

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 07-01-2016, and ending 06-30-2017

| | | | |
|--|--|--|--|
| Name of foundation THE PATTEE FOUNDATION INC | | A Employer identification number 62-1376116 | |
| Number and street (or P O box number if mail is not delivered to street address) 605 CHESTNUT ST NO 1100 | | B Telephone number (see instructions) (423) 756-6585 | |
| City or town, state or province, country, and ZIP or foreign postal code CHATTANOOGA, TN 37450 | | C If exemption application is pending, check here <input type="checkbox"/> | |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> | |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> | |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,711,154 | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> | |
| J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis) | | | |

| Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small> | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 13,366 | 13,366 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 147,051 | | | |
| | b Gross sales price for all assets on line 6a | 235,951 | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 147,051 | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | 7,216 | 7,216 | | | |
| 12 Total. Add lines 1 through 11 | 167,633 | 167,633 | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0 | 0 | | 0 |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | 5,370 | 2,685 | | 2,685 |
| | c Other professional fees (attach schedule) | 2,362 | 2,362 | | 0 |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | 327 | 307 | | 20 |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 39,766 | 34,766 | | 5,000 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 47,825 | 40,120 | | 7,705 |
| | 25 Contributions, gifts, grants paid | 394,226 | | | 394,226 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 442,051 | 40,120 | | 401,931 | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | -274,418 | | | | |
| b Net investment income (if negative, enter -0-) | | 127,513 | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

| Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|--|--|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash—non-interest-bearing | 34,822 | 38,033 | 38,033 |
| | 2 Savings and temporary cash investments | 567,437 | 307,050 | 307,249 |
| | 3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____ | | | |
| | 4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments—U S and state government obligations (attach schedule) | | | |
| | b Investments—corporate stock (attach schedule) | 371,328 | 282,428 | 307,249 |
| | c Investments—corporate bonds (attach schedule) | | | |
| | 11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____ | | | |
| | 12 Investments—mortgage loans | | | |
| | 13 Investments—other (attach schedule) | 1,668,425 | 1,771,582 | 2,058,623 |
| | 14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____ | | | |
| 15 Other assets (describe ▶ _____) | | | | |
| 16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 2,642,012 | 2,399,093 | 2,711,154 | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶ _____) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0 | 0 | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0 | 0 | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | 0 | 0 | |
| 29 Retained earnings, accumulated income, endowment, or other funds | 2,642,012 | 2,399,093 | | |
| 30 Total net assets or fund balances (see instructions) | 2,642,012 | 2,399,093 | | |
| 31 Total liabilities and net assets/fund balances (see instructions) . | 2,642,012 | 2,399,093 | | |

| Part III Analysis of Changes in Net Assets or Fund Balances | | | |
|---|--|----------|-----------|
| 1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | | 1 | 2,642,012 |
| 2 Enter amount from Part I, line 27a | | 2 | -274,418 |
| 3 Other increases not included in line 2 (itemize) ▶ _____ | | 3 | 46,939 |
| 4 Add lines 1, 2, and 3 | | 4 | 2,414,533 |
| 5 Decreases not included in line 2 (itemize) ▶ _____ | | 5 | 15,440 |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . | | 6 | 2,399,093 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co) | | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo, day, yr) | (d) Date sold (mo, day, yr) |
|---|---|--|---|---|
| 1a See Additional Data Table | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | |
| a See Additional Data Table | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (i) F M V as of 12/31/69 | | | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |
| a See Additional Data Table | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
| 2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | | | | 2 147,051 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | | | | 3 |

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|--|--|--|---|
| 2015 | 333,924 | 3,231,721 | 0 103327 |
| 2014 | 475,241 | 3,959,328 | 0 120031 |
| 2013 | 402,613 | 3,961,378 | 0 101635 |
| 2012 | 248,662 | 3,729,362 | 0 066677 |
| 2011 | 238,245 | 3,738,739 | 0 063723 |
| 2 Total of line 1, column (d) | | | 2 0 455393 |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | | 3 0 091079 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | | | 4 2,955,548 |
| 5 Multiply line 4 by line 3 | | | 5 269,188 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 1,275 |
| 7 Add lines 5 and 6 | | | 7 270,463 |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 401,931 |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and total tax due. Includes sub-table for 2016 estimated tax payments (6a-6d).

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' boxes. Questions cover political campaign influence, political expenditures, unrelated business income, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection requirements, and books in care.

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15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c The answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| DOROTHY E PATTEE 228 WEST BROW OVAL LOOKOUT MTN, TN 37350 | DIRECTOR 1 00 | 0 | 0 | 0 |
| GORDON B PATTEE 9 WEST 57TH ST STE 4605 NEW YORK, NY 10019 | DIRECTOR 1 00 | 0 | 0 | 0 |
| ANNE L PATTEE 99 MORSE LANE WOODSIDE, CA 94062 | DIRECTOR 1 00 | 0 | 0 | 0 |

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | Title, and average hours per week (b) devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000. 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE". | | |
|---|---------------------|------------------|
| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services. | | 0 |

Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--|----------|
| 1 | |
| | |
| 2 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

Part IX-B Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|----------|
| 1 | |
| | |
| 2 | |
| | |
| All other program-related investments. See instructions. | |
| 3 | |
| | |
| Total. Add lines 1 through 3 | 0 |

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

| | | | |
|----------|--|-----------|-----------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities. | 1a | 381,234 |
| b | Average of monthly cash balances. | 1b | 451,263 |
| c | Fair market value of all other assets (see instructions). | 1c | 2,168,059 |
| d | Total (add lines 1a, b, and c). | 1d | 3,000,556 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). | 1e | 0 |
| 2 | Acquisition indebtedness applicable to line 1 assets. | 2 | 0 |
| 3 | Subtract line 2 from line 1d. | 3 | 3,000,556 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 45,008 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 2,955,548 |
| 6 | Minimum investment return. Enter 5% of line 5. | 6 | 147,777 |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

| | | | |
|-----------|--|-----------|---------|
| 1 | Minimum investment return from Part X, line 6. | 1 | 147,777 |
| 2a | Tax on investment income for 2016 from Part VI, line 5. | 2a | 1,275 |
| b | Income tax for 2016 (This does not include the tax from Part VI). | 2b | |
| c | Add lines 2a and 2b. | 2c | 1,275 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 146,502 |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | 0 |
| 5 | Add lines 3 and 4. | 5 | 146,502 |
| 6 | Deduction from distributable amount (see instructions). | 6 | 0 |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | 7 | 146,502 |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|---|-----------|---------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. | 1a | 401,931 |
| b | Program-related investments—total from Part IX-B. | 1b | 0 |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required). | 3a | |
| b | Cash distribution test (attach the required schedule). | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4. | 4 | 401,931 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions). | 5 | 1,275 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 400,656 |

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2015 | (c) 2015 | (d) 2016 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | 146,502 |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only. | | | 0 | |
| b Total for prior years 20___, 20___, 20___ | | 0 | | |
| 3 Excess distributions carryover, if any, to 2016 | | | | |
| a From 2011. | 54,565 | | | |
| b From 2012. | 69,932 | | | |
| c From 2013. | 205,694 | | | |
| d From 2014. | 280,263 | | | |
| e From 2015. | 176,164 | | | |
| f Total of lines 3a through e. | 786,618 | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>401,931</u> | | | | |
| a Applied to 2015, but not more than line 2a | | | 0 | |
| b Applied to undistributed income of prior years (Election required—see instructions). | | 0 | | |
| c Treated as distributions out of corpus (Election required—see instructions). | 0 | | | |
| d Applied to 2016 distributable amount. | | | | 146,502 |
| e Remaining amount distributed out of corpus | 255,429 | | | |
| 5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a)) | | 0 | | 0 |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,042,047 | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 0 | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. | | 0 | | |
| d Subtract line 6c from line 6b Taxable amount—see instructions | | 0 | | |
| e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions | | | 0 | |
| f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 | | | | 0 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). | | 0 | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). | 54,565 | | | |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a | 987,482 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2012. | 69,932 | | | |
| b Excess from 2013. | 205,694 | | | |
| c Excess from 2014. | 280,263 | | | |
| d Excess from 2015. | 176,164 | | | |
| e Excess from 2016. | 255,429 | | | |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

| | Tax year | Prior 3 years | | | (e) Total |
|--|----------|---------------|----------|----------|-----------|
| | (a) 2016 | (b) 2015 | (c) 2014 | (d) 2013 | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | | | | | |

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

GORDON B PATTEE CO DAVID SMITH
605 CHESTNUT ST SUITE 1100
CHATTANOOGA, TN 37450
(423) 756-6585

b The form in which applications should be submitted and information and materials they should include

LETTER OR OTHER WRITTEN REQUEST

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NONE

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> See Additional Data Table | | | | |
| Total ▶ 3a | | | | 394,226 |
| b <i>Approved for future payment</i> | | | | |
| Total ▶ 3b | | | | 0 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.) | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|---|---|-------------------------------------|
| K-1 PASSTHROUGHS | P | | |
| K-1 PASSTHROUGHS | P | | |
| CAPITAL GAINS DISTRIBUTIONS | P | | |
| DXC TECHNOLOGY CO | P | | 2017-05-16 |
| SECURITIES LITIGATION PROCEEDS AMERICAN INT'L GROUP | P | | 2017-04-20 |
| CISCO SYS INC | P | | 2017-04-17 |
| ISHARES MSI TURKEY | P | | 2017-04-17 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| 25,877 | | | 25,877 |
| 24,955 | | | 24,955 |
| 66,510 | | | 66,510 |
| 64 | | 53 | 11 |
| 1,502 | | | 1,502 |
| 98,713 | | 57,095 | 41,618 |
| 18,330 | | 31,752 | -13,422 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| | | | 25,877 |
| | | | 24,955 |
| | | | 66,510 |
| | | | 11 |
| | | | 1,502 |
| | | | 41,618 |
| | | | -13,422 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| AFRICA WILDLIFE FOUNDATION 1400 SIXTEENTH ST STE 120 WASHINGTON, DC 20036 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| AUDOBON ALASKA 441 W 5TH AVE 300 ANCHORAGE, AK 99501 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| BAT CONSERVANCY INTERNATIONAL 500 N CAPITAL OF TEXAS HWY AUSTIN, TX 78746 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| BROOKINGS INSTITUTE 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| CHANCES FOR CHILDREN 1178 ANDERSON AVE BRONX, NY 10452 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 200 |
| Total ▶ 3a | | | | 394,226 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| CHRISTADORA 1 E 53RD ST 1401 NEW YORK, NY 10022 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 500 |
| CLOVE VALLEY FOUNDATION INC 9 CLUBHOUSE LANE LAGRANGEVILLE, NY 12540 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 2,000 |
| CREATIVE DISCOVERY MUSEUM 321 CHESTNUT ST CHATTANOOGA, TN 37402 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 5,000 |
| DAWN REDWOODS TRUST 1 BLACKFIELD DR TIBURON, CA 94920 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 200 |
| ENGLISH CONCERT FOR AMERICA 207 DEPEW ST DUMONT, NJ 07628 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 1,000 |
| Total ▶ 3a | | | | 394,226 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| FOUNTAIN HOUSE 425 W 47TH ST NEW YORK, NY 10036 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 1,000 |
| FRIENDS OF DAVID SHELDRIK WILDLIFE TRUST 201 N ILLINOIS ST INDIANAPOLIS, IN 46204 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| HEIFER INT'L 70 LA SALLE ST NEW YORK, NY 10027 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 5,000 |
| HOSPITAL FOR SPECIAL SURGERY 535 E 70TH ST NEW YORK, NY 10021 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 19,800 |
| LENOX HILL NEIGHBORHOOD ASSOCIATION 331 EAST 70TH STREET NEW YORK, NY 10021 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 2,540 |
| Total ▶ 3a | | | | 394,226 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| LEWA WILDLIFE CONSERVANCY USA 40 MARIN VIEW AVE MILL VALLEY, CA 94941 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 40,500 |
| METROPOLITAN OPERA LINCOLN CENTER PLAZA NEW YORK, NY 10023 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 3,750 |
| MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| MORGAN LIBRARY MUSEUM 225 MADISON AVE NEW YORK, NY 10016 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 2,150 |
| NEW YORK CITY BALLET 20 LINCOLN CENTER PLAZA NEW YORK, NY 10023 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 75,000 |
| Total ▶ 3a | | | | 394,226 |


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| NRDC 40 W 20TH ST NEW YORK, NY 10011 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| PANTHERA 8 W 40TH ST NEW YORK, NY 10018 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 20,000 |
| PARTNERS IN HEALTH 800 BOYLSTON STREET BOSTON, MA 02199 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 5,000 |
| PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 18,536 |
| ROUNABOUT THEATER 231 WEST 39TH ST STE 1200 NEW YORK, NY 10018 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 5,000 |
| Total ▶ 3a | | | | 394,226 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| ST THOMAS CHURCH 1 EST 53RD STREET NEW YORK, NY 10019 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 1,000 |
| ST TIMOTHY'S SCHOOL 8400 GREENSPRING AVENUE STEVENSON, MD 21153 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 1,050 |
| TEACHERS COLLEGE 525 WEST 120TH ST NEW YORK, NY 10027 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 25,000 |
| TENNESSEE RIVER GARDENS PO BOX 292 LOOKOUT MOUNTAIN, TN 37350 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 5,000 |
| THE ELEPHANT SANCTUARY PO BOX 393 HOHENWALD, TN 38462 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| Total ▶ | | | | 394,226 |
| 3a | | | | |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| USTA 70 W RED OAK LN WHITE PLAINS, NY 10604 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 30,000 |
| WILDAID 744 MONTGOMERY ST STE 300 SAN FRANCISCO, CA 94111 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 20,000 |
| WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 15,000 |
| WORKING DOGS FOR CONSERVATION 52 EUSTIS RD THREE FORKS, MT 59752 | N/A | PUBLIC | UNRESTRICTED - GENERAL SUPPORT | 10,000 |
| Total  | | | | 394,226 |
| 3a | | | | |

TY 2016 Accounting Fees Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------|---------------|----------------------------------|--------------------------------|--|
| ACCOUNTING FEES | 5,370 | 2,685 | | 2,685 |

TY 2016 Investments Corporate Stock Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|----------------------|-------------------------------|--------------------------------------|
| CORPORATE STOCK | 282,428 | 307,249 |

TY 2016 Investments - Other Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|-----------------------|------------------------------|-------------------|--------------------------------------|
| OTHER INVESTMENTS | AT COST | 1,771,582 | 2,058,623 |

TY 2016 Other Decreases Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Description | Amount |
|--------------------------|--------|
| K-1 BOOK/TAX DIFFERENCES | 11,565 |
| FEDERAL TAXES PAID | 3,875 |

TY 2016 Other Expenses Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116**Other Expenses Schedule**

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| SECRETARIAL SERVICES | 10,000 | 5,000 | | 5,000 |
| INVESTMENT EXP FROM PASS THROUGHS | 20,531 | 20,531 | | 0 |
| LOSSES FROM PASSTHROUGH INVESTMENTS | 9,235 | 9,235 | | 0 |

TY 2016 Other Income Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116**Other Income Schedule**

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|----------------------------------|--------------------------------|-----------------------|---------------------|
| DIVIDEND INC FROM PASS THROUGHGS | 6,540 | 6,540 | 6,540 |
| INTEREST INC FROM PASS THROUGHGS | 676 | 676 | 676 |

TY 2016 Other Increases Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Description | Amount |
|--------------------|---------------|
| UNREALIZED GAINS | 46,939 |

TY 2016 Other Professional Fees Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------|---------------|----------------------------------|--------------------------------|--|
| MANAGEMENT FEES | 2,362 | 2,362 | | 0 |

TY 2016 Taxes Schedule**Name:** THE PATTEE FOUNDATION INC**EIN:** 62-1376116

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------------------|---------------|----------------------------------|--------------------------------|--|
| FOREIGN TAXES PAID BY PASSTHROUGHS | 307 | 307 | | 0 |
| TN ANNUAL REPORT | 20 | 0 | | 20 |