

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 separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning **AUG 1, 2016**, and ending **JUL 31, 2017**

Name of foundation JOHN I SMITH CHARITIES INC		A Employer identification number 57-0806327
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 1687		B Telephone number 864-879-2455
City or town, state or province, country, and ZIP or foreign postal code GREER, SC 29652		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 27,110,847.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		508,630.	508,630.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		702,721.			
b Gross sales price for all assets on line 6a 9,824,535.					
7 Capital gain net income (from Part IV, line 2)			702,721.		
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)					
11 Other income		285,119.	258,499.		STATEMENT 2
12 Total. Add lines 1 through 11		1,496,470.	1,469,850.		
13 Compensation of officers, directors, trustees, etc		30,000.	18,000.		12,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		12,550.	6,275.		0.
c Other professional fees STMT 4		115,175.	115,175.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		5,669.	5,075.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		163,394.	144,525.		12,000.
25 Contributions, gifts, grants paid		1,392,200.			1,392,200.
26 Total expenses and disbursements. Add lines 24 and 25		1,555,594.	144,525.		1,404,200.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<59,124.>			
b Net investment income (if negative, enter -0-)			1,325,325.		
c Adjusted net income (if negative, enter -0-)				N/A	

90-24

skipped

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		2,866.	2,866.	2,866.
	2	Savings and temporary cash investments		1,127,111.	312,641.	312,641.
	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				
	7	Other notes and loans receivable ▶				
		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 STMT 6	977,077.	1,385,371.	1,390,739.	
	b	Investments - corporate stock STMT 7	13,347,100.	14,787,506.	17,595,678.	
	c	Investments - corporate bonds STMT 8	5,091,262.	4,266,339.	4,309,440.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9	3,616,071.	3,362,633.	3,499,483.		
14	Land, buildings, and equipment basis ▶ 1,216.					
	Less: accumulated depreciation STMT 10 ▶ 1,216.					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	24,161,487.	24,117,356.	27,110,847.		
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				
	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 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 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	24,161,487.	24,117,356.		
30	Total net assets or fund balances	24,161,487.	24,117,356.			
31	Total liabilities and net assets/fund balances	24,161,487.	24,117,356.			

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	24,161,487.
2	Enter amount from Part I, line 27a	2	<59,124.>
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	14,993.
4	Add lines 1, 2, and 3	4	24,117,356.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,117,356.

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 PUB. TRADED SECS. GAIN/LOSS BANK OF AMERICA		P		
b POWERSHARES DB COMMODITY FUND		P		
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 9,811,692.		9,121,814.	689,878.
b 12,843.			12,843.
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))
(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			689,878.
b			12,843.
c			
d			
e			

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	702,721.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 the 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	1,335,477.	25,149,607.	.053101
2014	1,379,588.	26,889,149.	.051306
2013	1,347,104.	26,476,389.	.050879
2012	1,285,342.	24,714,778.	.052007
2011	1,142,350.	23,771,404.	.048056

2 Total of line 1, column (d)	2	.255349
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	.051070
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	25,985,385.
5 Multiply line 4 by line 3	5	1,327,074.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,253.
7 Add lines 5 and 6	7	1,340,327.
8 Enter qualifying distributions from Part XII, line 4	8	1,404,200.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	13,253.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	13,253.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,253.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	10,000.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,253.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► SC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation SEE STATEMENT 11		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JEFFERSON V SMITH, JR Telephone no. ► (864) 879-2455 Located at ► 3247 N HWY 14, GREER, SC ZIP+4 ► 29651		
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 ► 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b X	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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?**6b**

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?

N/A

7b**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEFFERSON V SMITH, JR PO BOX 1687 GREER, SC 29652	DIRECTOR, PRESIDENT 2.00	10,000.	0.	0.
ELIZABETH CLAYTON 821 TAYLOR ROAD GREER, SC 29651	DIRECTOR, VICE PRESIDENT 2.00	10,000.	0.	0.
TRAVIS V OLMERT PO BOX 10828 GREENVILLE, SC 29603	DIRECTOR, TREASURER 2.00	10,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week 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. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
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	25,477,591.
b	Average of monthly cash balances	1b	903,511.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	26,381,102.
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	26,381,102.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	395,717.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,985,385.
6	Minimum investment return. Enter 5% of line 5	6	1,299,269.

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	1,299,269.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	13,253.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,253.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,286,016.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,286,016.
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	1,286,016.

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	1,404,200.
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	1,404,200.
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	5	13,253.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,390,947.

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				1,286,016.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	23,211.			
c From 2013	73,477.			
d From 2014	96,155.			
e From 2015	92,043.			
f Total of lines 3a through e	284,886.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 1,404,200.				
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				1,286,016.
e Remaining amount distributed out of corpus	118,184.			
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:	403,070.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5				
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 instr.			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	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	403,070.			
10 Analysis of line 9:				
a Excess from 2012	23,211.			
b Excess from 2013	73,477.			
c Excess from 2014	96,155.			
d Excess from 2015	92,043.			
e Excess from 2016	118,184.			

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

Recipient Name and address (home or business)	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
a Paid during the year				
A CHILD'S HAVEN 20 MARTIN DRIVE GREENVILLE, SC 29617	N/A	PC	DONATION	50,000.
BOY SCOUTS OF AMERICA 1 PARK PLAZA GREENVILLE, SC 29607	N/A	PC	DONATION	10,000.
CANCER SOCIETY OF GREENVILLE 113 MILLS AVE GREENVILLE, SC 29605	N/A	PC	DONATION	10,000.
CANCER SURVIVORS PARK ALLIANCE OFFICE 24 CLEVELAND ST GREENVILLE, SC 29601	N/A	PC	DONATION	10,000.
COLUMBIA SEMINARY P. O. BOX 520 DECATUR, GA 30031	N/A	PC	DONATION	50,000.
Total	SEE CONTINUATION SHEET(S)			1,392,200.
b Approved for future payment				
NONE				
Total				0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|--|--------------|------------|-----------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

► PRESIDENT

Title

May the IRS discuss this return with the preparer

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

FRANCES M.
PATTERSON

Preparer's signature

James M. Patterson

Date

12/06/17

Check ☐ self-employed

PTIN

P00445802

Firm's name ▶ ELLIOTT DAVIS, LLC / PLLC

Firm's EIN ▶ 57-0381582

Firm's address ► P.O. BOX 6286
GREENVILLE, SC 29606-6286

Phone no. 864-242-3370

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
COMMUNITIES IN SCHOOLS OF GREENVILLE PO BOX 10308 GREENVILLE, SC 29603	N/A	PC	DONATION	15,000.
COMMUNITY FOUNDATION OF GREENVILLE 630 E WASHINGTON ST, STE. A GREENVILLE, SC 29601	N/A	PC	DONATION	50,000.
CREATIVE ADVANCEMENT CENTERS PO BOX 2474 GREER, SC 29651	N/A	PC	DONATION	15,000.
DAVIDSON COLLEGE BOX 7144 DAVIDSON, NC 28035-7144	N/A	PC	DONATION	50,000.
DUNBAR CHILD DEVELOPMENT CENTER 200 MORGAN ST GREER, SC 29651	N/A	PC	DONATION	5,400.
ETV ENDOWMENT OF SC 401 EASH KENNEDY ST., SUITE B-1 SPARTANBURG, SC 29302	N/A	PC	DONATION	45,000.
FAVOR 355 WOODRUFF RD, SUITE 303 GREENVILLE, SC 29607	N/A	PC	DONATION	25,000.
FOOTHILLS FAMILY RESOURCES 3 MAIN ST SLATER, SC 29683	N/A	PC	DONATION	35,000.
FURMAN UNIVERSITY 3300 POINSETT HIGHWAY GREENVILLE, SC 29613	N/A	PC	DONATION	50,000.
GATEWAY PO BOX 4241 GREENVILLE, SC 29608	N/A	PC	DONATION	75,000.
Total from continuation sheets				1,262,200.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
GREENVILLE LITERACY ASSOCIATION 2255 PLEASANTBURG DR. SUITE C-10 GREENVILLE, SC 29607	N/A	PC	DONATION	15,000.
GREENVILLE SYMPHONY ORCHESTRA 200 SOUTH MAIN STREET GREENVILLE, SC 29601	N/A	PC	DONATION	10,000.
GREENVILLE TECH FOUNDATION MS 6002, P. O. BOX 5616 GREENVILLE, SC 29606	N/A	PC	DONATION	125,000.
GREER COMMUNITY MINISTRIES 738 S LINE ST EXT GREER, SC 29651	N/A	PC	DONATION	27,000.
GREER COMMUNITY OUTREACH CENTER 415 EAST POINSETT STREET GREER, SC 29651	N/A	PC	DONATION	20,000.
GREER RELIEF PO BOX 1303 GREER, SC 29652	N/A	PC	DONATION	30,000.
GREER STEP - DAILY BREAD MINISTRIES PO BOX 2344 GREER, SC 29652	N/A	PC	DONATION	20,000.
HABITAT FOR HUMANITY PO BOX 1206 GREENVILLE, SC 29602	N/A	PC	DONATION	40,000.
INSTITUTE FOR CHILD SUCCESS 401 E KENNEDY ST SPARTANBURG, SC 29302	N/A	PC	DONATION	50,000.
JASMINE ROAD PO BOX 25452 GREENVILLE, SC 29616	N/A	PC	DONATION	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
JUSTICE FOR OUR NEIGHBORS 1550 E. MEADOWBROOK AVE PHOENIX , AZ 85014-4040	N/A	PC	DONATION	15,000.
LEGACY ADVANCEMENT 104 BROADUS AVE GREENVILLE, SC 29601	N/A	PC	DONATION	25,000.
LOAVES & FISHES 25 WOODS LAKE ROAD SUITE 810 GREENVILLE, SC 29607-2765	N/A	PC	DONATION	10,000.
MEALS ON WHEELS 15 OREGON ST GREENVILLE, SC 29605	N/A	PC	DONATION	10,000.
MERE CHRISTIANITY FORUM, INC. P. O. BOX 4261 GREENVILLE, SC 29608	N/A	PC	DONATION	17,000.
MEYER CENTER 1132 RUTHERFORD ROAD GREENVILLE, SC 29609	N/A	PC	DONATION	30,000.
MIRACLE HILL MINISTRIES PO BOX 2546 GREENVILLE, SC 29602	N/A	PC	DONATION	50,000.
OCONEE PRESBYTERIAN SERVICE FUND PO BOX 1307 SENECA, SC 29679	N/A	PC	DONATION	10,000.
PEACE CENTER 101 W BROAD ST GREENVILLE, SC 29601	N/A	PC	DONATION	10,000.
PENDLETON PLACE 1133 PENDLETON ST GREENVILLE, SC 29601	N/A	PC	DONATION	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
PRESBYTERIAN COLLEGE 503 SOUTH BROAD STREET CLINTON, SC 29324	N/A	PC	DONATION	50,000.
PUBLIC EDUCATION PARTNERS 225 S. PLEASANTBURG DR., SUITE E6 GREENVILLE, SC 29607	N/A	PC	DONATION	85,000.
RONALD MCDONALD HOUSE CHARITIES OF CAROLINAS 706 GROVE RD GREENVILLE, SC 29605	N/A	PC	DONATION	15,000.
S. C. SCOTTISH RITE CENTER FOR CHILDHOOD LANGUAGE DISORDERS P. O. BOX 5776 GREENVILLE, SC 29606	N/A	PC	DONATION	10,000.
SOUTH CAROLINA CHILDREN'S THEATRE 153 AUGUSTA ST GREENVILLE, SC 29601	N/A	PC	DONATION	25,000.
TAYLOR'S FREE MEDICAL CLINIC 400 WEST MAIN ST TAYLORS, SC 29687	N/A	PC	DONATION	15,000.
THE GREENVILLE HOUSING AUTHORITY 122 EDINBURG COURT GREENVILLE, SC 29607	N/A	PC	DONATION	7,800.
UNITED MINISTRIES 606 PENDLETON STREET GREENVILLE, SC 29601	N/A	PC	DONATION	25,000.
UPSTATE AFFILIATE ORGANIZATION 300 E. MCBEE AVE, STE 503 GREENVILLE, SC 29601	N/A	PC	DONATION	40,000.
UPSTATE MEDIATION CENTER OF SC 27 CLEVELAND ST # 101 GREENVILLE, SC 29601	N/A	PC	DONATION	20,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOA - #0062	11,028.	0.	11,028.	11,028.	
BOA - #0922	3,770.	0.	3,770.	3,770.	
BOA - #0930	23,059.	0.	23,059.	23,059.	
BOA - #0948	4,498.	0.	4,498.	4,498.	
BOA - #0955	8,750.	0.	8,750.	8,750.	
BOA - #0989	26,779.	0.	26,779.	26,779.	
BOA - #2647	62,519.	0.	62,519.	62,519.	
BOA - #2662	5.	0.	5.	5.	
BOA - #2670	115,728.	0.	115,728.	115,728.	
BOA - #2688	1.	0.	1.	1.	
BOA - #3140	13,593.	0.	13,593.	13,593.	
BOA - #3264	24,830.	0.	24,830.	24,830.	
BOA - #3298	27,538.	0.	27,538.	27,538.	
BOA - #7496	133,326.	0.	133,326.	133,326.	
BOA - #8328	10,055.	0.	10,055.	10,055.	
BOA - #9524	41,398.	0.	41,398.	41,398.	
FROM K-1					
POWERSHARES DB					
COMMODITY	1,753.	0.	1,753.	1,753.	
TO PART I, LINE 4	508,630.	0.	508,630.	508,630.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOA - #0955	32.	32.	
BOA - #0989	684.	684.	
BOA - #2647	67,924.	67,924.	
BOA - #2670	16.	16.	
BOA - #2688	88,243.	88,243.	
BOA - #0062	2,253.	2,253.	
BOA - #9524	2,402.	2,402.	
BOA - #8328	26.	26.	
BOA - #7496	13,829.	13,829.	
FROM K-1 - POWERSHARES DB			
AGRICULTURE FUND	83,090.	83,090.	
GRANT REFUND	10,000.	0.	
EXCISE TAX REFUND	16,620.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	285,119.	258,499.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND BOOKKEEPING FEES	12,550.	6,275.		0.
TO FORM 990-PF, PG 1, LN 16B	12,550.	6,275.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	115,175.	115,175.		0.
TO FORM 990-PF, PG 1, LN 16C	115,175.	115,175.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC FEES - POSTAGE, COPIES, ETC	594.	0.		0.
DEDUCTIONS FROM PARTNERSHIPS	5,075.	5,075.		0.
TO FORM 990-PF, PG 1, LN 23	5,669.	5,075.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - VARIOUS INV. A/C'S	X		1,385,371.	1,390,739.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,385,371.	1,390,739.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,385,371.	1,390,739.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - VARIOUS INV. A/C'S	14,787,506.	17,595,678.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,787,506.	17,595,678.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - VARIOUS INV. A/C'S	4,266,339.	4,309,440.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,266,339.	4,309,440.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - VARIOUS INV. A/C'S: PTP'S	COST	3,362,633.	3,499,483.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,362,633.	3,499,483.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PRINTER AND COMPUTER EQUIPMENT	1,216.	1,216.	0.
TOTAL TO FM 990-PF, PART II, LN 14	1,216.	1,216.	0.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 11

EXPLANATION

THE SOUTH CAROLINA ATTORNEY GENERAL DOES NOT REQUIRE A COPY OF THE FORM 990-PF TO BE SUBMITTED.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
11	PRINTER AND COMPUTER EQUIPMENT	05/05/11	200DB	5.00		MQ17	1,216.			1,216.				0.	0.
	* TOTAL 990-PF PG 1 DEPR						1,216.			1,216.	0.	0.		0.	0.