

Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation

2949133507509 8
EXTENSION GRANTED
OMB NO 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning **2017**, and ending **20**

Name of foundation

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Number and street (or P O box number if mail is not delivered to street address)

400 CALDWELL TRACE

City or town, state or province, country, and ZIP or foreign postal code

BIRMINGHAM, AL 35242

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

**I Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) ► \$ **32,979,488****

J Accounting method.

Cash

Accrual

Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

20-2224138

B Telephone number (see instructions)

(205) 202-4076

C If exemption application is pending, check here 6

D 1. Foreign organizations, check here

**2 Foreign organizations meeting the 85% test,
check here and attach computation**

**E If private foundation status was terminated under
section 507(b)(1)(A), check here**

**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) (see instructions))

**(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) | 3,000 | | |
| | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B | | | |
| | 3 Interest on savings and temporary cash investments | 17,155 | 17,155 | 17,155 |
| | 4 Dividends and interest from securities | 894,460 | 888,169 | 888,169 |
| | 5a Gross rents | | | |
| | b Net rental income or (loss) | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 666,946 | | |
| | b Gross sales price for all assets on line 6a | 9,121,441 | | |
| | 7 Capital gain net income (from Part IV, line 2) | RECEIVED | 666,946 | |
| | 8 Net short-term capital gain | | | 269 |
| | 9 Income modifications | | | |
| Operating and Administrative Expenses | 10a Gross sales less returns and allowances | 517 | NOV 20 2018 | |
| | b Less Cost of goods sold | | | |
| | c Gross profit or (loss) (attach schedule) | | | |
| | 11 Other income (attach schedule) | | | |
| | 12 Total. Add lines 1 through 11 | 1,581,561 | 1,572,270 | 905,593 |
| | 13 Compensation of officers, directors, trustees, etc | 386,000 | | 246,200 |
| | 14 Other employee salaries and wages | 205,590 | | 91,509 |
| | 15 Pension plans, employee benefits | 153,606 | | 62,455 |
| | 16a Legal fees (attach schedule) | | | 91,151 |
| | b Accounting fees (attach schedule) | SPM108 | 15,000 | 15,000 |
| | c Other professional fees (attach schedule) | SPM109 | 1,533 | 1,533 |
| | 17 Interest | 7 | | 7 |
| | 18 Taxes (attach schedule) (see instructions) | SPM110 | 147 | 801 |
| | 19 Depreciation (attach schedule) and depletion | SPM126 | 20,038 | |
| | 20 Occupancy | 16,761 | | 16,761 |
| | 21 Travel, conferences, and meetings | | | |
| | 22 Printing and publications | 480 | | |
| | 23 Other expenses (attach schedule) | SPM103 | 196,490 | 144,789 |
| | 24 Total operating and administrative expenses. | | | 190,807 |
| | Add lines 13 through 23 | 995,652 | 145,590 | 517,218 |
| | 25 Contributions, gifts, grants paid | 651,196 | | 457,112 |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 1,646,848 | 145,590 | 651,196 |
| | 27 Subtract line 26 from line 12 | | | |
| | a Excess of revenue over expenses and disbursements | (65,287) | | |
| | b Net investment income (if negative, enter -0-) | | 1,426,680 | |
| | c Adjusted net income (if negative, enter -0-) | | | 388,375 |

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

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| Assets | Part II | Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | |
|-----------------------------|---|---|--|----------------|-----------------------|
| | | | End of year | | |
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| 1 | 1 | Cash - non-interest-bearing | 226,443 | 435,418 | 466,019 |
| 2 | 2 | Savings and temporary cash investments | 5,551,157 | 5,350,927 | 5,279,629 |
| 3 | 3 | Accounts receivable ► | | | |
| | | Less. allowance for doubtful accounts ► | | | |
| 4 | 4 | Pledges receivable ► | | | |
| | | Less allowance for doubtful accounts ► | | | |
| 5 | 5 | Grants receivable | | | |
| 6 | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| 7 | 7 | Other notes and loans receivable (attach schedule) ► | | | |
| | | Less allowance for doubtful accounts ► | | | |
| 8 | 8 | Inventories for sale or use | | | |
| 9 | 9 | Prepaid expenses and deferred charges | | | |
| 10a | 10a | Investments - U.S. and state government obligations (attach schedule) | 1,463,125 | 4,194,619 | 4,142,641 |
| b | b | Investments - corporate stock (attach schedule) | 11,056,296 | 8,442,409 | 13,363,279 |
| c | c | Investments - corporate bonds (attach schedule) | 8,910,498 | 8,840,904 | 8,417,668 |
| 11 | 11 | Investments - land, buildings, and equipment basis ► | | | |
| | | Less accumulated depreciation (attach schedule) ► | | | |
| 12 | 12 | Investments - mortgage loans | | | |
| 13 | 13 | Investments - other (attach schedule) | 462,611 | 360,604 | 359,009 |
| 14 | 14 | Land, buildings, and equipment basis ► | 916,472 | | |
| | | Less accumulated depreciation (attach schedule) ► | 140,131 | 796,379 | 776,341 |
| 15 | 15 | Other assets (describe ►) | | | |
| 16 | 16 | Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1) | 28,466,509 | 28,401,222 | 32,979,488 |
| 17 | 17 | Accounts payable and accrued expenses | | | |
| 18 | 18 | Grants payable | | | |
| 19 | 19 | Deferred revenue | | | |
| 20 | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| 21 | 21 | Mortgages and other notes payable (attach schedule) | | | |
| 22 | 22 | Other liabilities (describe ►) | | | |
| 23 | 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 | | | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 28,466,509 | 28,401,222 | |
| | 30 | Total net assets or fund balances (see instructions) | 28,466,509 | 28,401,222 | |
| | 31 | Total liabilities and net assets/fund balances (see instructions) | 28,466,509 | 28,401,222 | |

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 | 28,466,509 |
| 2 | Enter amount from Part I, line 27a | 2 | (65,287) |
| 3 | Other increases not included in line 2 (itemize) ► | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 28,401,222 |
| 5 | Decreases not included in line 2 (itemize) ► | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 28,401,222 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (for example, 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 ATTACHED SCHEDULE LT SECURITIES | | | P | | |
| b SEE ATTACHED SCHEDULE ST SECURITIES | | | P | | |
| c US TRASURIES PROCEEDS AT MATURITY | | | P | | |
| 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 8,166,866 | | | 7,500,189 | 666,677 | |
| b 154,575 | | | 154,306 | 269 | |
| c 800,000 | | | 800,000 | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | | |
| (i) FMV as of 12/31/69 | | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) | |
| a | | | | 666,677 | |
| b | | | | 269 | |
| 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 | 666,946 |
| 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 | 269 |

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 doesn't 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)) |
|---|--|--|--|
| 2016 | | | |
| 2015 | | | |
| 2014 | | | |
| 2013 | | | |
| 2012 | | | |
| 2 Total of line 1, column (d) | | | 2 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years | | | 3 |
| 4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 | | | 4 |
| 5 Multiply line 4 by line 3 | | | 5 0 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 |
| 7 Add lines 5 and 6 | | | 7 0 |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 |
| 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 ► <input checked="" type="checkbox"/> and enter "N/A" on line 1 | <input checked="" type="checkbox"/> 08-08-2006 (attach copy of letter if necessary-see instructions) | N/A |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b | | |
| 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-) | | |
| 3 | Add lines 1 and 2 | | |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-) | | |
| 5 | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- | | |
| 6 | Credits/Payments | | |
| a | 2017 estimated tax payments and 2016 overpayment credited to 2017 | | |
| b | Exempt foreign organizations - tax withheld at source | | |
| c | Tax paid with application for extension of time to file (Form 8868) | | |
| d | Backup withholding erroneously withheld | | |
| 7 | Total credits and payments Add lines 6a through 6d | | |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | | |
| 11 | Enter the amount of line 10 to be Credited to 2018 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11 | | |

Part VII-A: Statements Regarding Activities

| | | | |
|----|---|---|--|
| 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? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | 1a <input checked="" type="checkbox"/> 1b <input type="checkbox"/> 1c <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4a <input type="checkbox"/> 4b <input type="checkbox"/> 5 <input type="checkbox"/> 6 <input type="checkbox"/> 7 <input checked="" type="checkbox"/> 8b <input type="checkbox"/> 9 <input type="checkbox"/> 10 <input type="checkbox"/> |
| b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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 | | |
| c | Did the foundation file Form 1120-POL for this year? | | |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____ | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ | | |
| 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 | | |
| 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 | | |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | |
| 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 <i>General Instruction T</i> | | |
| 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? | | |
| 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 | | |
| 8a | Enter the states to which the foundation reports or with which it is registered See instructions ► AL DE | | |
| 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 <i>General Instruction G</i> ? If "No," attach explanation | | |
| 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 2017 or the tax year beginning in 2017? See instructions for Part XIV? If "Yes," complete Part XIV | | |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | |

Part VII-A Statements Regarding Activities (continued)

| | | | |
|----|--|--|--|
| 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 | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| 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 | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SMITHSCHOLARSHIPS.COM</u> | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| 14 | The books are in care of ► <u>AHRIAN TYLER DUDLEY</u> Located at ► <u>400 CALDWELL TRACE, BIRMINGHAM, AL</u> | Telephone no ► <u>205-202-4076</u> ZIP+4 ► <u>35242</u> | |
| 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 ► <u>15</u> | | <input type="checkbox"/> |
| 16 | At any time during calendar year 2017, 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 ► | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

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.

| | | | |
|-----|--|------------------------------|--|
| 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/> | | |
| 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 2017? | | <input checked="" type="checkbox"/> |
| 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 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) | | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If "Yes," did it have excess business holdings in 2017 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 2017) | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | |
| 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 2017? | | <input checked="" type="checkbox"/> |

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

| | | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | Yes | No |
|-----|---|------------------------------|--|-----|----|
| 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))? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| (2) | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| (3) | Provide a grant to an individual for travel, study, or other similar purposes? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| (4) | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| (5) | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| 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 | | | 5b | |
| | Organizations relying on a current notice regarding disaster assistance check here | <input type="checkbox"/> | | | |
| 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? | <input type="checkbox"/> | <input type="checkbox"/> | 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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870 | <input type="checkbox"/> | <input checked="" type="checkbox"/> | 6b | X |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | 7a | |
| b | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | 7b | |

Part VIII: Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

| (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 |
|---|---|---|---|---------------------------------------|
| AHRIAN T DUDLEY, BS JD 400 CALDWELL TRACE, AL 35242 | EXECUTIVE DIRECTOR 60.00 | STMA01 266,000 | 57,052 | 0 |
| LEWIS G BURKS JR., USMC RET 400 CALDWELL TRACE, AL 35242 | DIRECTOR 60.00 | STMA02 120,000 | 40,439 | 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 | (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 |
|---|---|-------------------|---|---------------------------------------|
| URIST MCCUALEY 400 CALDWELL TRACE, BIRMINGHAM, AL 35242 | HEAD MENTOR 50.00 | STMB01 103,189 | 28,139 | 0 |
| LINDA STEWART 400 CALDWELL TRACE, BIRMINGHAM, AL 35242 | FINANCIAL BOOKER 40.00 | STMB02 58,601 | 15,027 | 0 |
| | | | | |
| | | | | |
| | | | | |

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 | | ► |

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 COLLEGE SCHOLARSHIPS - SEE STATEMENT ATTACHED - PAGE 10 | 555,881 |
| 2 MENTOR PROGRAM | \$17,301 |
| SEE STATEMENT ATTACHED - PAGE 12 | 17,301 |
| 3 SEMINARS | \$ 22,239 |
| INTERNSHIP | 7,140 |
| SEE STATEMENT - PAGES 13&14 | 29,379 |
| 4 SMITH HOUSE UAB | \$ 27,839 |
| SMITH HOUSE TROY | 20,796 |
| SEE STATEMENT - PAGES 15&16 | 48,635 |

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 NONE | 0 |
| 2 NONE | 0 |
| All other program-related investments. See instructions | |
| 3 STM142 | |
| Total. Add lines 1 through 3 | ► |

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 | 27,667,620 |
| b | Average of monthly cash balances | 1b | 3,255,303 |
| c | Fair market value of all other assets (see instructions) | 1c | 0 |
| d | Total (add lines 1a, b, and c) | 1d | 30,922,923 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0 |
| 3 | Subtract line 2 from line 1d | 3 | 30,922,923 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 463,844 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 30,459,079 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,522,954 |

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 | |
| 2a | Tax on investment income for 2017 from Part VI, line 5 | 2a | |
| b | Income tax for 2017 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 | |

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 | 1,108,308 |
| b | Program-related investments - total from Part IX-B | 1b | |
| 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 | 3a | |
| a | Suitability test (prior IRS approval required) | 3b | |
| b | Cash distribution test (attach the required schedule) | 4 | 1,108,308 |
| 4 | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 5 | |
| 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 | 6 | 1,108,308 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | | |

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 2016 | (c) 2016 | (d) 2017 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2017 from Part XI, line 7 | | | | |
| 2 Undistributed income, if any, as of the end of 2017 | | | | |
| a Enter amount for 2016 only | | | | |
| b Total for prior years | | | | |
| 3 Excess distributions carryover, if any, to 2017 | | | | |
| a From 2012 | | | | |
| b From 2013 | | | | |
| c From 2014 | | | | |
| d From 2015 | | | | |
| e From 2016 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2017 from Part XII, line 4. ► \$ 1,108,308 | | | | |
| a Applied to 2016, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | | | |
| d Applied to 2017 distributable amount | | | | |
| e Remaining amount distributed out of corpus | 1,108,308 | | | |
| 5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | 1,108,308 | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | | | |
| e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions | | | | |
| f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 | | | | |
| 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) | | | | |
| 8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) | | | | |
| 9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a | 1,108,308 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2013 | | | | |
| b Excess from 2014 | | | | |
| c Excess from 2015 | | | | |
| d Excess from 2016 | | | | |
| e Excess from 2017 | 1,108,308 | | | |

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 2017, enter the date of the ruling | | | | ► 08-08-2006 |
| b | Check box to indicate whether the foundation is a private operating foundation described in section | | | | <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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 | | | | |
| 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 Supplemental Information (Complete this part only if the foundation 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))

NONE

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

NONE**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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines

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

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 Paid during the year SCHEDULE ATTACHED (PAGE 10) | | | | 555,881 |
| Total | | | | 555,881 |
| b Approved for future payment PLEDGED SCHOLARSHIPS (PAGE 20) | NONE | | PROJECTED SCHOLAR AND ANTICIPATED GRAD STUDY EXP\$ | 1,010,000 |
| Total | | | | 1,010,000 |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions) |
|--|-------|---------------------------|---------------|--------------------------------------|---------------|--|
| | | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | . | | | | | |
| a | | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| f | | | | | | |
| g Fees and contracts from government agencies | | | | | | |
| 2 Membership dues and assessments | | | | | | |
| 3 Interest on savings and temporary cash investments | | | | 14 | | |
| 4 Dividends and interest from securities | | | | 14 | | |
| 5 Net rental income or (loss) from real estate. | | | | | | |
| a Debt-financed property | | | | | | |
| b Not debt-financed property | | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | | |
| 7 Other investment income | | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | 18 | | |
| 9 Net income or (loss) from special events | | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | |
| 11 Other revenue a | | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | | | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | | 13 |

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions) |
|---------------|--|
| 03 | SEE STATEMENT - PAGE 9 |
| 04 | SEE STATEMENT - PAGE 9 |
| 08 | SEE STATEMENT - PAGE 9 |
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Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

| | | Yes | No |
|-----|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) | Cash | 1a(1) | X |
| (2) | Other assets | 1a(2) | X |
| b | Other transactions | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) | Reimbursement arrangements | 1b(4) | X |
| (5) | Loans or loan guarantees | 1b(5) | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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 | | |

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

**Sign
Here**

Signature of officer or trustee

11-15-2018

EXECUTIVE DIRECTOR

May the IRS discuss this return
with the preparer shown below?
See instructions. Yes No

| | | | | | | |
|---|---|------------------------------|---|-------------------|---|------------------|
| Paid Preparer Use Only | Print/Type preparer's name | | Preparer's signature | Date | Check <input checked="" type="checkbox"/> if self-employed | PTIN |
| | Stewart R Dudley | |  | 11-15-2018 | | P01085591 |
| | Firm's name ► DUDLEY HOPTON JONES SIMS FREEMAN | | Firm's EIN ► | | | |
| Firm's address ► 2101 MAGNOLIA AVE SOUTH STE 300 BIRMINGHAM AL 35205 | | Phone no 205-326-0402 | | | | |

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

FEIN

20-2224138

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

STATEMENT #A01

NAME

AHRIAN T DUDLEY, BS JD

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 5

PG01

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

STATEMENT #A02

NAME

LEWIS G BURKS JR., USMC RET

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 6

PG01

**FORM 990PF - PART VIII - LINE 2A
EMPLOYEE COMPENSATION EXPLANATION**

STATEMENT #B01

NAME

URIST MCCAULEY

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 7

Federal Supporting Statements**2017 PG01**

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

FEIN

20-2224138

**FORM 990PF - PART VIII - LINE 2A
EMPLOYEE COMPENSATION EXPLANATION**

STATEMENT #B02

NAME

LINDA STEWART

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 8

PG01

**FORM 990PF - PART II - LINE 13
INVESTMENTS: OTHER SCHEDULE**

STATEMENT #118

| CATEGORY | BOOK VALUE (BOY) | BOOK VALUE (EOY) | FMV (EOY) |
|-------------------------------------|------------------|------------------|----------------|
| CHAS SCHWAB MUTUAL FUNDS - GOVT INV | 145,000 | | |
| CHAS SCHWAB MUTUAL FUNDS -EQUITY | 100,000 | 37,800 | 39,184 |
| GUGGENHEIM COR BOND ETF | 217,611 | 179,679 | 176,700 |
| ASSETS PENDING TRADE & CUTOFF | | 143,125 | 143,125 |
| TOTAL | 462,611 | 360,604 | 359,009 |

PG01

**FORM 990PF - PART II - LINE 10(A)
INVESTMENTS: U.S. GOVERNMENT OBLIGATION SCHEDULE**

STATEMENT #136

| CATEGORY | BOOK VALUE (BOY) | BOOK VALUE (EOY) | FMV (EOY) |
|------------------------|------------------|------------------|------------------|
| US TREASURY SECURITIES | 1,162,996 | 3,680,728 | 3,630,444 |
| US AGENCY SECURITIES | 300,129 | 513,891 | 512,197 |
| TOTALS | 1,463,125 | 4,194,619 | 4,142,641 |

Federal Supporting Statements**2017 PG01**

FEIN

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

20-2224138

**FORM 990PF - PART II - LINE 10(B)
INVESTMENTS: CORPORATE STOCK SCHEDULE**

STATEMENT #137

| <u>CATEGORY</u> | <u>BOY</u> | <u>BOOK VALUE</u> | <u>EOY FMV</u> |
|----------------------------|-------------------|-------------------|-------------------|
| COMMON STOCKS AND EQUITIES | 11,056,296 | 8,442,409 | 13,363,279 |
| TOTALS | 11,056,296 | 8,442,409 | 13,363,279 |

**FORM 990PF - PART II - LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULE**PG01
STATEMENT #138

| <u>CATEGORY</u> | <u>BOY</u> | <u>BOOK VALUE</u> | <u>EOY FMV</u> |
|---------------------------|------------------|-------------------|------------------|
| CORPORATE BONDS AND NOTES | 8,910,498 | 8,840,904 | 8,417,668 |
| TOTALS | 8,910,498 | 8,840,904 | 8,417,668 |

**FORM 990PF - PART IX-B - LINE 3
ALL OTHER PROGRAM-RELATED INVESTMENTS**PG01
STATEMENT #142

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--------------------|---------------|
| NONE | |

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Federal Supporting Statements

2017 PG01

Your Social Security Number
20-2224138

FORM 990PF - PART I - LINE 23 - OTHER EXPENSES SCHEDULE

STATEMENT #103~

| DESCRIPTION | REVENUE AND EXPENSES | NET INVESTMENT | ADJUSTED NET INCOME | CHARITABLE PURPOSE |
|--------------------------------|-------------------------|-------------------|------------------------|-----------------------|
| MANAGEMENT FEES - CHAS SCHWAB | 144,304 | 144,304 | 144,304 | 0 |
| AGENCY FEES - REGIONS TRUST | 6 | 0 | 3 | 0 |
| BANK SERVICE CHARGES | 485 | 485 | 485 | 0 |
| ADVERTISING | 126 | 0 | 126 | 0 |
| INDEPENDENT CONTRACTORS | 1,000 | 0 | 1,000 | 0 |
| INSURANCE | 25,837 | 0 | 25,837 | 0 |
| PAYROLL SERVICES | 1,060 | 0 | 1,060 | 0 |
| POSTAGE AND DELIVERY | 1,403 | 0 | 1,403 | 0 |
| SOFTWARE | 6,582 | 0 | 1,491 | 5,091 |
| MEETINGS | 683 | 0 | 683 | 0 |
| MISCELLANEOUS | 214 | 0 | 214 | 0 |
| OFFICE SUPPLIES | 6,773 | 0 | 6,773 | 0 |
| TELEPHONE TELECOMMUNICATIONS | 4,063 | 0 | 4,063 | 0 |
| MEMBERSHIP DUES | 1,784 | 0 | 1,784 | 0 |
| MISCELLANEOUS | 810 | 0 | 810 | 0 |
| WORKERS COMPENSATION INSURANCE | 1,360 | 0 | 771 | 589 |
| TOTALS | 196,490 | 144,789 | 190,807 | 5,680 |

Federal Supporting Statements

2017 PG01

Name(s) as shown on return
J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Your Social Security Number
20-2224138

FORM 990PP - PART I - LINE 16(B) - ACCOUNTING FEES SCHEDULE

STATEMENT #108-

| DESCRIPTION | REVENUE AND EXPENSES | NET INVESTMENT | ADJUSTED NET INCOME | CHARITABLE PURPOSE |
|-------------------------------|-------------------------|-------------------|------------------------|-----------------------|
| ACCOUNTING, TAX RTN PREP 2014 | 5,000 | 0 | 5,000 | 0 |
| ACCOUNTING, TAX RTN PREP 2015 | 5,000 | 0 | 5,000 | 0 |
| ACCOUNTING, TAX RTN PREP 2016 | 5,000 | 0 | 5,000 | 0 |
| TOTALS | 15,000 | 0 | 15,000 | 0 |

FORM 990PP - PART I - LINE 16(C) - OTHER PROFESSIONAL FEES SCHEDULE

STATEMENT #109-

| DESCRIPTION | REVENUE AND EXPENSES | NET INVESTMENT | ADJUSTED NET INCOME | CHARITABLE PURPOSE |
|------------------|-------------------------|-------------------|------------------------|-----------------------|
| PAYROLL SERVICES | 1,060 | 0 | 1,060 | 0 |
| OTHER FEES | 473 | 0 | 473 | 0 |
| TOTALS | 1,533 | 0 | 1,533 | 0 |

Name(s) as shown on return
J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Federal Supporting Statements

2017

PG01
Your Social Security Number
20-2224138

STATEMENT #110-

FORM 990PP - PART I - LINE 18 - TAXES SCHEDULE

| DESCRIPTION | REVENUE AND EXPENSES | NET INVESTMENT | ADJUSTED NET INCOME | CHARITABLE PURPOSE |
|--------------------------------|-------------------------|-------------------|------------------------|-----------------------|
| FOREIGN TAXES - CHARLES SCHWAB | 801 | 801 | 0 | 0 |
| OTHER TAXES - REFUND | (654) | 0 | (654) | 0 |
| TOTALS | 147 | 801 | (654) | 0 |

PG01
STATEMENT #119-

FORM 990PP - PART II - LINE 14 - LAND ETC. SCHEDULE

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | END OF YEAR BOOK VALUE | FMV |
|-------------------------------------|------------------------|-----------------------------|---------------------------|----------------|
| LAND - FOUNDATION ACTIVITIES | 99,226 | 76,804 | 99,226 | 150,000 |
| BUILDING - FOUNDATION OPERATIONS | 485,072 | 408,268 | 500,000 | |
| FURNITURE & FIXTURES - FNDN OPERS | 5,679 | 5,290 | 389 | 743 |
| EQUIPMENT - FOUNDATION OPERATIONS | 5,861 | 5,861 | 500 | |
| SMITH HOUSE - UAB - SCHLR RESIDENCE | 301,782 | 33,324 | 268,458 | 300,000 |
| FURNITURE & FIXTURES - SCHOLARS | 7,235 | 7,235 | | |
| EQUIPMENT - SCHOLARS | 11,617 | 11,617 | | |
| TOTAL | 916,472 | 140,131 | 776,341 | 951,243 |

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Your Social Security Number
20-2224138

FORM 990PP - PART I - LINE 19 - DEPRECIATION SCHEDULE

STATEMENT #126

| DESCRIPTION | DATE ACQUIRED | COST OR OTHER BASIS | PRIOR YEAR DEPRECIATION | COMPUTATION METHOD | RATE | LIFE | DEPRECIATION | CURRENT YEAR NET INVESTMENT | ADJUSTED NET INCOME |
|----------------------------|---------------|---------------------|-------------------------|--------------------|--------|------|--------------|-----------------------------|---------------------|
| COMPUTER - DISABLED STUDEN | 01-09-2008 | 1,285 | 1,285 | M | 0 | 5 | 0 | 0 | 0 |
| LAPTOPS - OFFICE, INTERNS | 03-21-2008 | 1,822 | 1,822 | M | 0 | 5 | 0 | 0 | 0 |
| PORTABLE DISPLAY WALL | 08-10-2008 | 2,274 | 2,274 | M | 0 | 7 | 0 | 0 | 0 |
| LAPTOP - FOUNDATION | 09-24-2008 | 1,549 | 1,549 | M | 0 | 5 | 0 | 0 | 0 |
| OFFICE CHAIRS | 10-12-2008 | 1,060 | 1,060 | M | 0 | 7 | 0 | 0 | 0 |
| MICROWAVE AND TOASTER - OF | 11-09-2008 | 96 | 96 | M | 0 | 7 | 0 | 0 | 0 |
| OFFICE DESK | 11-08-2008 | 272 | 272 | M | 0 | 7 | 0 | 0 | 0 |
| COMPUTERS AND PERIPHERALS | 11-12-2009 | 4,466 | 4,466 | M | 0 | 5 | 0 | 0 | 0 |
| CHAIRS - NEW OFFICE SPACE | 01-12-2009 | 130 | 130 | SL | 0 | 7 | 0 | 0 | 0 |
| FURNITURE FOR NEW OFFICE S | 02-10-2009 | 420 | 420 | SL | 0 | 7 | 0 | 0 | 0 |
| REFRIGERATOR | 02-17-2009 | 300 | 300 | SL | 0 | 7 | 0 | 0 | 0 |
| FURNITURE FOR NEW OFFICE S | 03-12-2009 | 513 | 513 | SL | 0 | 7 | 0 | 0 | 0 |
| CHAIRS AND TELEVISION | 05-04-2009 | 1,654 | 1,654 | SL | 0 | 7 | 0 | 0 | 0 |
| CHAIRS AND DESKS | 05-04-2009 | 2,822 | 2,822 | SL | 0 | 7 | 0 | 0 | 0 |
| TELEVISION | 05-04-2009 | 807 | 807 | SL | 0 | 7 | 0 | 0 | 0 |
| OFFICE EQUIPMENT | 05-04-2009 | 326 | 326 | SL | 0 | 5 | 0 | 0 | 0 |
| CHAIRS | 05-04-2009 | 809 | 809 | SL | 0 | 7 | 0 | 0 | 0 |
| EASELS | 05-27-2009 | 217 | 217 | SL | 0 | 7 | 0 | 0 | 0 |
| PHONE EQUIPMENT | 05-29-2009 | 141 | 141 | SL | 0 | 7 | 0 | 0 | 0 |
| SHREDDER | 06-15-2009 | 68 | 68 | SL | 0 | 5 | 0 | 0 | 0 |
| COPIER AND SCANNER | 10-21-2009 | 4,840 | 4,840 | SL | 0 | 5 | 0 | 0 | 0 |
| DESK | 05-04-2009 | 268 | 268 | SL | 0 | 7 | 0 | 0 | 0 |
| TOSHIBA LAPTOP AND EXTERNA | 09-23-2010 | 400 | 400 | SL | 0 | 5 | 0 | 0 | 0 |
| TOSHIBA LAPTOP AND EXTERNA | 09-28-2010 | 430 | 430 | SL | 0 | 5 | 0 | 0 | 0 |
| DRIVES | 10-20-2010 | 858 | 858 | SL | 0 | 5 | 0 | 0 | 0 |
| OFFICE PHONES | 12-30-2010 | 90 | 78 | SL | 14.286 | 7 | 12 | 0 | 0 |
| BUILDING - FOUNDATION OPER | 08-29-2011 | 485,072 | 64,677 | SL | 2.5 | 40 | 12,127 | 0 | 0 |
| ARTWORK, FURNISHINGS FOR O | 01-09-2012 | 195 | 140 | SL | 14.286 | 7 | 28 | 0 | 0 |
| FURNITURE FOR OFFICE | 01-29-2012 | 733 | 516 | SL | 14.286 | 7 | 105 | 0 | 0 |
| OFFICE FURNITURE | 02-06-2012 | 1,422 | 998 | SL | 14.286 | 7 | 203 | 0 | 0 |
| UNIMPROVED LAND - FOUNDATI | 07-31-2012 | 99,226 | NDA | 0 | 0 | 0 | 0 | 0 | 0 |
| TABLES FOR OFFICE | 09-08-2012 | 125 | 78 | SL | 14.286 | 7 | 18 | 0 | 0 |

Federal Supporting Statements

2017 PG02

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Your Social Security Number
20-2224138

FORM 990PP - PART I - LINE 19 - DEPRECIATION SCHEDULE

STATEMENT #126

| DESCRIPTION | DATE ACQUIRED | COST OR OTHER BASIS | PRIOR YEAR DEPRECIATION | COMPUTATION METHOD | RATE | LIFE | DEPRECIATION | CURRENT YEAR DEPRECIATION | NET INVESTMENT INCOME | ADJUSTED NET INCOME |
|-----------------|---------------|---------------------|-------------------------|--------------------|------|------|---------------|---------------------------|-----------------------|---------------------|
| SMITH HOUSE UAB | 07-28-2013 | 301,782 | 25,779 | SL | 2.5 | 40 | 7,545 | 0 | 0 | 0 |
| TOTALS | | <u>916,472</u> | <u>120,093</u> | | | | <u>20,038</u> | | | |

Federal Supporting Statements**2017 PG01**

Name(s) as shown on return

Your Social Security Number

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC20-2224138**FORM 990PF - PART XV - LINE 2
APPLICATION SUBMISSION INFORMATION****GRANT PROGRAM**

SMITH SCHOLARSHIPS

APPLICANT NAMEONLINE WWW.SMITHSCHOLARSHIPS.COM**ADDRESS**WWW.SMITHSCHOLARSHIPS.COM

BIRMINGHAM, AL 35242

TELEPHONE

205-202-4076

EMAIL ADDRESSWWW.SMITHSCHOLARSHIPS.COM**FORM & CONTENT**

SEE STATEMENT ATTACHED - PAGE 18

SUBMISSION DEADLINE

JANUARY 5, 2018

RESTRICTIONS ON AWARD

SEE STATEMENT ATTACHED - PAGE 19

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF

2017 Board of Directors

| | HOURS |
|---|--------------|
| Ahrian Tyler Dudley, B.S, J.D. Smith Scholarship Foundation 400 Caldwell Trace Birmingham, AL 35242 | 60 |
| Stewart R. Dudley, CPA, J.D. LLM Dudley, Hopton-Jones, Sims & Freeman 2101 Magnolia Avenue, South Birmingham, Alabama 35205 | 5 |
| C.R. Dudley, Jr., CPA, J.D., LLM Dudley, Hopton-Jones, Sims & Freeman 2101 Magnolia Avenue Birmingham, Alabama 35205 | 5 |
| Lewis G. Burks, Jr., B.A., Retired Marines/Airforce 1112 Barkley Lane Birmingham, Alabama 35242 | 60 |
| Dr. Sharon B. Webster, PHD 3 Catalina Count Hilton Head Island, SC 29926-1961 | 10 |
| Ronald A. Farsetti, B.S. Retired Mechanical Engineer, Artist 3 Catalina Count Hilton Head Island, SC 29926-1961 | 10 |
| Ms. Helen Crow Mills, B.A. (Emeritus) 2012 6 th Avenue North Birmingham, Alabama 35203 | |
| Ms. June Cunniff (Emeritus)(1931-2016) 4015 Montclair Road Birmingham, Alabama 35213 | |
| Clark Cooper, J.D. (Emeritus) Bedzzz Express, LLC 400 Ridge Drive Pelham, AL 35124 | |
| Louis Ander, J.D., LLM (Emeritus) Burr & Forman LLP 3400 Wachovia Tower/420 20 th Street N. Birmingham, Alabama 35203 | |

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF

2017 Board of Directors

James Gewin, J.D. (Emeritus)

Bradley Arant

1819 Fifth Avenue North

Birmingham, AL 35203

Carolyn Featheringill, J.D. Retired Educator (Emeritus)

3211 Pine Ridge Road

Birmingham, AL 35213

**J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF**

2017 Board of Directors

2017 Board of Trustees

| | HOURS |
|---|--------------|
| Christina Anderson, B.A. 905 Courtview Towers Florence, AL 35630 | 10 |
| Ms. Barbara J. Belisle, Retired Educator, Author P.O. Box 551 Montevallo, Alabama 35115 | 10 |
| Mary Jo Buff, M.Ed., MA Upward Bound, Academic Coordinator University of Montevallo UM Station 6268 Montevallo, Alabama 35115 | 20 |
| Dana Davis, B.S., M.S. 2962 Green Valley Road Birmingham, AL 35243 | 10 |
| Devid Delgado, Marine Reserve Platoon Commander, CPA 3575 Grand Central Avenue Fultondale, AL 35068 | 10 |
| Justine Hamer, B.S. ATC Specialist PO Box 27492 Panama City, FL 32411 | 10 |
| Mr. Jason Leger, B.A. 1731 Kenyon Street NW Washington, DC 20010 | 10 |
| Kassie Daniels McHaffeey, BSN 1022-B Palm Court Twentynine Palms, CA 92277 | 10 |
| Christina Bryant Meissner, B.A. P.O. Box 310466 Enterprise, AL 36331 | 10 |
| Mr. Fred Phillips, Retired Engineer 1321 Caliston Way Pelham, Alabama 35124 | 20 |

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF

2017 Board of Directors

Dr. Stephen Powell 20
1041 Magnolia Street
Winston Salem, NC 27103

Mr. Keith Walker, MPA, ASQ-CQA 15
1872 Anthony Drive
Southside, AL 35907

Emeritus
The Honorable U.W. Clemon (Emeritus)
2001 Park Place
10th Floor
Birmingham, Alabama 35203

The Honorable Sharon Lovelace Blackburn(Emeritus)
United States District Court
1729 Fifth Avenue North
Birmingham, Alabama 35203

The Honorable Frank H. McFadden (Emeritus)
Capell & Howard, P.C.
150 S. Perry Street
Montgomery, Alabama 36101

The Honorable Robert M. Martin (Emeritus)
Chilton County Probate Judge
500 2nd Avenue North
Clanton, Alabama 35045

Stephen M. Chazen (Emeritus)
2 Rockledge Road
Birmingham, AL 35213

The Honorable Patricia Yeager Fuhrmeister (1956-2008) (Emeritus)
112 North Main Street
Columbiana, AL 35051

The Honorable Inge P. Johnson (Emeritus)
United States District Court
1729 Fifth Avenue North
Birmingham, AL 35203

Kenneth O. Simon, Esq. (Emeritus)
Judicial Arbitrator Group – South East LLC
420 North 20th Street, Suite 2200
Birmingham, AL 35203

The Honorable James Fuhrmeister (Emeritus)

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF, Page 7, Part IX-A

Items 1-4

1. **Scholarships:** Scholarships are awarded or renewed for over 70 college students attending different colleges and universities selected from low income families. Notable accomplishments include perseverance and graduation rates exceeding national averages for scholarship recipients.
2. **Mentor Program:** Each student receives 24/7 access to staff mentors who assist in academic issues, financial aid, registration, class selection, accommodations during school attendance, holiday breaks, employment, medical issues, tutoring, personal life management and life coach advice necessary for scholarship recipients with little or no emotional or financial family support to instill both academic and personal success.
3. **Internships and Seminars:** Seminars for academic and leadership success including freshman orientation "boot camp" for new scholars to prepare underprivileged first in family students for college academic requirements; Boot Camp II further preparation for college life, study skills, scheduling, budgeting, work study. Upperclassmen serve as Team Leaders assisting in transition to college and dorm room life. Academic and dorm room supplies are furnished at Boot Camp II. Additional seminars within the Internship Program are professional development, resume, interviewing, dining etiquette, professional attire provided and assistance in obtaining internships and job placement. SSF scholars have higher graduation rates than national averages and are able to transition into working environments and continue graduate or professional school.
4. **Smith House UAB LLC:** The Smith House UAB LLC provides housing for selected Smith Scholars attending universities in the Birmingham area and visiting scholars enrolled in the Smith Scholarship Foundation program who lack safe housing during dorm closures, holidays and summer residency for internships. Residents residing in this facility have maintained honor grades due in large part to the stability and security provided at the Home. A second Smith House located in Troy, Alabama was established to provide housing due to dorm room shortages and to provide a safe haven for students in central and south Alabama during dorm closures.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN # 20-2224138

Form 990-PF, Part, VIII, PG 01, Item A01,

Executive Director – Ahrian Dudley – Job Description

Ahrian Dudley serves as Executive Director overseeing all Smith Scholarship Foundation Programs and assisting the Board of Trustees who selects new scholars. She also works with auditors, tax preparers, and compliance requirements with governmental and tax agencies. As Executive Director, she devotes the majority of her time to providing services to the scholars in serving as program and seminar planner and coordinator, as well as organizing cultural events and participating as an instructor at orientation, academic workshops and professional workshops. She reviews all student payment requests, budgets and DCOA from universities to establish scholarship payments and student accountability, as well as funding and outside scholarships for study abroad by students. She is responsible for preparation and implementation of scholar applications, guidelines, reapplications, student compliance as well as probation, remedial and academic restoration, termination and reinstatement and works directly with graduate and professional students seeking upper level degrees. She also serves as Mentor/Counselor to all female scholars for academic and personal issues and is on call 24/7 for student emergencies. She works with head mentor/counselor Urist McCauley making campus visits and is responsible for selecting and purchasing student supplies, dorm kits, winter clothing and professional attire. She assists students in professional training, networking and utilization of institutional, public and private resources. Compensation and employment agreement established by independent "non-disqualified" board of director members based upon opinion letter of outside counsel N. Lee Cooper's (Maynard, Cooper, Gale) letter and research conducted utilizing local and national compensation levels for similar positions as set forth in IRS guidelines.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN #- 20-2224138
Form 990-PF, Part VIII, PG 01, #A02

JOB DESCRIPTION FOR LEWIS BURKS

Lewis Burks serves as a Director-of-the-Board, assisting in management by providing input on priorities and resource allocation. As CFO, he facilitates cost analysis, budgets and works with auditors, tax preparers, bankers, vendors and insurance agents. The majority of his time is devoted to his duties as Director of Internships. He provides services to the scholars by coordinating internship programs and seminars. Soliciting internship opportunities from local and national businesses, non-profit organizations and continuously monitors internship sites, and attends networking events for internships. Mr. Burks coordinates and conducts professional development seminars while coaching scholars on resume writing, interviewing skills, professional attire, social media appropriateness, career options, employment and networking tools. He solicits feedback responses on the internship experience to monitor students' progress and reports the interns' progress to management. Likewise, he participates in all Foundation seminars and events as an integral team member of the SSF staff. Compensation and employment agreement established by independent "non-disqualified" board of director members based upon opinion letter prepared by the Honorable U.W. Clemon utilizing research of local and national compensation levels of similar positions as set forth in IRS guidelines.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Page __, Part __, Item __, STMB01

Job Description – Urist McCauley

Urist McCauley spends over 90% of his time serving as Head Mentor performing non-administrative functions including being on call 24/7 for scholar emergency needs, transport scholars during emergencies, contact scholar families if medical situations occur, notify teachers of scholar's illness, review scholar schedules and coordinate with University Financial Aid Departments for resolution on payments and admission, drop/add, medical withdrawals, assist scholars in registering and obtaining housing, budgeting, meal plans, special nutrition, assess scholars' need for clothing, tutoring, counseling, coordinates transportation for attendance at Foundation events, job interviews, coops, confirm compliance with Smith Scholarship Foundation guidelines and work with Executive Director on warning probation, termination and reinstatement of students within the program, and works with co-mentors on campus visits and oversees student team leaders inclusion and accountability activities at each campus. Mr. McCauley also serve as IT Director by organizing and directing all media services for scholarship events, scholarship videos and presentations for SSF sponsored workshops and seminars. Maintains day to day technical operations of Smith Scholarship Foundation and oversees vendors who supply and service operating systems and network system functions, data storage, protection, reproduction, printing and copier equipment, phones and security.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN 20-2224138

Form 990-PF, Page __, Part __, Item __,

Job Description – Linda Stewart

Linda Stewart's responsibilities include both administrative and mentoring functions. Her administrative functions include financial bookkeeping for the Foundation and oversight of independent contractors engaged by the Foundation. As a mentor, Linda assists students with securing books, lab supplies, professional clothing and medical assistance, and providing transportation for Smith Scholars to attend college registration and seminars. She also has direct responsibility for securing housing, special supplies, and accommodations from University personnel and vendors on behalf of Scholars with physical disabilities.

2017 TAX RETURN SCHEDULES

J. Craig and Page T. Smith Scholarship Foundation
FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment
Form 990-PF, Page 10, Part XV, Item 2d
Restrictions and Limitations on Awards

High school seniors and select outstanding Smith Scholars entering graduate or professional school to attend higher educational institutions as assigned with consideration given to student's personal choice, intended major, and other financial aid and scholarships as well as family circumstances impacting need to distance student from distractions, abuse or over-burdensome family issues. Undergraduate applicants must have a minimum C average in high school courses, verified by official transcript. Special preferences are given to those who are first in their families to attend college. Relatives of employees and officers serving the Foundation are not eligible for awards. Recipients must attend Foundation-sponsored seminars, workshops, training sessions/cultural events, accountability and team meetings, maintain grade point averages, submit verification of continuing volunteer work (52 hours annually)(and attend tutoring and advancement programs offered by the recipient students' colleges and Foundation to maintain and renew their awards annually.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF

Part _____

INTERNSHIP PROGRAM

Prepares students for professional job placement, cultivates relationships for access into preferred job markets, monitors student performance and corporate accountability. Businesses and not-for-profits are identified and solicited for internship opportunities for scholars who are underprivileged first-in-family students by establishing person-to-person appointments with human resource recruiters and hiring managers to secure internship opportunities. SSF prepares and presents professional development seminars designed to assist students' skills resumes, job interviewing, job seeking skills and increase leadership presence with their schools and communities. Students participate in networking events where students develop soft skills by shadowing mentors and coaches in networking environments. Students' progress is reviewed and tracked during the internship and includes employer feedback on the internship experience, benefits and challenges for the student that are designed to provide improvement and coaching opportunities of the students' behaviors to increase their marketability. 78% of participants received internships with foundations, universities, museums, hospitals, corporations, schools and churches. Seventy-one (71%) percent of the internships were paid internships or received a stipend. A high percentage of students received jobs and job offers after their internships and co-ops providing gainful employment after graduation.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Page __, Page __, Items __ and __

Form and Content of Applications

Online application form available on website. Accompanied by transcripts and essays concerning applicant's (1) future plans, goals and (2) civic activities or assistance to family members; Certification from school counselor; three signed personal recommendations. All civic activities and awards must include references for verification. American College Test (ACT) scores and free application for federal student aid (FASFA) must be submitted.

2017 TAX RETURN SCHEDULES

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 11, Part XV, Item 3(a)

Scholarship Awards

| <u>Recipient Name and Address (Home or Business)</u> | <u>If Recipient is an Individual, Show Any Relationship to Any Foundation Manager or Substantial Contributor</u> | | | <u>Purpose of Grant or Contribution</u> | <u>Amount</u> |
|--|--|---------------------------------------|--|---|---------------|
| | | <u>Foundation Status of Recipient</u> | | | |
| Various Students | None | None | | Undergraduate and Graduate Scholarships To Attend Colleges and Universities | \$ 554,881 |
| Various Students | None | None | | Scholar Book Scholarships | \$ 1,000 |
| | | | | | \$ 555,881 |

2017 TAX RETURN SCHEDULES

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 1

Scholarship Awards

If Recipient is an
Individual, Show Any
Relationship to Any

| <u>Recipient Name and Address (Home or Business)</u> | <u>Foundation Manager or Substantial Contributor</u> | <u>Foundation Status of Recipient</u> | <u>Purpose of Grant or Contribution</u> | <u>Amount</u> |
|--|--|---------------------------------------|--|-------------------|
| Various Students | None | None | Undergraduate and Graduate Scholarships To Attend Colleges and Universities | \$ 554,881 |
| Various Students | None | None | Scholar Book Scholarships | \$ 1,000 |
| Various Students | None | None | Recognition of Upperclassmen Team Leaders Assisting Other Scholars with Transition to College And Dormitory Life | \$ 549 |
| Various Students Various Locations | N/A | N/A | Supplies for Scholars | \$ 525 |
| Various Students Various Locations | N/A | N/A | Computers for Scholars | \$ 4,564 |
| | | | | <u>\$ 561,519</u> |

J. Craig and Page T Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 2

Mentor/Counseling Services

| <u>Recipient Name and Address (Home or Business)</u> | <u>If Recipient is an Individual, Show Any Relationship to Any Foundation Manager or Substantial Contributor</u> | <u>Foundation Status of Recipient</u> | <u>Purpose of Grant or Contribution</u> | <u>Amount</u> |
|--|--|---------------------------------------|--|------------------|
| Mentor/Counseling Services | None | N/A | Cell Phone – Program 24/7 Access | \$ 5,973 |
| Mentor/Counseling Services | None | N/A | 24/7 On Call – Program Compensation | \$ 2,000 |
| Mentor/Counseling Services | None | N/A | Therapeutic Supplies | \$ 1,282 |
| Mentor/Counseling Services | None | N/A | Reimburse Mentors for Mileage Driven Program | \$ 316 |
| Mentor/Counseling Services | None | N/A | Reimburse Mentors for Meals Incurred with Over-Night Travel Program | \$ 130 |
| Mentor/Counseling Services | None | N/A | Provide Funds to Purchase Scholars' Software Used by Mentors for Programs | \$ 7,500 |
| Mentor/Counseling Services | None | N/A | Provide Funds to Maintain and Upgrade Website/ Student Portal Used by Mentors and Scholars | \$ 100 |
| | | | | <u>\$ 17,301</u> |

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 3

Internship Program

| <u>Recipient Name and Address (Home or Business)</u> | <u>If Recipient is an Individual, Show Any Relationship to Any Foundation Manager or Substantial Contributor</u> | <u>Foundation Status of Recipient</u> | <u>Purpose of Grant or Contribution</u> | <u>Amount</u> |
|--|--|---------------------------------------|--|---------------|
| Internship Program | N/A | N/A | Costs for Leadership & Development Activities | \$ 6,800 |
| Internship Program | N/A | N/A | Cost Incurred While Soliciting Internships From Small Businesses, Corporations, and Not-For-Profit Organization Sponsors | \$ 544 |
| Internship Program | N/A | N/A | Provide Funds to Pay for Reimbursement for Mileage Driven While Soliciting Internships and Meeting With Scholars | \$ 329 |
| Internship Program | N/A | N/A | Provide Funds to Pay for Costs of Suits and Alterations Purchased for Scholars for Interviews And Internships | \$ 4,559 |
| | | | | \$ 7,140 |

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 3

Seminars, Orientations, Academic Success, Education Programs,

| 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 |
|--|--|---------------------------------------|---|---------------|
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of 2017 Awards Day | \$ 635 |
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of 2017 Bootcamps I and II and 2016 Bootcamp Seminars, Services Supplies | \$ 12,282 |
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of 2017 Winter & Spring Events | \$ 3,831 |
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of Scholar Leadership and Development Activities | \$ 1,161 |
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of Cultural Events | \$ 1,612 |
| Seminars, Orientations, Academic Success, Educational Programs | N/A | N/A | Provide Funds to Pay Costs of Printing for Seminar & Orientation | \$ 2,718 |
| | | | | \$ 22,239 |

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 4

Smith House UAB, LLC

| 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 | UAB Amount | Troy Amount |
|--|--|---------------------------------------|--|-------------------|--------------------|
| Smith Houses - Birmingham, AL & Troy, AL – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Costs of Providing Repairs Maintenance and Upkeep for each Smith House | \$ 9,979 | \$ 600 |
| Smith Houses - Birmingham, AL & Troy, AL – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Miscellaneous Expenses Incurred in Operating each Smith House | \$ 1,080 | \$ 510 |
| Smith Houses Birmingham, AL & Troy, AL – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Obtaining Liability and Casualty Insurance for each Smith House | \$ 740 | \$ 51 |
| Smith Houses Birmingham, AL & Troy, AL – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Property Management Costs of each Smith House | \$ 400 | \$ 481 |
| Smith Houses Birmingham, AL & Troy, AL – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Payment of Real Estate Taxes Payable by Smith House UAB | \$ 3,319 | \$ -0- |
| Smith Houses Birmingham, AL & Alabama – Accommodations/Housing for At-Risk Students | N/A | N/A | Provide Funds for Maintenance of Security System and Monitoring of each Smith House | \$ 894 | \$ -0- |

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF, Page 7, Part IX-A, Item 4

Smith House UAB, LLC

| 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 | UAB Amount | Troy Amount |
|---|--|-----|---------------------------------------|--|-------------------|--------------------|
| | | | | | | |
| Smith Houses Birmingham, AL & Alabama – Accommo- dations/Housing for At-Risk Students | N/A | N/A | | Provide Funds for Costs of Supplies Used in Operation of each Smith House | \$ 1,848 | \$ 1,994 |
| Smith Houses Birmingham, AL & Alabama – Accommo- dations/Housing for At-Risk Students | N/A | N/A | | Provide Funds for Rent for each Smith House | \$ -0- | \$ 14,450 |
| Smith Houses Birmingham, AL & Alabama – Accommo- dations/Housing for At-Risk Students | N/A | N/A | | Provide Funds for Utilities Used in Operation of each Smith House | \$ 9,579 | \$ 2,710 |
| Total Program expenses for both Smith House locations | | | | | \$ 27,839 | \$ 20,796 |
| | | | | | \$ 48,635 | |