



| Part II Balance Sheets      |                                                                                                                                              | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)                             |                                                          |                       | Beginning of year | End of year |  |
|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------|-------------------|-------------|--|
|                             |                                                                                                                                              | (a) Book Value                                                                                                                                 | (b) Book Value                                           | (c) Fair Market Value |                   |             |  |
| Assets                      | 1                                                                                                                                            | Cash—non-interest-bearing . . . . .                                                                                                            |                                                          | 5                     | 5                 |             |  |
|                             | 2                                                                                                                                            | Savings and temporary cash investments . . . . .                                                                                               | 555,732                                                  | 397,873               | 397,873           |             |  |
|                             | 3                                                                                                                                            | Accounts receivable ▶ <u>160,561</u>                                                                                                           |                                                          |                       |                   |             |  |
|                             |                                                                                                                                              | Less allowance for doubtful accounts ▶ _____                                                                                                   | 66,646                                                   | 160,561               | 160,561           |             |  |
|                             | 4                                                                                                                                            | Pledges receivable ▶ _____                                                                                                                     |                                                          |                       |                   |             |  |
|                             |                                                                                                                                              | Less allowance for doubtful accounts ▶ _____                                                                                                   |                                                          |                       |                   |             |  |
|                             | 5                                                                                                                                            | Grants receivable . . . . .                                                                                                                    |                                                          |                       |                   |             |  |
|                             | 6                                                                                                                                            | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .              |                                                          |                       |                   |             |  |
|                             | 7                                                                                                                                            | Other notes and loans receivable (attach schedule) ▶ _____                                                                                     |                                                          |                       |                   |             |  |
|                             |                                                                                                                                              | Less allowance for doubtful accounts ▶ _____                                                                                                   |                                                          |                       |                   |             |  |
|                             | 8                                                                                                                                            | Inventories for sale or use . . . . .                                                                                                          |                                                          |                       |                   |             |  |
|                             | 9                                                                                                                                            | Prepaid expenses and deferred charges . . . . .                                                                                                |                                                          |                       |                   |             |  |
|                             | 10a                                                                                                                                          | Investments—U S and state government obligations (attach schedule)                                                                             | 2,644,899                                                | 1,768,933             | 1,653,231         |             |  |
|                             | b                                                                                                                                            | Investments—corporate stock (attach schedule) . . . . .                                                                                        | 16,062,085                                               | 15,893,285            | 20,280,987        |             |  |
|                             | c                                                                                                                                            | Investments—corporate bonds (attach schedule) . . . . .                                                                                        | 1,065,624                                                | 745,568               | 732,968           |             |  |
|                             | Liabilities                                                                                                                                  | 11                                                                                                                                             | Investments—land, buildings, and equipment basis ▶ _____ |                       |                   |             |  |
|                             |                                                                                                                                              | Less accumulated depreciation (attach schedule) ▶ _____                                                                                        |                                                          |                       |                   |             |  |
| 12                          |                                                                                                                                              | Investments—mortgage loans . . . . .                                                                                                           |                                                          |                       |                   |             |  |
| 13                          |                                                                                                                                              | Investments—other (attach schedule) . . . . .                                                                                                  | 29,346,232                                               | 30,716,281            | 35,113,589        |             |  |
| 14                          |                                                                                                                                              | Land, buildings, and equipment basis ▶ <u>499,324</u>                                                                                          |                                                          |                       |                   |             |  |
|                             |                                                                                                                                              | Less accumulated depreciation (attach schedule) ▶ <u>76,812</u>                                                                                | 436,538                                                  | 422,512               | 422,512           |             |  |
| 15                          |                                                                                                                                              | Other assets (describe ▶ _____)                                                                                                                |                                                          |                       |                   |             |  |
| 16                          |                                                                                                                                              | <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)                                              | 50,177,756                                               | 50,105,018            | 58,761,726        |             |  |
| 17                          |                                                                                                                                              | Accounts payable and accrued expenses . . . . .                                                                                                |                                                          |                       |                   |             |  |
| 18                          |                                                                                                                                              | Grants payable . . . . .                                                                                                                       |                                                          |                       |                   |             |  |
| Net Assets or Fund Balances | 19                                                                                                                                           | Deferred revenue . . . . .                                                                                                                     |                                                          |                       |                   |             |  |
|                             | 20                                                                                                                                           | Loans from officers, directors, trustees, and other disqualified persons                                                                       |                                                          |                       |                   |             |  |
|                             | 21                                                                                                                                           | Mortgages and other notes payable (attach schedule) . . . . .                                                                                  |                                                          |                       |                   |             |  |
|                             | 22                                                                                                                                           | Other liabilities (describe ▶ _____)                                                                                                           |                                                          |                       |                   |             |  |
|                             | 23                                                                                                                                           | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                   | 0                                                        | 0                     |                   |             |  |
|                             |                                                                                                                                              | <b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                          |                       |                   |             |  |
|                             | 24                                                                                                                                           | Unrestricted . . . . .                                                                                                                         |                                                          |                       |                   |             |  |
| 25                          | Temporarily restricted . . . . .                                                                                                             |                                                                                                                                                |                                                          |                       |                   |             |  |
| 26                          | Permanently restricted . . . . .                                                                                                             |                                                                                                                                                |                                                          |                       |                   |             |  |
|                             | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/><br><b>and complete lines 27 through 31.</b> |                                                                                                                                                |                                                          |                       |                   |             |  |
| 27                          | Capital stock, trust principal, or current funds . . . . .                                                                                   | 50,177,756                                                                                                                                     | 50,105,018                                               |                       |                   |             |  |
| 28                          | Paid-in or capital surplus, or land, bldg, and equipment fund                                                                                | 0                                                                                                                                              | 0                                                        |                       |                   |             |  |
| 29                          | Retained earnings, accumulated income, endowment, or other funds                                                                             | 0                                                                                                                                              | 0                                                        |                       |                   |             |  |
| 30                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .                                                                        | 50,177,756                                                                                                                                     | 50,105,018                                               |                       |                   |             |  |
| 31                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) .                                                                   | 50,177,756                                                                                                                                     | 50,105,018                                               |                       |                   |             |  |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|   |                                                                                                                                                          | 1 | 2          | 3 | 4 | 5 | 6 |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|---|---|---|---|
| 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) |   | 50,177,756 |   |   |   |   |
| 2 | Enter amount from Part I, line 27a                                                                                                                       |   | -72,738    |   |   |   |   |
| 3 | Other increases not included in line 2 (itemize) ▶ _____                                                                                                 |   | 0          |   |   |   |   |
| 4 | Add lines 1, 2, and 3                                                                                                                                    |   | 50,105,018 |   |   |   |   |
| 5 | Decreases not included in line 2 (itemize) ▶ _____                                                                                                       |   | 0          |   |   |   |   |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30                                                      |   | 50,105,018 |   |   |   |   |

**Part IV Capital Gains and Losses for Tax on Investment Income**

| (a)<br>List and describe the kind(s) of property sold (e g , real estate,<br>2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| <b>1a</b> See Additional Data Table                                                                                                     |                                                 |                                         |                                     |
| <b>b</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>c</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>d</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>e</b>                                                                                                                                |                                                 |                                         |                                     |

  

| (e)<br>Gross sales price           | (f)<br>Depreciation allowed<br>(or allowable) | (g)<br>Cost or other basis<br>plus expense of sale | (h)<br>Gain or (loss)<br>(e) plus (f) minus (g) |
|------------------------------------|-----------------------------------------------|----------------------------------------------------|-------------------------------------------------|
| <b>a</b> See Additional Data Table |                                               |                                                    |                                                 |
| <b>b</b>                           |                                               |                                                    |                                                 |
| <b>c</b>                           |                                               |                                                    |                                                 |
| <b>d</b>                           |                                               |                                                    |                                                 |
| <b>e</b>                           |                                               |                                                    |                                                 |

  

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                         |                                                  | (l)<br>Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------------|
| (i)<br>F M V as of 12/31/69                                                                 | (j)<br>Adjusted basis<br>as of 12/31/69 | (k)<br>Excess of col (i)<br>over col (j), if any |                                                                                                 |
| <b>a</b> See Additional Data Table                                                          |                                         |                                                  |                                                                                                 |
| <b>b</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>c</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>d</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>e</b>                                                                                    |                                         |                                                  |                                                                                                 |

  

|                                                                                                                                                                                                         |          |           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 }</span>                          | <b>2</b> | 2,442,878 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 | <b>3</b> |           |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

| (a)<br>Base period years Calendar<br>year (or tax year beginning in)                                                                                                                   | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| 2016                                                                                                                                                                                   | 3,704,797                                | 53,510,936                                   | 0 069234                                                  |
| 2015                                                                                                                                                                                   | 3,812,427                                | 55,620,735                                   | 0 068543                                                  |
| 2014                                                                                                                                                                                   | 3,665,335                                | 56,483,702                                   | 0 064892                                                  |
| 2013                                                                                                                                                                                   | 2,554,337                                | 53,359,585                                   | 0 047870                                                  |
| 2012                                                                                                                                                                                   | 2,373,913                                | 48,671,357                                   | 0 048774                                                  |
| <b>2</b> Total of line 1, column (d)                                                                                                                                                   |                                          |                                              | <b>2</b> 0 299313                                         |
| <b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years |                                          |                                              | <b>3</b> 0 059863                                         |
| <b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5                                                                                                  |                                          |                                              | <b>4</b> 57,540,700                                       |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                     |                                          |                                              | <b>5</b> 3,444,559                                        |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                    |                                          |                                              | <b>6</b> 28,228                                           |
| <b>7</b> Add lines 5 and 6                                                                                                                                                             |                                          |                                              | <b>7</b> 3,472,787                                        |
| <b>8</b> Enter qualifying distributions from Part XII, line 4                                                                                                                          |                                          |                                              | <b>8</b> 2,727,140                                        |

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)**

|           |                                                                                                                                                                                                                                   |           |        |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions) |           |        |
| <b>b</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 . . . . .                                                                         | <b>1</b>  | 56,456 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                            |           |        |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | <b>2</b>  | 0      |
| <b>3</b>  | Add lines 1 and 2. . . . .                                                                                                                                                                                                        | <b>3</b>  | 56,456 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                       | <b>4</b>  | 0      |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                          | <b>5</b>  | 56,456 |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                  |           |        |
| <b>a</b>  | 2017 estimated tax payments and 2016 overpayment credited to 2017                                                                                                                                                                 | <b>6a</b> | 42,721 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                                                                                                     | <b>6b</b> |        |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                     | <b>6c</b> |        |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                 | <b>6d</b> | 0      |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                                                                                                      | <b>7</b>  | 67,391 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                          | <b>8</b>  | 0      |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .                                                                                                                             | <b>9</b>  |        |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .                                                                                                                 | <b>10</b> | 10,935 |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 0 <b>Refunded</b> <input type="checkbox"/>                                                                                       | <b>11</b> | 10,935 |

**Part VII-A Statements Regarding Activities**

|           |                                                                                                                                                                                                                                                                                                                                                                 |           |     |    |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|----|
| <b>1a</b> | 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? . . . . .                                                                                                                                                                                  | <b>1a</b> | Yes | No |
| <b>b</b>  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .<br>If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities | <b>1b</b> |     | No |
| <b>c</b>  | Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                           | <b>1c</b> |     | No |
| <b>d</b>  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0                                                                                                                                               |           |     |    |
| <b>e</b>  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0                                                                                                                                                                                              |           |     |    |
| <b>2</b>  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br>If "Yes," attach a detailed description of the activities                                                                                                                                                                                          | <b>2</b>  |     | No |
| <b>3</b>  | 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                                                                                                                                      | <b>3</b>  | Yes |    |
| <b>4a</b> | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                           | <b>4a</b> | Yes |    |
| <b>b</b>  | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                                               | <b>4b</b> | Yes |    |
| <b>5</b>  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                                    | <b>5</b>  |     | No |
| <b>6</b>  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? . . . . .                     | <b>6</b>  | Yes |    |
| <b>7</b>  | 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 . . . . .                                                                                                                                                                                                                      | <b>7</b>  | Yes |    |
| <b>8a</b> | Enter the states to which the foundation reports or with which it is registered (see instructions)<br><input type="checkbox"/> TN                                                                                                                                                                                                                               |           |     |    |
| <b>b</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 .                                                                                                                                                   | <b>8b</b> | Yes |    |
| <b>9</b>  | 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 taxable year beginning in 2017 (see instructions for Part XIV)?<br>If "Yes," complete Part XIV . . . . .                                                                                               | <b>9</b>  |     | No |
| <b>10</b> | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .                                                                                                                                                                                                                    | <b>10</b> |     | No |

**Part VII-A Statements Regarding Activities** (continued)

|           |                                                                                                                                                                                          |           |            |           |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>11</b> | 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). | <b>11</b> |            | <b>No</b> |
| <b>12</b> | 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) | <b>12</b> | <b>Yes</b> |           |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>                                           | <b>13</b> | <b>Yes</b> |           |
| <b>14</b> | The books are in care of <b>R H MACLELLAN PRESIDENT TREASURE</b> Telephone no <b>(423) 755-1857</b>                                                                                      |           |            |           |

Located at **820 BROAD STREET SUITE 300 CHATTANOOGA TN**ZIP+4 **37402**

|                                                                                                                                                                                             |                                                                                                                                                                                           |           |            |           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>15</b>                                                                                                                                                                                   | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/>                                              | <b>15</b> |            |           |
| <b>16</b>                                                                                                                                                                                   | 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? | <b>16</b> | <b>Yes</b> | <b>No</b> |
| See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b> |                                                                                                                                                                                           |           |            |           |

**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.**

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |           |            |           |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>1a</b> | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                                       |           | <b>Yes</b> | <b>No</b> |
| (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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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>b</b>  | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/>                                                                                                                                                                                                                                                                     | <b>1b</b> |            | <b>No</b> |
| <b>c</b>  | 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 type="checkbox"/>                                                                                                                                                                                                                                                                                                         | <b>1c</b> |            | <b>No</b> |
| <b>2</b>  | 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))                                                                                                                                                                                                                                                                                                                                            |           |            |           |
| <b>a</b>  | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>                                                                                                                                                                                                                                |           |            |           |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>                                                                                                                                                                           | <b>2b</b> |            |           |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>                                                                                                                                                                                                                                                                                                                                                           |           |            |           |
| <b>3a</b> | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                           |           |            |           |
| <b>b</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). <input type="checkbox"/> | <b>3b</b> |            | <b>No</b> |
| <b>4a</b> | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                          | <b>4a</b> |            | <b>No</b> |
| <b>b</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?                                                                                                                                                                                                                                                                                        | <b>4b</b> |            | <b>No</b> |

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

|           |                                                                                                                                                                                                                                |                                                                     |           |  |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----------|--|
| <b>5a</b> | During the year did the foundation pay or incur any amount to                                                                                                                                                                  |                                                                     |           |  |
|           | <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?                                                                                                                               | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |  |
|           | <b>(2)</b> 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"/> Yes <input checked="" type="checkbox"/> No |           |  |
|           | <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                      | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |  |
|           | <b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).                                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |  |
|           | <b>(5)</b> 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"/> Yes <input checked="" type="checkbox"/> No |           |  |
| <b>b</b>  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? | <b>5b</b>                                                           |           |  |
|           | Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                            | <input type="checkbox"/>                                            |           |  |
| <b>c</b>  | 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"/> Yes <input type="checkbox"/> No            |           |  |
|           | <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>                                                                                                                                             |                                                                     |           |  |
| <b>6a</b> | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |  |
| <b>b</b>  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                     | <b>6b</b>                                                           | <b>No</b> |  |
|           | <i>If "Yes" to 6b, file Form 8870</i>                                                                                                                                                                                          |                                                                     |           |  |
| <b>7a</b> | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                           | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |  |
| <b>b</b>  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                        | <b>7b</b>                                                           |           |  |

Part VIII

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

1

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

| (a) Name and address      | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|---------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| See Additional Data Table |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |

2

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

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

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

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|-------------------------------------------------------------|---------------------|------------------|
| NONE                                                        |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |

Total number of others receiving over \$50,000 for professional services. . . . . ▶ 0

Part IX-A

Summary of Direct Charitable Activities

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

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Expenses |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| <div>1</div> <div>CONVENING OF LEADERSSCOTLAND CONVENINGS - A GATHERING OF LEADERS FROM THE EVANGELICAL CHURCH AND CHRISTIAN ORGANIZATIONS IN SCOTLAND ARE CONVENED TOGETHER TO DISCUSS CHALLENGES AND OPPORTUNITIES THAT FACE THEIR MINISTRIES. THE GOAL OF THE CONVENINGS IS TO PROVIDE A PLACE FOR DIALOGUE AND LEARNING IN ORDER TO COOPERATIVELY LOOK AT SUPPORTING THE CHURCH IN SCOTLAND AS IT ADAPTS TO CHANGING CONDITIONS IN THE NATIONAL CULTURE. THE VENUE ALSO INVITES FUNDERS IN COUNTRY INTERESTED IN THE SAME ISSUES. THE PROGRAM INCLUDES RESEARCH WHICH MAY BE PUBLISHED. THIS CONVENING PROGRAM HAS A VARIETY OF MODEST GRANT INITIATIVES ASSOCIATED WITH IT, PARTICULARLY THOSE PILOT GRANTS THAT TEST NEW APPROACHES AND STRATEGIES TO ACCELERATE CHURCH IMPACT.</div> | 21,806   |
| <div>2</div> <div></div>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |          |
| <div>3</div> <div></div>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |          |
| <div>4</div> <div></div>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |          |

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 |
|------------------------------------------------------------------------------------------------------------------|--------|
| <div>1</div> <div></div>                                                                                         |        |
| <div>2</div> <div></div>                                                                                         |        |
| All other program-related investments. See instructions.                                                         |        |
| <div>3</div> <div></div>                                                                                         |        |

Total. Add lines 1 through 3 . . . . . ▶ 0

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

|          |                                                                                                              |           |            |
|----------|--------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes   |           |            |
| <b>a</b> | Average monthly fair market value of securities.                                                             | <b>1a</b> | 22,385,092 |
| <b>b</b> | Average of monthly cash balances.                                                                            | <b>1b</b> | 918,273    |
| <b>c</b> | Fair market value of all other assets (see instructions).                                                    | <b>1c</b> | 35,113,589 |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c).                                                                       | <b>1d</b> | 58,416,954 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).   | <b>1e</b> | 0          |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets.                                                        | <b>2</b>  | 0          |
| <b>3</b> | Subtract line 2 from line 1d.                                                                                | <b>3</b>  | 58,416,954 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).   | <b>4</b>  | 876,254    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4. | <b>5</b>  | 57,540,700 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5.                                                        | <b>6</b>  | 2,877,035  |

**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.)

|           |                                                                                                            |           |           |
|-----------|------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6.                                                             | <b>1</b>  | 2,877,035 |
| <b>2a</b> | Tax on investment income for 2017 from Part VI, line 5.                                                    | <b>2a</b> | 56,456    |
| <b>b</b>  | Income tax for 2017 (This does not include the tax from Part VI).                                          | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b.                                                                                       | <b>2c</b> | 56,456    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1.                                     | <b>3</b>  | 2,820,579 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions.                                                 | <b>4</b>  | 0         |
| <b>5</b>  | Add lines 3 and 4.                                                                                         | <b>5</b>  | 2,820,579 |
| <b>6</b>  | Deduction from distributable amount (see instructions).                                                    | <b>6</b>  | 0         |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | <b>7</b>  | 2,820,579 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                       |           |           |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                             |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.                                                                          | <b>1a</b> | 2,727,140 |
| <b>b</b> | Program-related investments—total from Part IX-B.                                                                                                     | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.                                            | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                   |           |           |
| <b>a</b> | Suitability test (prior IRS approval required).                                                                                                       | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule).                                                                                                | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.                                    | <b>4</b>  | 2,727,140 |
| <b>5</b> | 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). | <b>5</b>  | 0         |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.                                                                                | <b>6</b>  | 2,727,140 |

**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)<br>Corpus | (b)<br>Years prior to 2016 | (c)<br>2016 | (d)<br>2017 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2017 from Part XI, line 7                                                                                                                                |               |                            |             | 2,820,579   |
| <b>2</b> Undistributed income, if any, as of the end of 2017                                                                                                                               |               |                            |             |             |
| <b>a</b> Enter amount for 2016 only. . . . .                                                                                                                                               |               |                            | 0           |             |
| <b>b</b> Total for prior years 20____, 20____, 20____                                                                                                                                      |               | 0                          |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2017                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2013. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2014. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>d</b> From 2015. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>e</b> From 2016. . . . .                                                                                                                                                                |               |                            |             | 986,752     |
| <b>f</b> <b>Total</b> of lines 3a through e. . . . .                                                                                                                                       | 986,752       |                            |             |             |
| <b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 2,727,140                                                                                                            |               |                            |             |             |
| <b>a</b> Applied to 2016, but not more than line 2a                                                                                                                                        |               |                            | 0           |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               | 0                          |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| <b>d</b> Applied to 2017 distributable amount. . . . .                                                                                                                                     |               |                            |             | 2,727,140   |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                                        |               |                            |             | 0           |
| <b>5</b> Excess distributions carryover applied to 2017<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                              | 93,439        |                            |             | 93,439      |
| <b>6</b> <b>Enter the net total of each column as indicated below:</b>                                                                                                                     |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 893,313       |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .                                                                                                         |               | 0                          |             |             |
| <b>c</b> 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                          |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| <b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .                                                               |               |                            |             | 0           |
| <b>7</b> 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             |                            |             |             |
| <b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .                                                                              | 0             |                            |             |             |
| <b>9</b> <b>Excess distributions carryover to 2018.</b><br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                   | 893,313       |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2013. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2014. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>c</b> Excess from 2015. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>d</b> Excess from 2016. . . . .                                                                                                                                                         |               |                            |             | 893,313     |
| <b>e</b> Excess from 2017. . . . .                                                                                                                                                         |               |                            |             |             |

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

|                                                                                                                                                                                                    |          |               |          |          |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------------|----------|----------|-----------|
| <b>1a</b> 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. . . . . ▶ |          |               |          |          |           |
| <b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)          |          |               |          |          |           |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                                                      | Tax year | Prior 3 years |          |          | (e) Total |
|                                                                                                                                                                                                    | (a) 2017 | (b) 2016      | (c) 2015 | (d) 2014 |           |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                                                  |          |               |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                                                             |          |               |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                                                           |          |               |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                                                   |          |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                                                                 |          |               |          |          |           |
| <b>a</b> "Assets" alternative test—enter                                                                                                                                                           |          |               |          |          |           |
| (1) Value of all assets . . . . .                                                                                                                                                                  |          |               |          |          |           |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                                                            |          |               |          |          |           |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .                                                                    |          |               |          |          |           |
| <b>c</b> "Support" alternative test—enter                                                                                                                                                          |          |               |          |          |           |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .                                        |          |               |          |          |           |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                                                              |          |               |          |          |           |
| (3) Largest amount of support from an exempt organization . . . . .                                                                                                                                |          |               |          |          |           |
| (4) Gross investment income . . . . .                                                                                                                                                              |          |               |          |          |           |

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

|                                                                                                                                                                                                                                                                                                                                   |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>1 Information Regarding Foundation Managers:</b>                                                                                                                                                                                                                                                                               |  |
| <b>a</b> List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )                                                                              |  |
| <b>b</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                                                                                              |  |
| <b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>                                                                                                                                                                                                                                      |  |
| Check here <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. |  |
| <b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed<br>JAN PURDY<br>820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 374022604<br>(423) 755-3202                                                                                                               |  |
| <b>b</b> The form in which applications should be submitted and information and materials they should include<br>APPLICATIONS MUST BE SUBMITTED ONLINE AT WWW.MACLELLAN.NET WHERE INSTRUCTIONS ARE PROVIDED                                                                                                                       |  |
| <b>c</b> Any submission deadlines<br>NONE                                                                                                                                                                                                                                                                                         |  |
| <b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors<br>REFER TO WWW.MACLELLAN.NET FOR INFORMATION OR CALL GRANTS MANAGER AT (423) 755-3202                                                                                              |  |

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

| Recipient                                                                | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|--------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                                      |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i><br>See Additional Data Table        |                                                                                                                    |                                      |                                     |           |
| <b>Total</b> . . . . .                                                   |                                                                                                                    |                                      | <b>3a</b>                           | 2,210,000 |
| <b>b</b> <i>Approved for future payment</i><br>See Additional Data Table |                                                                                                                    |                                      |                                     |           |
| <b>Total</b> . . . . .                                                   |                                                                                                                    |                                      | <b>3b</b>                           | 748,211   |

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

|                                                                                                                                                                                                                                                                                                                                                                                                                     |              |            |           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------|-----------|
| <b>1</b> 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?                                                                                                                                                        |              | <b>Yes</b> | <b>No</b> |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of                                                                                                                                                                                                                                                                                                                          |              |            |           |
| <b>(1)</b> Cash. . . . .                                                                                                                                                                                                                                                                                                                                                                                            | <b>1a(1)</b> |            | <b>No</b> |
| <b>(2)</b> Other assets. . . . .                                                                                                                                                                                                                                                                                                                                                                                    | <b>1a(2)</b> |            | <b>No</b> |
| <b>b</b> Other transactions                                                                                                                                                                                                                                                                                                                                                                                         |              |            |           |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .                                                                                                                                                                                                                                                                                                                                          | <b>1b(1)</b> |            | <b>No</b> |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .                                                                                                                                                                                                                                                                                                                                    | <b>1b(2)</b> |            | <b>No</b> |
| <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .                                                                                                                                                                                                                                                                                                                                                | <b>1b(3)</b> |            | <b>No</b> |
| <b>(4)</b> Reimbursement arrangements. . . . .                                                                                                                                                                                                                                                                                                                                                                      | <b>1b(4)</b> |            | <b>No</b> |
| <b>(5)</b> Loans or loan guarantees. . . . .                                                                                                                                                                                                                                                                                                                                                                        | <b>1b(5)</b> |            | <b>No</b> |
| <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .                                                                                                                                                                                                                                                                                                                              | <b>1b(6)</b> |            | <b>No</b> |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .                                                                                                                                                                                                                                                                                                                  | <b>1c</b>    |            | <b>No</b> |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received. |              |            |           |

| (a) Line No | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|-------------|---------------------|-----------------------------------------------|----------------------------------------------------------------------|
|             |                     |                                               |                                                                      |
|             |                     |                                               |                                                                      |
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|             |                     |                                               |                                                                      |

**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

**b** If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
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|                  |                                                                                                                                                                                                                                                                                                                        |            |       |
|------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------|
| <b>Sign Here</b> | 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. |            |       |
|                  | *****                                                                                                                                                                                                                                                                                                                  | 2018-11-08 | ***** |
|                  | Signature of officer or trustee                                                                                                                                                                                                                                                                                        | Date       | Title |

|                                                                                                                                                 |
|-------------------------------------------------------------------------------------------------------------------------------------------------|
| May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
|-------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                     |                                                    |                      |      |                                                 |                                |
|-------------------------------------------------------------------------------------|----------------------------------------------------|----------------------|------|-------------------------------------------------|--------------------------------|
| <b>Paid Preparer Use Only</b>                                                       | Print/Type preparer's name                         | Preparer's Signature | Date | Check if self-employed <input type="checkbox"/> | PTIN                           |
|                                                                                     | AMY G THOMAS                                       |                      |      |                                                 | P01525903                      |
|                                                                                     | Firm's name <b>▶</b> CHAMBLISS BAHNER & STOPHEL PC |                      |      |                                                 | Firm's EIN <b>▶</b> 62-1674553 |
| Firm's address <b>▶</b> 605 CHESTNUT STREET SUITE 1700<br>CHATTANOOGA, TN 374500019 |                                                    |                      |      | Phone no. (423) 756-3000                        |                                |

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

| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| POINTER OFFSHORE                                                                                                                     | P                                               |                                         |                                     |
| PUBLICLY TRADED SECURITIES                                                                                                           | P                                               |                                         |                                     |
| PUBLICLY TRADED SECURITIES                                                                                                           | P                                               |                                         |                                     |
| SHORT TERM CAPITAL GAINS FROM PARTNERSHIPS                                                                                           | P                                               |                                         |                                     |
| LONG TERM CAPITAL GAINS FROM PARTNERSHIPS                                                                                            | P                                               |                                         |                                     |
| SEC 1231 GAINS FROM PARTNERSHIPS                                                                                                     | P                                               |                                         |                                     |
| CAPITAL GAIN DISTRIBUTIONS                                                                                                           | P                                               |                                         |                                     |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 5,313,007             |                                            | 3,500,000                                       | 1,813,007                                    |
| 3,304,055             |                                            | 3,337,658                                       | -33,603                                      |
| 3,782,089             |                                            | 3,401,250                                       | 380,839                                      |
|                       |                                            | 26,338                                          | -26,338                                      |
| 303,602               |                                            |                                                 | 303,602                                      |
|                       |                                            | 134                                             | -134                                         |
| 5,505                 |                                            |                                                 | 5,505                                        |

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

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                              |
|                                                                                             |                                      |                                               | 1,813,007                                                                                    |
|                                                                                             |                                      |                                               | -33,603                                                                                      |
|                                                                                             |                                      |                                               | 380,839                                                                                      |
|                                                                                             |                                      |                                               | -26,338                                                                                      |
|                                                                                             |                                      |                                               | 303,602                                                                                      |
|                                                                                             |                                      |                                               | -134                                                                                         |
|                                                                                             |                                      |                                               | 5,505                                                                                        |

| Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation |                                                              |                                           |                                                                       |                                       |
|------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| (a) Name and address                                                                                             | Title, and average hours per week<br>(b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
| ROBERT H MACLELLAN                                                                                               | PRESIDENT & TREASURER<br>38 00                               | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| LARA M SHIELDS                                                                                                   | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| THOMAS H MCCALLIE III                                                                                            | SECRETARY<br>1 00                                            | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| ROBERT E BOSWORTH                                                                                                | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| ROBERT DIVINE                                                                                                    | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| DONALD J HOLWERDA                                                                                                | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| N CARTER NEWBOLD                                                                                                 | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| TYLER SIIRA                                                                                                      | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |
| CHARLES W PHILLIPS PHD                                                                                           | EXECUTIVE DIRECTOR<br>19 00                                  | 0                                         | 0                                                                     | 0                                     |
| 820 BROAD STREET SUITE 300<br>CHATTANOOGA, TN 37402                                                              |                                                              |                                           |                                                                       |                                       |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                  |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| 1040 CONNECTIONS INCPO BOX 1141<br>HIXSON, TN 37343                                                      |                                                                                                           | PC                             | HOLISTIC MINISTRY                | 2,000     |
| ABOVE THE CLOUDS125 ACCESS RD<br>NORWOOD, MA 02062                                                       |                                                                                                           | PC                             | INSPIRE AND ENCOURAGE YOUTH      | 12,000    |
| ARTSBUILD301 E 11TH ST STE 300<br>CHATTANOOGA, TN 37403                                                  |                                                                                                           | PC                             | EDUCATION - ARTS                 | 2,000     |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 2,210,000 |



| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                  |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| CHATTANOOGA CHRISTIAN COMMUNITY FOUNDATION<br>345 FRAZIER AVE UNIT 205<br>CHATTANOOGA, TN 37405          |                                                                                                           | PC                             | GENERAL CHARITABLE FUNDING       | 1,822,051 |
| BETHEL BIBLE VILLAGEPO BOX 729<br>HIXSON, TN 37343                                                       |                                                                                                           | PC                             | SOCIAL SERVICES - FAMILIES       | 21,846    |
| COMMUNITY FOUNDATION OF GREATER CHATTANOOGA<br>1270 MARKET STREET<br>CHATTANOOGA, TN 37402               |                                                                                                           | PC                             | COMMUNITY IMPROVEMENT            | 25,233    |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                  |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| BIG BROTHERS BIG SISTERS OF GREATER CHATTANOOGA<br>2015 BAILEY AVE<br>CHATTANOOGA, TN 37404              |                                                                                                           | PC                             | YOUTH MENTORING                  | 3,000     |
| CAMPUS CURSADE FOR CHIRST<br>100 LAKE HART DRIVE<br>ORLANDO, FL 32832                                    |                                                                                                           | PC                             | DISCIPLESHIP PROJECTS            | 26,200    |
| CHATTANOOGA CHRISTIAN SCHOOL INC<br>3354 CHARGER DRIVE<br>CHATTANOOGA, TN 37409                          |                                                                                                           | PC                             | EDUCATION                        | 1,500     |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                   |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution  | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                   |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                   |           |
| CHATTANOOGA CHURCH MINISTRIES<br>INC<br>PO BOX 11203<br>CHATTANOOGA, TN 37401                            |                                                                                                           | PC                             | SOCIAL SERVICES -<br>HOMELESSNESS | 10,000    |
| FCA- CHATTANOOGA AREAPO BOX 338<br>HIXSON, TN 37343                                                      |                                                                                                           | PC                             | YOUTH MINISTRY                    | 18,420    |
| INDEPENDENT YOUTH SERVICES<br>FOUNDATION<br>PO BOX 80751<br>CHATTANOOGA, TN 37414                        |                                                                                                           | PC                             | SOCIAL SERVICES - YOUTH           | 1,000     |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                                    |                                                                                                           |                                |                                   | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                       |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|---------------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution      | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                       |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                       |           |
| MCCALLIE SCHOOL500 DODDS AVENUE<br>CHATTANOOGA, TN 37404                                                 |                                                                                                           | PC                             | EDUCATION                             | 5,250     |
| MIRACLE LEAGUE OF CHATTANOOGA<br>INC<br>PO BOX 5814<br>CHATTANOOGA, TN 37406                             |                                                                                                           | PC                             | COMMUNITY SERVICES -<br>ACCESSIBILITY | 10,000    |
| MOSE AND GARRISON SISKIN<br>MEMORIAL FOUNDATION<br>1101 CARTER STREET<br>CHATTANOOGA, TN 37402           |                                                                                                           | PC                             | EDUCATION                             | 25,000    |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                                    |                                                                                                           |                                |                                       | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment   |                                                                                                           |                                |                                            |           |
|------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------------------------|-----------|
| Recipient                                                                                                  | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution           | Amount    |
| Name and address (home or business)                                                                        |                                                                                                           |                                |                                            |           |
| <b>a</b> <i>Paid during the year</i>                                                                       |                                                                                                           |                                |                                            |           |
| NATIONAL CENTER FOR YOUTH ISSUES<br>PO BOX 22185<br>CHATTANOOGA, TN 37422                                  |                                                                                                           | PC                             | EDUCATIONAL RESOURCES FOR CHILDREN & YOUTH | 62,500    |
| ORANGE GROVE CENTER INC<br>615 DERBY STREET<br>CHATTANOOGA, TN 37404                                       |                                                                                                           | PC                             | SOCIAL SERVICES                            | 50,000    |
| PRESBYTERIAN HERITAGE CENTER<br>318 GEORGIA TERRACE<br>MONTREAT, NC 28757                                  |                                                                                                           | PC                             | EDUCATION                                  | 5,000     |
| <b>Total</b> . . . . .  |                                                                                                           |                                |                                            | 2,210,000 |
| <b>3a</b>                                                                                                  |                                                                                                           |                                |                                            |           |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                  |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| UNITED WAY OF GREATER CHATTANOOGA<br>PO BOX 4027<br>CHATTANOOGA, TN 37405                                |                                                                                                           | PC                             | SOCIAL SERVICES                  | 30,000    |
| UNIVERSITY OF NORTH CAROLINA<br>CHAPEL HILL<br>PO BOX 309<br>CHAPEL HILL, NC 27514                       |                                                                                                           | PC                             | EDUCATION                        | 2,000     |
| YOUNG LIFEPO BOX 520<br>COLORADO SPRINGS, CO 80901                                                       |                                                                                                           | PC                             | YOUTH TRAINING                   | 17,500    |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                           |                                |                                  |           |
|----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| BETHANY CHRISTIAN SERVICES<br>930 MCCALLIE AVE<br>CHATTANOOGA, TN 37403                                  |                                                                                                           | PC                             | SOCIAL SERVICES                  | 3,500     |
| PAYNES CHAPEL UNITED METHODIST CHURCH<br>GA-157<br>LOOKOUT MOUNTAIN, GA 30750                            |                                                                                                           | PC                             | SOCIAL SERVICES                  | 5,400     |
| HAMILTON COUNTY DEPARTMENT OF EDUCATION<br>3074 HICKORY VALLEY RD<br>CHATTANOOGA, TN 37421               |                                                                                                           | PC                             | EDUCATION                        | 43,600    |
| <b>Total . . . . .</b> ▶<br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 2,210,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment                |                                                                                                           |                                |                                  |           |
|-------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Recipient                                                                                                               | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
| Name and address (home or business)                                                                                     |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                    |                                                                                                           |                                |                                  |           |
| WTCI7540 BONNYSHIRE DRIVE<br>CHATTANOOGA, TN 37416                                                                      |                                                                                                           | PC                             | EDUCATIONAL BROADCASTING         | 5,000     |
| <b>Total . . . . .</b> <br><b>3a</b> |                                                                                                           |                                |                                  | 2,210,000 |



**TY 2017 Accounting Fees Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**Accounting Fees Schedule**

| Category            | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements<br>for Charitable<br>Purposes |
|---------------------|--------|--------------------------|------------------------|---------------------------------------------|
| TAX PREPARATION FEE | 21,210 | 5,303                    |                        | 15,907                                      |

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2017 Depreciation Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION  
**EIN:** 23-7159802

| Description of Property            | Date Acquired | Cost or Other Basis | Prior Years' Depreciation | Computation Method | Rate / Life (# of years) | Current Year's Depreciation Expense | Net Investment Income | Adjusted Net Income | Cost of Goods Sold Not Included |
|------------------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| 820 BROAD STREET - 4TH FLOOR CONDO | 2012-12-27    | 458,748             | 51,969                    | SL                 | 39 0000000000000         | 11,763                              | 0                     |                     |                                 |
| RENOVATIONS                        | 2013-02-11    | 26,878              | 2,067                     | SL                 | 39 0000000000000         | 689                                 | 0                     |                     |                                 |
| FURNITURE                          | 2013-01-19    | 7,871               | 5,002                     | 200DB              | 7 0000000000000          | 820                                 | 0                     |                     |                                 |
| FURNITURE                          | 2013-02-12    | 1,144               | 727                       | 200DB              | 7 0000000000000          | 119                                 | 0                     |                     |                                 |
| FURNITURE                          | 2013-03-13    | 771                 | 490                       | 200DB              | 7 0000000000000          | 80                                  | 0                     |                     |                                 |
| DELL OUTLET LAPTOP                 | 2013-07-30    | 1,083               | 849                       | 200DB              | 5 0000000000000          | 156                                 | 0                     |                     |                                 |
| CABINET                            | 2015-11-03    | 1,500               | 234                       | 200DB              | 7 0000000000000          | 147                                 | 0                     |                     |                                 |
| DELL OUTLET LAPTOP                 | 2016-12-15    | 1,329               | 33                        | 200DB              | 5 0000000000000          | 252                                 | 0                     |                     |                                 |

**TY 2017 General Explanation Attachment**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**General Explanation Attachment**

| Identifier | Return Reference           | Explanation       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|------------|----------------------------|-------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | INFORMATION ABOUT OFFICERS | PART VIII, LINE 1 | ROBERT L & KATHRINA H MACLELLAN FOUNDATION HAS NO EMPLOYEES BUT REIMBURSES THE MACLELLAN FOUNDATION, INC FOR ITS SHARE OF DIRECT EMPLOYEE EXPENSES AS WELL AS ANY INCIDENTAL EXPENSES SERVICES WHICH WERE GENERALLY PROVIDED BY ROBERT H MACLELLAN, CHARLES W PHILLIPS, TYLER HAAR, JEREE SKEEN, AND JAN PURDY WERE FOR VARYING PERCENTAGES OF TIMES THE ONLY ABOVE MENTIONED PERSON WHO DEVOTES 100% OF HIS TIME TO ROBERT L & KATHRINA H MACLELLAN FOUNDATION IS ROBERT H MACLELLAN WHO RECEIVES FROM THE MACLELLAN FOUNDATION, INC AN ANNUAL SALARY OF \$160,888 13 PLUS NORMAL MACLELLAN FOUNDATION, INC BENEFITS |

**General Explanation Attachment**

| Identifier | Return Reference    | Explanation                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|------------|---------------------|----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2          | DONOR ADVISED FUNDS | FORM 990-PF, PART VII-A, LINE 12 | DISTRIBUTIONS TOTALING \$1,822,051 WERE MADE IN 2017 TO A DONOR ADVISED FUND AT CHATTANOOGA CHRISTIAN COMMUNITY FOUNDATION (DBA THE GENEROSITY TRUST), EIN# 62-1536731 THE FOUNDATION RETAINED ADVISORY PRIVILEGES CHATTANOOGA CHRISTIAN COMMUNITY FOUNDATION ("CCCF") IS A SECTION 509(A)(1) ORGANIZATION AS REFERRED TO IN SECTION 170(B)(1)(A)(VI) THE ENTIRE AMOUNT WAS TREATED AS A QUALIFYING DISTRIBUTION IN PART XV, LINE 3, CONTRIBUTIONS, GIFTS, GRANTS PAID GRANTS TOTALING \$1,998,245 WERE AWARDED AND DISTRIBUTED BY THIS DONOR ADVISED FUND IN 2017 THE DONOR-ADVISED FUND AGREEMENT BETWEEN THE ROBERT L AND KATHRINA H MACLELLAN FOUNDATION AND CCCF INCLUDES THE FOLLOWING "CCCF SHALL RECEIVE, REVIEW AND CONSIDER WRITTEN RECOMMENDATIONS FROM THE COMMITTEE CONCERNING GRANTS MADE FROM THE FUND AND ANY CONDITIONS WHICH SHOULD BE PLACED UPON SUCH GRANTS THE FINAL DECISION CONCERNING SUCH MATTERS SHALL BE MADE BY THE BOARD OF DIRECTORS OF CCCF " "NO INCOME OR PRINCIPAL OF THE FUND SHALL BE USED FOR ANY PURPOSE OR PAID TO ANY BENEFICIARY IF SUCH USE OR PAYMENT WOULD NOT BE PERMITTED BY THE INTERNAL REVENUE CODE (THE "CODE") OR REGULATIONS THEREUNDER FOR AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE, TO WHICH CONTRIBUTIONS ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE " |

**TY 2017 Investments Corporate Bonds Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**Investments Corporate Bonds Schedule**

| Name of Bond       | End of Year Book Value | End of Year Fair Market Value |
|--------------------|------------------------|-------------------------------|
| PERSHING ACCT 1383 | 745,568                | 732,968                       |

**TY 2017 Investments Corporate Stock Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

| <b>Name of Stock</b> | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|----------------------|-------------------------------|--------------------------------------|
| PERSHING ACCT 2004   | 2,171,229                     | 2,692,819                            |
| PERSHING ACCT 6243   | 2,914,448                     | 4,261,517                            |
| PERSHING ACCT 1300   | 8,495,733                     | 10,515,051                           |
| PERSHING ACCT 1246   | 2,185,794                     | 2,684,124                            |
| PERSHING ACCT 1383   | 126,081                       | 127,476                              |

**TY 2017 Investments Government Obligations Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**US Government Securities - End  
of Year Book Value:**

1,698,838

**US Government Securities - End  
of Year Fair Market Value:**

1,583,640

**State & Local Government  
Securities - End of Year Book  
Value:**

70,095

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

69,591

**TY 2017 Investments - Other Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**Investments Other Schedule 2**

| Category/ Item        | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|-----------------------|-----------------------|------------|-------------------------------|
| MASSEY QUICK FOREIGN  | AT COST               | 18,833,823 | 21,427,040                    |
| MASSEY QUICK DOMESTIC | AT COST               | 11,882,458 | 13,686,549                    |



**TY 2017 Land, Etc.  
Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION  
**EIN:** 23-7159802

| Category / Item                    | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|------------------------------------|--------------------|--------------------------|------------|-------------------------------|
| 820 BROAD STREET - 4TH FLOOR CONDO | 458,748            | 63,732                   | 395,016    |                               |
| RENOVATIONS                        | 26,878             | 2,756                    | 24,122     |                               |
| FURNITURE                          | 7,871              | 5,822                    | 2,049      |                               |
| FURNITURE                          | 1,144              | 846                      | 298        |                               |
| FURNITURE                          | 771                | 570                      | 201        |                               |
| DELL OUTLET LAPTOP                 | 1,083              | 1,005                    | 78         |                               |
| CABINET                            | 1,500              | 1,131                    | 369        |                               |
| DELL OUTLET LAPTOP                 | 1,329              | 950                      | 379        |                               |

# TY 2017 Other Expenses Schedule

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

## Other Expenses Schedule

| Description                         | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| INSURANCE                           | 5,270                          | 0                     |                     | 3,953                                 |
| TECHNOLOGY FEES                     | 20,358                         | 0                     |                     | 15,269                                |
| TN SECRETARY OF STATE               | 40                             | 0                     |                     | 30                                    |
| SUPPLIES                            | 1,811                          | 0                     |                     | 1,358                                 |
| OTHER EXPENSES THROUGH PARTNERSHIPS | 284,887                        | 284,887               |                     | 0                                     |
| GRANT EXPENSES CONVENING SCOTLAND   | 21,806                         | 0                     |                     | 21,806                                |
| DUES & SUBSCRIPTIONS                | 1,708                          | 0                     |                     | 1,281                                 |
| TELEPHONE                           | 2,175                          | 0                     |                     | 1,631                                 |
| MISC EXPENSE                        | 3,072                          | 0                     |                     | 2,304                                 |
| NONDEDUCTIBLE EXPENSES              | 1,347                          | 0                     |                     | 0                                     |

# Other Expenses Schedule

| Description           | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| REPAIRS & MAINTENANCE | 15,228                         | 0                     |                     | 0                                     |
| CLEANING & JANITORIAL | 4,295                          | 0                     |                     | 0                                     |

**TY 2017 Other Income Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

**Other Income Schedule**

| Description                              | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|------------------------------------------|-----------------------------------|--------------------------|---------------------|
| NON DIVIDEND DISTRIBUTIONS               | 4,276                             | 0                        | 4,276               |
| UNRELATED BUSINESS INCOME                | -63,620                           |                          | -63,620             |
| ORDINARY INCOME FROM PARTNERSHIPS        | -78,947                           |                          | -78,947             |
| OTHER PORTFOLIO INCOME FROM PARTNERSHIPS | -490                              |                          | -490                |
| OTHER INCOME FROM PARTNERSHIPS           | 12,029                            |                          | 12,029              |

**TY 2017 Other Professional Fees Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

| Category          | Amount  | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements<br>for Charitable<br>Purposes |
|-------------------|---------|--------------------------|------------------------|---------------------------------------------|
| INVESTMENT FEES   | 236,321 | 236,321                  |                        | 0                                           |
| SECONDED SERVICES | 452,797 | 58,056                   |                        | 394,741                                     |
| CONSULTING FEES   | 344     | 0                        |                        | 344                                         |

**TY 2017 Taxes Schedule**

**Name:** ROBERT L & KATHRINA H MACLELLAN  
FOUNDATION

**EIN:** 23-7159802

| Category                          | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements<br>for Charitable<br>Purposes |
|-----------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| FOREIGN TAX WITHHELD ON DIVIDENDS | 13,687 | 13,687                   |                        | 0                                           |