


For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation BB&T WEST VIRGINIA FOUNDATION INC		A Employer identification number 55-6017269	
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 2907 - TRUST TAX DEPT		B Telephone number (see instructions) (304) 348-7271	
City or town, state or province, country, and ZIP or foreign postal code WILSON, NC 278942907		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,580,946		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	7,500			
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	227,555	227,555		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	645,815			
	b Gross sales price for all assets on line 6a _____				
		5,382,379			
	7 Capital gain net income (from Part IV, line 2)		645,815		
	8 Net short-term capital gain			0	
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	880,870	873,370		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	1,000			1,000
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	6,393	5,568		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	 450	450		
	24 Total operating and administrative expenses. Add lines 13 through 23	7,843	6,018	0	1,000
	25 Contributions, gifts, grants paid	617,650			617,650
	26 Total expenses and disbursements. Add lines 24 and 25	625,493	6,018	0	618,650
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	255,377			
	b Net investment income (if negative, enter -0-)		867,352		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	300,600	197,779	197,779
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,266,398	6,221,585	7,222,866
	c	Investments—corporate bonds (attach schedule)	3,321,412	3,732,194	3,698,272
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	476,584	466,137	462,029
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,364,994	10,617,695	11,580,946	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	10,364,994	10,617,695	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	10,364,994	10,617,695	
31	Total liabilities and net assets/fund balances (see instructions) .	10,364,994	10,617,695		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,364,994
2	Enter amount from Part I, line 27a	2	255,377
3	Other increases not included in line 2 (itemize) ▶ _____	3	1
4	Add lines 1, 2, and 3	4	10,620,372
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,677
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,617,695

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	645,815
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	639,419	10,268,699	0 062269
2015	654,955	10,822,656	0 060517
2014	625,288	11,151,069	0 056074
2013	594,188	10,798,590	0 055025
2012	628,225	10,266,457	0 061192
2 Total of line 1, column (d)			2 0 295077
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 059015
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 10,951,134
5 Multiply line 4 by line 3			5 646,281
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,674
7 Add lines 5 and 6			7 654,955
8 Enter qualifying distributions from Part XII, line 4			8 618,650

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	17,347
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	17,347
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	17,347
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,172
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,172
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	15,175
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 0 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WV _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► BRANCH BANKING & TRUST COMPANY Telephone no ► (304) 348-7271			

Located at **►** 300 SUMMERS ST FL 2 CHARLESTON WV ZIP+4 **►** 253011624

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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

5a	<p>During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> </p>	5b		
c	<p>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</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>			
6a	<p>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</p>			
b	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>	6b		No
7a	<p>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</p>			
b	<p>If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	7b		

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (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	(d) Contributions to employee benefit plans and deferred compensation	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
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	10,985,034
b	Average of monthly cash balances.	1b	132,869
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,117,903
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,117,903
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	166,769
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,951,134
6	Minimum investment return. Enter 5% of line 5.	6	547,557

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

1	Minimum investment return from Part X, line 6.	1	547,557
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	17,347
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,347
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	530,210
4	Recoveries of amounts treated as qualifying distributions.	4	7,500
5	Add lines 3 and 4.	5	537,710
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	537,710

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	618,650
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	618,650
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	618,650

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				537,710
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	125,760			
b From 2013.	66,209			
c From 2014.	87,966			
d From 2015.	120,852			
e From 2016.	130,322			
f Total of lines 3a through e.	531,109			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>618,650</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				537,710
e Remaining amount distributed out of corpus	80,940			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	612,049			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	125,760			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	486,289			
10 Analysis of line 9				
a Excess from 2013.	66,209			
b Excess from 2014.	87,966			
c Excess from 2015.	120,852			
d Excess from 2016.	130,322			
e Excess from 2017.	80,940			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
JOHN M BARRY BRANCH BANKING TRUS
P O BOX 1793
CHARLESTON, WV 25326
(304) 348-7271

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

c Any submission deadlines
NOVEMBER 1

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	617,650
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	227,555	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	645,815	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				873,370	
13 Total. Add line 12, columns (b), (d), and (e).			13		873,370

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-04-23 Date	***** Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	CAROLYN L BRACEY		2018-04-23		P01220124
	Firm's name ▶ BRANCH BANKING AND TRUST CO				Firm's EIN ▶ 56-0149200
Firm's address ▶ PO BOX 2907 WILSON, NC 27894				Phone no (252) 246-4394	

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
18410 636 SCHOONER FUND-INS CLOSED TO NEW & EXISTING INVESTORS EFF 11		2015-12-16	2017-01-05
3128 723 SCHOONER FUND-INS CLOSED TO NEW & EXISTING INVESTORS EFF 11-			2017-01-05
1450 779 CAUSEWAY INTERNATL VALUE-INS		2015-10-20	2017-03-28
786 147 FEDERATED MDT SMALL CAP GROWTH FUND CL		2015-08-31	2017-03-28
6475 ISHARES RUSSELL 1000 VALUE INDEX			2017-03-28
2 ISHARES RUSSELL 1000 VALUE INDEX		2016-09-23	2017-03-28
6563 ISHARES RUSSELL 1000 GROWTH INDEX			2017-03-28
75 ISHARES MSCI EAFE SMALL CAP INDEX FUND		2015-10-20	2017-03-28
333 365 LAZARD EMERGING MARKETS FD INSTL CL		2011-06-01	2017-03-28
11228 74 NORTHERN SMALL CAP VALUE -603			2017-03-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
330,309		404,298	-73,989
56,133		62,726	-6,593
21,733		21,384	349
16,509		15,676	833
740,897		643,363	97,534
229		212	17
742,917		575,778	167,139
4,087		3,745	342
5,954		7,221	-1,267
265,784		236,935	28,849

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-73,989
			-6,593
			349
			833
			97,534
			17
			167,139
			342
			-1,267
			28,849

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1464 781 PIMCO REAL RETURN INSTL -122		2016-09-26	2017-03-28
4205 381 PIMCO REAL RETURN INSTL -122		2014-03-11	2017-03-28
991 803 STERLING CAPITAL EQUITY INCOME FUND INST			2017-03-28
748 68 TOUCHSTONE MID CAP VALUE FUND		2014-01-02	2017-03-28
2132 495 CAUSEWAY INTERNATL VALUE-INS		2015-10-20	2017-06-06
195 238 FEDERATED MDT SMALL CAP GROWTH FUND CL			2017-06-06
966 996 GOLDMAN SACHS GROWTH OPPORTUNITY FD			2017-06-06
301 ISHARES MSCI EAFE SMALL CAP INDEX FUND		2015-10-20	2017-06-06
745 ISHARES MSCI EAFE GROWTH INDEX FUND		2014-04-22	2017-06-06
2904 202 NATIXIS LOOMIS SAY GROWTH-Y			2017-06-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
16,157		16,375	-218
46,385		47,013	-628
19,410		18,103	1,307
14,030		11,956	2,074
33,693		31,433	2,260
4,231		3,701	530
25,964		29,320	-3,356
17,715		15,031	2,684
56,422		53,165	3,257
41,065		32,581	8,484

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-218
			-628
			1,307
			2,074
			2,260
			530
			-3,356
			2,684
			3,257
			8,484

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
254 272 OPPENHEIMER DEVELOPING MKT			2017-06-06
664 ISHARES MSCI EAFE GROWTH INDEX FUND		2014-04-22	2017-07-25
26482 949 CAUSEWAY INTERNATL VALUE-INS		2015-10-20	2017-08-15
972 081 DOUBLELINE TOTAL RETURN BOND FUND			2017-08-15
5252 ISHARES MSCI EAFE SMALL CAP INDEX FUND			2017-08-15
135 ISHARES MSCI EAFE GROWTH INDEX FUND		2017-03-28	2017-08-15
11456 ISHARES MSCI EAFE GROWTH INDEX FUND			2017-08-15
1058 111 NATIXIS LOOMIS SAY GROWTH-Y		2015-08-31	2017-08-15
1191 77 METROPOLITAN WEST T R BOND FD I		2016-09-26	2017-08-15
1152 295 STERLING CAPITAL TOTAL RETURN BOND FUND			2017-08-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,662		8,927	735
49,939		47,384	2,555
423,727		390,359	33,368
10,430		10,522	-92
310,649		262,075	48,574
10,126		9,434	692
859,296		795,216	64,080
15,438		11,322	4,116
12,728		13,145	-417
12,203		12,340	-137

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			735
			2,555
			33,368
			-92
			48,574
			692
			64,080
			4,116
			-417
			-137

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
312 198 STERLING CAPITAL EQUITY INCOME FUND INST		2013-07-08	2017-08-15
73 639 VANGUARD 500 INDEX ADMIRAL FUND		2017-03-30	2017-08-15
700 169 WASATCH LONG/SHORT FUND		2017-01-23	2017-08-15
438 789 HARDING LOEVNER INTERNATIONAL EQUITY INS		2017-08-17	2017-11-07
319 081 NATIXIS LOOMIS SAY GROWTH-Y		2015-08-31	2017-11-07
1881 468 STERLING CAPITAL TOTAL RETURN BOND FUND			2017-11-07
83 514 VANGUARD 500 INDEX ADMIRAL FUND		2017-03-30	2017-11-07
1458 873 CAUSEWAY INTERNATL VALUE-INS		2015-10-20	2017-12-08
6433 508 DOUBLELINE TOTAL RETURN BOND FUND			2017-12-08
7834 867 DOUBLELINE TOTAL RETURN BOND FUND			2017-12-08

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,288		5,694	594
16,799		16,094	705
8,738		9,305	-567
9,800		9,320	480
5,000		3,414	1,586
20,000		20,870	-870
20,000		18,252	1,748
25,136		21,504	3,632
68,517		68,714	-197
83,441		89,226	-5,785

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			594
			705
			-567
			480
			1,586
			-870
			1,748
			3,632
			-197
			-5,785

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
897 402 DOUBLELINE TOTAL RETURN BOND FUND			2017-12-08
1001 669 FEDERATED MDT SMALL CAP GROWTH FUND CL		2016-03-04	2017-12-08
1376 123 GOLDMAN SACHS GROWTH OPPORTUNITY FD			2017-12-08
194 511 GOLDMAN SACHS INTL SMALL CAP INSIGHTS-IS		2017-08-17	2017-12-08
465 332 HARDING LOEVNER INTERNATIONAL EQUITY INS		2017-08-17	2017-12-08
105 448 LAZARD EMERGING MARKETS FD INSTL CL		2011-06-01	2017-12-08
2601 05 NATIXIS LOOMIS SAY GROWTH-Y		2015-08-31	2017-12-08
1723 081 METROPOLITAN WEST T/R BD-PLN		2017-06-06	2017-12-08
31129 262 METROPOLITAN WEST T/R BD-PLN			2017-12-08
790 499 METROPOLITAN WEST T/R BD-PLN		2012-12-20	2017-12-08

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
9,557		10,236	-679
24,270		16,007	8,263
40,320		40,996	-676
2,605		2,466	139
10,554		9,884	670
2,046		2,284	-238
41,383		27,831	13,552
17,283		17,369	-86
312,227		318,749	-6,522
7,929		8,095	-166

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-679
			8,263
			-676
			139
			670
			-238
			13,552
			-86
			-6,522
			-166

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
761 713 MORGAN STANLEY INSTITUTIONAL FUND INC		2017-08-17	2017-12-08
62 341 OPPENHEIMER DEVELOPING MKT		2013-02-25	2017-12-08
9259 599 PIMCO REAL RETURN INSTL -122			2017-12-08
2049 084 STERLING CAPITAL EQUITY INCOME FUND INST		2013-07-08	2017-12-08
1644 484 TOUCHSTONE MID CAP VALUE FUND			2017-12-08
578 356 VANGUARD DEVELOPED MKTS INDEX -127		2017-08-17	2017-12-08
244 454 VANGUARD 500 INDEX ADMIRAL FUND		2017-03-30	2017-12-08
1149 449 VIRTUS KAR SMALL CAP VALUE FD I CL I FUN		2017-03-30	2017-12-08
307 692 WASATCH LONG/SHORT FUND		2017-01-23	2017-12-08
172 256 LAZARD EMERGING MARKETS FD INSTL CL		2011-06-01	2017-12-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
17,177		15,806	1,371
2,570		2,186	384
101,948		103,283	-1,335
45,223		37,375	7,848
33,432		26,230	7,202
8,236		7,785	451
60,075		53,425	6,650
21,931		20,184	1,747
3,988		4,089	-101
3,428		3,731	-303

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,371
			384
			-1,335
			7,848
			7,202
			451
			6,650
			1,747
			-101
			-303

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
158 64 MORGAN STANLEY INSTITUTIONAL FUND INC		2017-08-17	2017-12-28
154 88 OPPENHEIMER DEVELOPING MKT		2013-02-25	2017-12-28
83 949 VANGUARD DEVELOPED MKTS INDEX -127		2017-08-17	2017-12-28
8 488 VANGUARD 500 INDEX ADMIRAL FUND		2017-03-30	2017-12-28
228 56 WASATCH LONG/SHORT FUND		2017-01-23	2017-12-28
CAPITAL GAIN DIVIDENDS	P		

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


(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,644		3,292	352
6,621		5,432	1,189
1,211		1,130	81
2,106		1,855	251
3,010		3,038	-28
			219,870

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			352
			1,189
			81
			251
			-28

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 (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
MRS PHYLLIS H ARNOLD	MEMBER & TRUSTEE 1	0		
1400 CONNELL RD CHARLESTON, WV 25314				
MRS NELLE RATRIE CHILTON	MEMBER & TRUSTEE 1	0		
P O BOX 311 CHARLESTON, WV 25321				
MR C EDWARD GAUNCH	MEMBER &TRUSTEE 1	0		
524 WOODBRIDGE DRIVE CHARLESTON, WV 25301				
MR J HOLMES MORRISON	MEMBER & TRUSTEE 1	0		
P O BOX 1793 CHARLESTON, WV 25326				
MR STEVEN M RUBIN	MEMBER & TRUSTEE 1	0		
1700 PENNSYLVANIA AVENUE CHARLESTON, WV 25302				
MR K RICHARD C SINCLAIR	MEMBER & TRUSTEE 1	0		
P O BOX 757 ST ALBANS, WV 25177				
DR EDWIN H WELCH	MEMBER & TRUSTEE 1	0		
2300 MACCORKLE AVENUE SE CHARLESTON, WV 25304				
MR ROBERT O ORDERS JR	MEMBER & TRUSTEE 1	0		
501 6TH AVE ST ALBANS, WV 25177				
MRS ELLEN S CAPPELANTI	MEMBER & TRUSTEE 1	0		
500 LEE ST E 1600 CHARLESTON, WV 25301				
MR BOBBY BLAKELY	MEMBER & TRUSTEE 1	0		
PO BOX 1793 CHARLESTON, WV 25326				
JENNIFER WILLITS	DIRECTOR 1	0		
300 SUMMERS ST FL 3 CHARLESTON, WV 25326				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLOHAK COUNCIL BSA 1340 JULIANA STREET PARKERSBURG, WV 26101	NONE	EXEMPT	COMMUNITY	1,500
PROTECPO BOX 167 SCOTT DEPOT, WV 25560	NONE	EXEMPT	COMMUNITY	2,500
WEST VIRGINIA SENIOR SPORTS CLASSIC 602 TENNESSEE AVENUE CHARLESTON, WV 25302	NONE	EXEMPT	COMMUNITY	1,000
BUCKSKIN COUNCIL BSA 2829 KANAWHA BLVD E CHARLESTON, WV 25311	NONE	EXEMPT	COMMUNITY	10,000
THOMAS MEMORIAL & SAINT FRANCIS HOS 4605 MACCORKLE AVENUE SW SOUTH CHARLESTON, WV 25309	NONE	EXEMPT	MEDICAL	2,500
Total 				617,650
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR RURAL HEALTH DEVELOPMENT 3465-B TEAYS VALLEY ROAD HURRICANE, WV 25526	NONE	EXEMPT	COMMUNITY	5,000
GREENBRIER COUNTY SCHOOLS FOUND 400 NORTH LEE STREET LEWISBURG, WV 24901	NONE	EXEMPT	EDUCATION	2,000
GIRL SCOUTS OF THE BLACK DIAMOND CO PO BOX 507 CHARLESTON, WV 25322	NONE	EXEMPT	COMMUNITY	7,500
SHEPHERD'S CENTER OF CHARLESTON WV PO BOX 4171 CHARLESTON, WV 25364	NONE	EXEMPT	COMMUNITY	10,750
WV FINANCIAL EDUCATION FOUNDATION 600 QUARRIER STREET CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	10,000
Total ► 3a				617,650

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Name and address (home or business)				
a <i>Paid during the year</i>				
WOOD COUNTY SOCIETY 521 MARKET STREET PARKERSBURG, WV 26101	NONE	EXEMPT	COMMUNITY	2,500
LEADERSHIP WEST VIRGINIA 1624 KANAWHA BLVD E CHARLESTON, WV 25311	NONE	EXEMPT	COMMUNITY	5,000
TAMARACK FOUNDATION 3310 PIEDMONT ROAD CHARLESTON, WV 25306	NONE	EXEMPT	COMMUNITY	5,000
CLAY CENTER FOR THE ARTS & SCIENCES ONE CLAY SQUARE CHARLESTON, WV 25301	NONE	EXEMPT	EDUCATION	45,000
YWCA OF CHARLESTON 1426 JANAWHA BLVD E CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	22,500
Total ▶ 3a				617,650

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


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Name and address (home or business)				
a <i>Paid during the year</i>				
MARSHALL UNIVERSITY FOUNDATION 519 JOHN MARSHALL DRIVE HUNTINGTON, WV 25703	HUNT	EXEMPT	EDUCATION	20,000
FELLOWSHIP OF CHRISTIAN ATHLETES PO BOX 11556 CHARLESTON, WV 25339	NONE	EXEMPT	COMMUNITY	2,500
CONCORD UNIVERSITY FOUNDATION PO BOX 1405 ATHENS, WV 24712	NONE	EXEMPT	EDUCATION	5,000
FAIRMONT MORGANTOWN HOUSING AUTH PO BOX 2738 FAIRMONT, WV 26555	NONE	EXEMPT	COMMUNITY	2,500
THE FOUN OF MONONGALIA GEN HOSPITA 1200 JD ANDERSON DRIVE MORGANTOWN, WV 26505	NONE	EXEMPT	MEDICAL	5,000
Total ▶ 3a				617,650

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MID-OHIO VALLEY SYMPHONY ORCHESTRA PO BOX 5511 VIENNA, WV 26105	NONE	EXEMPT	COMMUNITY	2,000
REA OF HOPE FELLOWSHIP HOME 1429 LEE STREET E CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	8,000
READ ALOUD WEST VIRGINIA PO BOX 1784 CHARLESTON, WV 25326	NONE	EXEMPT	COMMUNITY	2,500
WV SECONDARY SCHOOL ACTIVITIES COMM 2875 STAUNTON TURNPIKE PARKERSBURG, WV 26104	NONE	EXEMPT	EDUCATION	5,000
CADCO FOUNDATION 1116 SMITH STREET CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	31,900
Total ► 3a				617,650

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Name and address (home or business)				
a <i>Paid during the year</i>				
WV INDEPENDENT COLLEGES & UNIVERSIT 900 LEE STREET E SUITE 910 CHARLESTON, WV 25301	NONE	EXEMPT	EDUCATION	53,000
WEST VIRGINIA HEALTH RIGHT 1520 WASHINGTON STREET E CHARLESTON, WV 25311	NONE	EXEMPT	COMMUNITY	5,000
YOUTH SERVICES SYSTEM INC PO BOX 6041 WHEELING, WV 26003	NONE	EXEMPT	COMMUNITY	5,000
LIBRARY FOUNDATION OF KANAWHA COUNT 123 CAPITOL STREET CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	3,000
BELIEVE IN WEST VIRGINIA PO BOX 8622 SOUTH CHARLESTON, WV 25303	NONE	EXEMPT	COMMUNITY	3,000
Total ► 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KANAWHA PASTORAL COUNSELING CENTER 16 LEON SULLIVAN WAY CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	1,750
NATURAL CAPITAL INVESTMENT FUND 1098 TURNER ROAD SHEPHERDSTOWN, WV 25443	NONE	EXEMPT	COMMUNITY	3,500
CHESTNUT MOUNTAIN RANCH PO BOX 757 MORGANTOWN, WV 26507	NONE	EXEMPT	COMMUNITY	2,500
COMMUNITY FOUND OF THE VIRGINIAS PO BOX 4127 BLUEFIELD, WV 24701	NONE	EXEMPT	COMMUNITY	1,500
THE CHARLESTON BALLET 100 CAPITOL STREET SUITE 100 CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	3,200
Total 				617,650
3a				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CABELL HUNTINGTON HOSPITAL FOUNDATI 1340 HAL GREER BLVD HUNTINGTON, WV 25701	NONE	EXEMPT	COMMUNITY	5,000
WEST VIRGINIA SYMPHONY ORCHESTRA PO BOX 2292 CHARLESTON, WV 25328	NONE	EXEMPT	COMMUNITY	10,000
HUNTINGTON MUSEUM OF ART 2033 MCCOY ROAD HUNTINGTON, WV 25701	NONE	EXEMPT	COMMUNITY	5,250
COVENANT HOUSE 600 SHREWSBURY STREET CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	1,000
WEST VIRGINIA ROUNDTABLE FOUNDATION 1018 KANAWHA BLVD E SUITE 200 CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	2,000
Total ▶ 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WVU FOUNDATIONPO BOX 1650 MORGANTOWN, WV 265071650	NONE	EXEMPT	EDUCATION	36,500
CHILDHOOD LANGUAGE CENTER 401 CAPITOL STREET CHARLESTON, WV 253011717	NONE	EXEMPT	COMMUNITY	3,500
DISCOVER THE REAL WV FOUNDATION 405 CAPITOL STREET SUITE 512 CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	7,500
UNITED FUND OF MONONGALIA COUNTY PO BOX 651 MORGANTOWN, WV 26505	NONE	EXEMPT	COMMUNITY	5,250
UPPER OHIO VALLEY UNITED FUND 51 11TH STREET WHEELING, WV 26003	NONE	EXEMPT	COMMUNITY	2,550
Total ▶ 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF THE EASTERN PANHANDLE 222 W KING ST MARTINSBURG, WV 25401	NONE	EXEMPT	COMMUNITY	6,050
UNITED WAY OF CENTRAL WEST VIRGINIA ONE UNITED WAY SQUARE CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	38,000
UNITED WAY OF THE RIVER CITIES 820 MADISON AVE HUNTINGTON, WV 25704	NONE	EXEMPT	COMMUNITY	2,500
UNITED WAY OF HARRISON COUNTY 301 W MAIN ST 508 CLARKSBURG, WV 26301	NONE	EXEMPT	COMMUNITY	2,500
UNITED WAY OF MARION COUNTY 112 ADAMS ST SUITE 205 FAIRMONT, WV 26554	NONE	EXEMPT	COMMUNITY	1,650
Total ► 3a				617,650


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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY ALLIANCE OF THE MID OHIO 520 GRAND CENTRAL AVE UNIT 201 VIENNA, WV 26105	NONE	EXEMPT	COMMUNITY	3,200
UNITED WAY OF SOUTHERN WV PO BOX 5456 BECKLEY, WV 25801	NONE	EXEMPT	COMMUNITY	2,300
UNIVERSITY OF CHARLESTON 2300 MACCORKLE AVENUE CHARLESTON, WV 25304	NONE	EXEMPT	EDUCATIONAL	50,000
BOY SCOUTS OF AMERICA SUMMIT BECHTEL RESERVE 68 CROSSROADS MALL MOUNT HOPE, WV 25880	NONE	EXEMPT	GENERAL	50,000
BURLINGTON UNITED METHODIST FAMILY SERVICESRR3 BOX 3122 KEYSER, WV 26726	NONE	EXEMPT	COMMUNITY	5,000
Total 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FAMILY CENTER INCPO BOX 66 RICHWOOD, WV 26261	NONE	EXEMPT	COMMUNITY	2,000
BOB BURDETTE CENTER INC 1401 WEST WASHINGTON STREET CHARLESTON, WV 25387	NONE	EXEMPT	COMMUNITY	2,500
HIGHLAND HOSPITAL FOUNDATION 1418-A MACCORKLE AVE SW CHARLESTON, WV 25303	NONE	EXEMPT	COMMUNITY	10,000
WEST VIRGINIA STATE UNIVERSITY PO BOX 100 INSTITUTE, WV 25112	NONE	EXEMPT	EDUCATIONAL	5,000
YMCA OF KANAWHA VALLEY 100 YMCA DRIVE CHARLESTON, WV 25311	NONE	EXEMPT	COMMUNITY	2,000
Total ▶ 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOONE MEMORIAL HOSPITAL 701 MADISON AVENUE MADISON, WV 25130	NONE	EXEMPT	COMMUNITY	5,000
BIG BROTHERS BIG SISTERS OF SC WEST VIRGINIA 1071 5TH AVE SUITE 115 CHARLESTON, WV 25387	NONE	EXEMPT	COMMUNITY	2,500
FAIRMONT STATE FOUNDATION PO BOX 461 FAIRMOUNT, WV 265550461	NONE	EXEMPT	COMMUNITY	7,500
RONALD MCDONALD HOUSE 910 PENNSYLVANIA AVENUE CHARLESTON, WV 25302	N/A	EXEMPT	COMMUNITY	21,500
ALZHEIMER'S ASSOCIATION 1601 2ND AVE CHARLESTON, WV 25387	NONE	EXEMPT	GENERAL	1,000
Total ► 3a				617,650

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRINCETON RESCUE SQUAD 701 STAFFORD DRIVE PRINCETON, WV 24740	NONE	EXEMPT	COMMUNITY	5,000
CAMC FOUNDATION INC 3414 STAUTON AVE SE CHARLESTON, WV 25304	NONE	EXEMPT	GENERAL	10,000
SISSONVILLE MULTIPURPOSE COMMUNITY CENTE 7004 VALLEY BROOK DRIVE CHARLESTON, WV 25312	NONE	EXEMPT	GENERAL	800
AMERICAN HEART ASSOCIATION PO BOX 50065 PRESCOTT, AZ 86304	NONE	EXEMPT	GENERAL	2,500
MANNA MEAL1105 QUARRIER ST CHARLESTON, WV 25301	NONE	EXEMPT	COMMUNITY	1,000
Total ► 3a				617,650

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Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S HOME SOCIETY 1422 KANAWHA BLVD CHARLESTON, WV 25301	NONE	EXEMPT	YOUTH	1,000
Total 				617,650
3a				

TY 2017 Other Decreases Schedule**Name:** BB&T WEST VIRGINIA FOUNDATION INC**EIN:** 55-6017269

Description	Amount
ADJUSTMENT FOR MUTUAL FUND POSTINGS	561
WASH SALE ADJUSTMENT	1,520
RETURN OF CAPITAL ADJUSTMENT	596

TY 2017 Other Expenses Schedule**Name:** BB&T WEST VIRGINIA FOUNDATION INC**EIN:** 55-6017269**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE INSURANCE	450	450		0

TY 2017 Other Increases Schedule

Name: BB&T WEST VIRGINIA FOUNDATION INC
EIN: 55-6017269

Description	Amount
ROUNDING	1