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EXTENDED TO NOVEMBER 15, 2018

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: THE ZEIST FOUNDATION, INC

A Employer identification number: 58-1890927

Number and street (or P O box number if mail is not delivered to street address): 3715 NORTHSIDE PKWY, NW — Room/suite: 3-195

B Telephone number: (404) 949-3160

City or town, state or province, country, and ZIP or foreign postal code: ATLANTA, GA 30327

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 248,819,750.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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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).)

	Line	(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	15,000.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	269,928.	269,928.		STATEMENT 1
	4 Dividends and interest from securities	2,128,772.	2,128,772.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,777,767.			
	b Gross sales price for all assets on line 6a 7,148,003.				
	7 Capital gain net income (from Part IV, line 2)		5,777,767.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<132,812.>	<132,812.>		STATEMENT 3
	12 **Total** Add lines 1 through 11	8,058,655.	8,043,655.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	787,293.	26,250.		761,043.
	14 Other employee salaries and wages	146,892.	0.		146,892.
	15 Pension plans, employee benefits	514,698.	0.		514,698.
	16a Legal fees STMT 4	56,192.	2,066.		54,126.
	b Accounting fees				
	c Other professional fees STMT 5	1,540,629.	892,654.		647,975.
	17 Interest				
	18 Taxes STMT 6	132,191.	65,154.		67,037.
	19 Depreciation and depletion	12,359.	12,359.		
	20 Occupancy	39,802.	1,990.		37,812.
	21 Travel, conferences, and meetings	6,712.	1,295.		5,417.
	22 Printing and publications				
	23 Other expenses STMT 7	908,214.	860,980.		47,234.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,144,982.	1,862,748.		2,282,234.
	25 Contributions, gifts, grants paid	9,092,667.			9,092,667.
	26 **Total expenses and disbursements** Add lines 24 and 25	13,237,649.	1,862,748.		11,374,901.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<5,178,994.>			
	b **Net investment income** (if negative, enter -0-)		6,180,907.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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723501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions

Form **990-PF** (2017)

9-34

10491113 797794 581890927PF 2017.05000 THE ZEIST FOUNDATION, INC 58189091

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,408,482.	2,243,866.	2,243,866.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 3,454,526.			
	Less: allowance for doubtful accounts ▶ 0.	3,454,526.	3,454,526.	3,454,526.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	220,407,003.	240,966,263.	240,966,263.
	14 Land, buildings, and equipment: basis ▶ 1,380,467.			
	Less accumulated depreciation STMT 10▶ 125,372.	1,150,031.	1,255,095.	1,255,095.
	15 Other assets (describe ▶ MAYSON AVE EDGEWOOD)	900,000.	900,000.	900,000.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	228,320,042.	248,819,750.	248,819,750.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ DEFERRAL PAYABLE)	20,182.	39,043.	
	23 **Total liabilities** (add lines 17 through 22)	20,182.	39,043.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	222,736,480.	222,736,480.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,563,380.	26,044,227.	
	30 **Total net assets or fund balances**	228,299,860.	248,780,707.	
	31 **Total liabilities and net assets/fund balances**	228,320,042.	248,819,750.	

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	228,299,860.
2	Enter amount from Part I, line 27a	2	<5,178,994.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	25,659,841.
4	Add lines 1, 2, and 3	4	248,780,707.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	248,780,707.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
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				
b				
c				
d				
e	7,148,003.		1,370,236.	5,777,767.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				5,777,767.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	5,777,767.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	11,734,547.	224,196,134.	.052341
2015	11,964,200.	237,454,035.	.050385
2014	11,000,618.	248,935,352.	.044191
2013	8,225,045.	237,804,288.	.034587
2012	10,726,780.	220,532,558.	.048640

2	Total of line 1, column (d)	2	.230144
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.046029
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	232,566,794.
5	Multiply line 4 by line 3	5	10,704,817.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	61,809.
7	Add lines 5 and 6	7	10,766,626.
8	Enter qualifying distributions from Part XII, line 4	8	11,374,901.

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.

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	61,809.
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	61,809.
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	61,809.
6	Credits/Payments.			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 233,312.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	233,312.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	171,503.
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶	171,503. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ GA			
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	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions SEE STATEMENT 12	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ ZEISTFOUNDATION.ORG

14 The books are in care of ▶ THE ZEIST COMPANY, LLC Telephone no. ▶ (404) 949-3160

Located at ▶ 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA ZIP+4 ▶ 30327

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year, did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		X
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		X

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

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		787,293.	80,149.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PATRICIA JOHNSON - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA	GRANTS MANAGER 40.00	70,468.	18,034.	0.
GARRY LONG - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA 30327	PROPERTY MANAGER 40.00	76,421.	9,652.	0.

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
THE ZEIST COMPANY LLC 3715 NORTHSIDE PKWY, ATLANTA, GA 30327	ACCOUNTING,TAX,MANAGEMENT & INVESTMENT S	1103127.
MONITCELLO ASSOCIATES INC. 1800 LARIMER ST., DENVER, CO 80202	INVESTMENT SERVICES	225,000.
HIRTLE CALLAGHAN - 300 BARR HARBOR DR., WEST CONSHOHOCKEN, PA 19428	INVESTMENT SERVICES	193,968.
BNY MELLON 201 WASHINGTON ST., BOSTON, MA 02108	INVESTMENT SERVICES	108,315.
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 MAYSON AVENUE COOPERATIVE, SEE STATEMENT ATTACHED.	1,222,759.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	228,798,759.
b	Average of monthly cash balances		1b	1,845,100.
c	Fair market value of all other assets		1c	5,464,561.
d	**Total** (add lines 1a, b, and c)		1d	236,108,420.
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	236,108,420.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	3,541,626.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	232,566,794.
6	**Minimum investment return** Enter 5% of line 5		6	11,628,340.

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	11,628,340.
2a	Tax on investment income for 2017 from Part VI, line 5	2a 61,809.		
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	61,809.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	11,566,531.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	11,566,531.
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	11,566,531.

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	11,374,901.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	11,374,901.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	61,809.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	11,313,092.

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				11,566,531.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			10,755,789.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 11,374,901.				
a Applied to 2016, but not more than line 2a			10,755,789.	
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				619,112.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				10,947,419.
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	0.			
9 **Excess distributions carryover to 2018** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV. Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT 3715 NORTHSIDE PKWY, NW ATLANTA, GA 30327	NONE	PUBLIC CHARITY	VARIOUS	9,092,667.
Total			▶ 3a	9,092,667.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	531390		14	269,928.	
4 Dividends and interest from securities	531390		14	2,128,772.	
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	531390		14	<132,812.>	
8 Gain or (loss) from sales of assets other than inventory	531390		18	5,777,767.	
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)		0.		8,043,655.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 8,043,655.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

Sign Here

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

Marie B Foster 11/14/18

Signature of officer or trustee | 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	PTIN
EILEEN K. SCHERBERGER, CPA	Eileen Scherberger CPA	11/13/18		P00962705
Firm's name ▶ THE ZEIST COMPANY, LLC			Firm's EIN ▶ 58-2405209	
Firm's address ▶ 3715 NORTHSIDE PKWY,NW, STE 3-195 ATLANTA, GA 30327			Phone no. (404)949-3160	

Form **990-PF** (2017)

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	VALUE LINE DEFENS STRAT INST	P	VARIOUS	02/15/17
b	VALUE LINE DEFENS STRAT INST	P	VARIOUS	02/15/17
c	BNY MELLON AC #3734000 - SEE STATEMENT ATTACHED	P	VARIOUS	03/31/17
d	BNY MELLON AC #3734000 - SEE STATEMENT ATTACHED	P	VARIOUS	03/31/17
e	BNY MELLON AC # 990170 - SEE STATEMENT ATTACHED	P	VARIOUS	03/31/17
f	BNY MELLON AC # 990170 - SEE STATEMENT ATTACHED	P	VARIOUS	03/31/17
g	BNY MELLON AC #3735000 - SEE STATEMENT ATTACHED	P	VARIOUS	03/31/17
h	PFIC CAPITAL GAINS	P	VARIOUS	12/31/17
i	PFIC CAPITAL GAINS	P	VARIOUS	12/31/17
j	ALPHA CAPITAL MANAGEMENT	P	VARIOUS	09/30/17
k	DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	P	VARIOUS	12/31/17
l	DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	P	VARIOUS	12/31/17
m	FARALLON EQUITY PARTNERS LP	P	VARIOUS	12/31/17
n	FARALLON EQUITY PARTNERS LP	P	VARIOUS	12/31/17
o	GQG PARTNERS EM EQUITY FUND	P	VARIOUS	12/31/17

	(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	10,157.		10,886.	<729.>
b	1,034,488.		1,108,784.	<74,296.>
c	7,795.		7,404.	391.
d	2,977.		2,816.	161.
e	1,330.		1,245.	85.
f	539.		505.	34.
g	2,752.		2,638.	114.
h	955.			955.
i	140,232.			140,232.
j			21,897.	<21,897.>
k	106,064.			106,064.
l	81,730.			81,730.
m	208,147.			208,147.
n	926,195.			926,195.
o	115,984.			115,984.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				<729.>
b				<74,296.>
c				391.
d				161.
e				85.
f				34.
g				114.
h				955.
i				140,232.
j				<21,897.>
k				106,064.
l				81,730.
m				208,147.
n				926,195.
o				115,984.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

723591
04-01-17

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	GQG PARTNERS EM EQUITY FUND	P	VARIOUS	12/31/17
b	RENAISSANCE INSTITUTIONAL DIV ALPHA FUND	P	VARIOUS	12/31/17
c	RENAISSANCE INSTITUTIONAL DIV ALPHA FUND	P	VARIOUS	12/31/17
d	WTC- CTF MICRO CAP	P	VARIOUS	12/31/17
e	WTC- CTF MICRO CAP	P	VARIOUS	12/31/17
f	WTC - CTF RESEARCH EQUITY	P	VARIOUS	12/31/17
g	WTC - CTF RESEARCH EQUITY	P	VARIOUS	12/31/17
h	WTC - CTF SELECT LEADERS	P	VARIOUS	12/31/17
i	WTC - CTF SELECT LEADERS	P	VARIOUS	12/31/17
j	ATLANTA EQUITY FUND	P	VARIOUS	12/31/17
k	CEDAR ROCK CAPITAL	P	VARIOUS	12/31/17
l	PFIC CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	12/31/17
m	RENAISSANCE INSTITUTIONAL DIV ALPHA FUND - SEC 12		VARIOUS	12/31/17
n	WELLINGTON TRUST CO, CTF MICRO CAP EQ PORT - SEC	P	VARIOUS	12/31/17
o	WELLINGTON TRUST CO, CTF RESEARCH EQ - SEC 1256	P	VARIOUS	12/31/17

	(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	1,521.			1,521.
b	184,006.			184,006.
c	187,173.			187,173.
d	169,926.			169,926.
e	309,799.			309,799.
f	231,734.			231,734.
g	830,249.			830,249.
h			8,337.	<8,337.>
i			38,319.	<38,319.>
j	5,213.			5,213.
k			474.	<474.>
l	2,468,513.			2,468,513.
m			166,896.	<166,896.>
n	429.			429.
o	47,210.			47,210.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				1,521.
b				184,006.
c				187,173.
d				169,926.
e				309,799.
f				231,734.
g				830,249.
h				<8,337.>
i				<38,319.>
j				5,213.
k				<474.>
l				2,468,513.
m				<166,896.>
n				429.
o				47,210.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

723591
04-01-17

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	WELLINGTON TRUST CO, CTF SELECT LEADERS PORT - SE		VARIOUS	12/31/17
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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			35.	<35.>
b	72,885.			72,885.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				<35.>
b				72,885.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	5,777,767.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

723591
04-01-17

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CAROUSEL CAPITAL PARTNERS V LP	48.
CEDAR ROCK CAPITAL	1,495.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	208,288.
FARALLON EQUITY PARTNERS LP	3,734.
GQG PARTNERS EM EQUITY FUND	633.
MAYSON AVENUE COOPERATIVE	20,000.
RENAISSANCE INSTITUTIONAL DIV ALPHA FUND	30,020.
WTC-CTF MICRO CAP	335.
WTC-CTF RESEARCH EQUITY	3,069.
WTF-CTF SELECT LEADERS	2,306.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	269,928.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON - #0060	793.	0.	793.
BNY MELLON - #0070	349,256.	72,862.	276,394.
BNY MELLON - #0090	24,678.	0.	24,678.
BNY MELLON - #0110	2,261.	0.	2,261.
BNY MELLON - #0130	123.	0.	123.
BNY MELLON - #0170	64.	2.	62.
BNY MELLON - #4000	695.	1.	694.
BNY MELLON - #5000	89.	20.	69.
CEDAR ROCK CAPITAL	376,578.	0.	376,578.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	34,523.	0.	34,523.
FARALLON EQUITY PARTNERS LP	52,213.	0.	52,213.
FORM 8621 PFIC DIVIDENDS	663,728.	0.	663,728.
GQG PARTNERS EM EQUITY FUND	95,055.	0.	95,055.
RENAISSANCE INSTITUTIONAL DIV ALPHA FUND	88,914.	0.	88,914.
VANGUARD ST BOND FD	213,035.	0.	213,035.
WTC-CTF MICRO CAP	38,346.	0.	38,346.
WTC-CTF RESEARCH EQUITY	210,583.	0.	210,583.
WTC-CTF SELECT LEADERS	50,723.	0.	50,723.
TOTAL TO FM 990-PF, PART I, LN 4	2,201,657.	72,885.	2,128,772.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT INCOME - ATLANTA EQUITY FUND	14,074.	14,074.	
INVESTMENT INCOME - ALPHA CAP FUNDS MGMT	<31.>	<31.>	
INVESTMENT INCOME - ZCO	0.	0.	
INVESTMENT INCOME - MAYSON AVENUE	0.	0.	
WTF-CTF RESEARCH EQUITY	180.	180.	
WTF-CTF SELECT LEADERS	32.	32.	
WTF-CTF MICRO CAP	<91.>	<91.>	
CEDAR ROCK CAPITAL	<3,501.>	<3,501.>	
CARNELIAN ENERGY CAPITAL II LP	3,434.	3,434.	
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	<62,034.>	<62,034.>	
FARALLON EQUITY PARTNERS	<75,342.>	<75,342.>	
GQG PARTNERS EM EQUITY FUND	<16,075.>	<16,075.>	
RENAISSANCE INSTITUTIONAL DIV ALPHA FUND	<1,698.>	<1,698.>	
RIVER VII LP	0.	0.	
TRUE WIND CAPITAL LP	0.	0.	
TRUE WIND AIV LP	0.	0.	
CAROUSEL CAPITAL PARTNERS V LP	8,240.	8,240.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<132,812.>	<132,812.>	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	56,192.	2,066.		54,126.
TO FM 990-PF, PG 1, LN 16A	56,192.	2,066.		54,126.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	890,368.	890,368.		0.
PROFESSIONAL FEES - FOUNDATION SOURCE	22,450.	0.		22,450.
PROFESSIONAL FEES - CONSULTING	34,924.	2,286.		32,638.
PROFESSIONAL FEES - OTHER	30,294.	0.		30,294.
MANAGEMENT FEES	562,593.	0.		562,593.
TO FORM 990-PF, PG 1, LN 16C	1,540,629.	892,654.		647,975.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES	130.	4.		126.
TAXES - PAYROLL	66,911.	0.		66,911.
TAXES - PROPERTY	26,055.	26,055.		0.
TAXES - FOREIGN	39,095.	39,095.		0.
TO FORM 990-PF, PG 1, LN 18	132,191.	65,154.		67,037.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	570.	0.		570.
EDUCATION	15,317.	0.		15,317.
INSURANCE - GENERAL LIABILITY	24,181.	17,282.		6,899.
MEALS & ENTERTAINMENT	4,003.	0.		4,003.
MEETING EXPENSE	591.	0.		591.
OFFICE EXPENSE	3,105.	110.		2,995.
POSTAGE & DELIVERY	2,111.	106.		2,005.
REPAIRS & MAINTENANCE	4,410.	0.		4,410.
CHARITABLE EXPENSE - CAROUSEL CAPITAL PARTNERS V LP K-1	33.	0.		33.
TELEPHONE & INTERNET	9,859.	398.		9,461.
PORTFOLIO DEDUCTIONS (PASSTHROUGH)	843,084.	843,084.		0.
EMPLOYEE EXPENSE REIMBURSEMENTS	950.	0.		950.
TO FORM 990-PF, PG 1, LN 23	908,214.	860,980.		47,234.

FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 8

DESCRIPTION	AMOUNT
ADJUSTMENT TO UNREALIZED GAINS/LOSSES ON INVESTMENTS	25,659,841.
TOTAL TO FORM 990-PF, PART III, LINE 3	25,659,841.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ATLANTA EQUITY FUND, LP	FMV	311,688.	311,688.
SEE ATTACHED - BNY MELLON - ALTERNATIVE	FMV	97,087,856.	97,087,856.
SEE ATTACHED - BNY MELLON - CASH EQUIVALENT	FMV	1,091,939.	1,091,939.
SEE ATTACHED - BNY MELLON - DEFERRAL	FMV	39,043.	39,043.
SEE ATTACHED - BNY MELLON - EQUITIES	FMV	124,335,180.	124,335,180.
SEE ATTACHED - BNY MELLON - FIXED INCOME	FMV	18,100,557.	18,100,557.
TOTAL TO FORM 990-PF, PART II, LINE 13		240,966,263.	240,966,263.

TOTAL TO FM 990-PF, PART II, LN 14	1,380,466.	125,369.	1,255,097.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MAYSON AVE EDGEWOOD (PRI) LOANS RECEIVABLE	900,000.	900,000.	900,000.
TO FORM 990-PF, PART II, LINE 15	900,000.	900,000.	900,000.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 12
QUALIFYING DISTRIBUTION STATEMENT

EXPLANATION

ALL CONTRIBUTIONS TO DAF OVER WHICH THE FOUNDATION HAS ADVISORY PRIVILEGES ARE CONTRIBUTIONS TO AN ENTITY DESCRIBED IN IRC SECTIONS 501(C)(3) AND 170(B)(1)(A)(VI). SUCH FUNDS WILL BE USED EXCLUSIVELY TO FUND GRANTS TO OTHER ENTITIES THAT ARE EXEMPT UNDER SECTION 501(C)(3), AND ARE ALSO DESCRIBED UNDER THE IRC SECTIONS 170(B)(1)(A)(I)-(VI) OR 509(A)(2). AS A RESULT, THEY ARE INCLUDED IN QUALIFYING DISTRIBUTIONS OF THE FOUNDATION.

THE FOUNDATION REGULARLY SETS ASIDE, IN A DAF, FUNDS COMMITTED TO CHARITABLE PROJECTS THAT WILL BE PAID IN INSTALLMENTS OVER TIME.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NANCY J. BRUMLEY-ROBITAILLE 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	PRESIDENT/DIRECTOR 13.00	125,000.	24,855.	0.
R. BRAD FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	VICE PRESIDENT/DIRECTOR 7.00	62,000.	168.	0.
MARIE B. FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	SECRETARY/TREAS/DIRECTOR 16.00	125,000.	24,855.	0.
BARBARA K. DEBUTTS 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	EXECUTIVE DIRECTOR 40.00	302,820.	19,752.	0.
ATIBA MBIWAN 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	ASSOCIATE DIRECTOR 40.00	172,473.	10,519.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		787,293.	80,149.	0.

The Zeist Foundation, Inc. **58-1890927**

STATEMENT REGARDING PART II, LINE 7
Summary of Notes and Loans Receivable

Note Receivable - Upaid Systems Convertible Promissory Note	$ 645,910
Receivable Upaid Bridge Notes Convertible Stock Certificates	$2,808,616
Total Notes and Loans Receivable	$3,454,526

The Zeist Foundation, Inc. **58-1890927**

STATEMENT REGARDING PART II, LINE 15
Summary of Other Program Related Assets

Note Receivable - Edgewood Townhomes, LP	$ 900,000
Total Other Assets	$ 900,000

STATEMENT REGARDING PART VII-A, LINE 11
Summary of Directly or Indirectly Controlled Entity

Mayson Avenue Cooperative, LLC is a wholly-owned disregarded LLC of the Foundation, which carries out the bulk of its place-based philanthropic activities.

STATEMENT REGARDING PART IX-A, LINE 1
Summary of Direct Charitable Activities

Mayson Avenue Cooperative, LLC – A single member limited liability company, disregarded for tax purposes, of which The Zeist Foundation, Inc.is the sole member. The company is authorized to engage in activities in furtherance of exclusively charitable, scientific, religious, literacy and educational purposes within the meaning of Section 501 (c)(3) of the IRC. The direct charitable activities engaged in were building community support and soliciting neighborhood input for a housing redevelopment project in the Edgewood Community of Atlanta, Georgia, and providing educational opportunities to residents of the project and the surrounding neighborhood, including the formation and maintenance of the Edgewood Community Learning Garden, in cooperation with The Wylde Center, a local educational charity.

The Zeist Foundation Inc.
FEIN 58-1890927
Grant Recipient Details, 990-PF, Part XV
12/31/2017

RECIPIENT	RECIPIENT ADDRESS		AMOUNT	RELATIONSHIP	PURPOSE
7 Stages, Inc	1105 Euclid Ave NE	Atlanta, GA 30307	25,000	none	Arts & Culture
Achieve Atlanta	191 Peachtree St NE, Suite 1000	Atlanta, GA 30303	75,000	none	Education
Agape Community Center	2353 Bolton Rd NW, Ste 100	Atlanta, GA 30318	150,000	none	Education
America's Second Harvest of Coast GA	2501 E President Street	Savannah, GA 31404	10,000	none	Community Development
ArtsBridge	2800 Cobb Galleria Pkwy	Atlanta, GA 30339	30,000	none	Arts & Culture
Atlanta Ballet, Inc , The	1400 W Peachtree Street NW	Atlanta, GA 30309	50,000	none	Arts & Culture
Atlanta Botanical Garden	1345 Piedmont Avenue NE	Atlanta, GA 30309	50,000	none	Health & Human Services
Atlanta Children's Shelter	PO Box 54322	Atlanta, GA 30308	30,000	none	Education
Atlanta Families for Excellence in Education	1266 W Paces Ferry Rd, Ste 151	Atlanta, GA 30327	25,000	none	Education
Atlanta History Center	130 W Paces Ferry Rd NW	Atlanta, GA 30305	100,000	none	Arts & Culture
Atlanta Mission	2353 Bolton Rd	Atlanta, GA 30318	102,500	none	Health & Human Services
Atlanta Music Project	1280 Peachtree Street, NE, Ste 4074	Atlanta, GA 30309	25,000	none	Arts & Culture
Atlanta Neighborhood Charter School	688 Grant Street	Atlanta, GA 30315	50,000	none	Education
Atlanta Opera, The	1575 Northside Dr NW, Bldg 300	Atlanta, GA 30318	50,000	none	Arts & Culture
Atlanta Speech School	3160 Northside Parkway, NW	Atlanta, GA 30327	250,000	none	Education
Big Brothers Big Sisters of Metro Atlanta	1382 Peachtree St NE	Atlanta, GA 30309	25,000	none	Health & Human Services
Blue Heron Nature Preserve	4055 Roswell Rd	Atlanta, GA 30342	15,000	none	Health & Human Services
Boys & Girls Club of Metro Atlanta	1275 Peachtree St NE, Ste 50	Atlanta, GA 30309	400,000	none	Health & Human Services
Boys & Girls Club of SE Georgia	PO Box 1193	Brunswick, GA 31521	75,000	none	Health & Human Services
Breakthrough Atlanta	4075 Paces Ferry Road, NW	Atlanta, GA 30327	75,000	none	Education
Buckhead Christian Ministry	2847 Piedmont Road	Atlanta, GA 30305	75,000	none	Health & Human Services
Camp Twin Lakes	600 Means Street, Suite 110	Atlanta, GA 30318	100,000	none	Health & Human Services
Center for Puppetry Arts	1404 Spring St , NW	Atlanta, GA 30309	50,000	none	Arts & Culture
Chattahochee Nature Center	PO Box 769769	Roswell, GA 30076	40,000	none	Health & Human Services
Children's Healthcare of Atlanta	1577 Northeast Expressway, Suite A	Atlanta, GA 30329	3,500	none	Health & Human Services
Children's Healthcare of Atlanta	1577 Northeast Expressway, Suite A	Atlanta, GA 30329	6,000	none	Health & Human Services
CHRIS 180	1017 Fayetteville Rd, Suite B	Atlanta, GA 30316	250,000	none	Health & Human Services
City of Refuge	1300 Joseph E Boone Blvd NW	Atlanta, GA 30314	102,500	none	Health & Human Services
Communities in Schools Atlanta	260 Peachtree Street, Ste 750	Atlanta, GA 30303	50,000	none	Education
Communities in Schools Georgia	260 Peachtree Street, Suite 700	Atlanta, GA 30303	50,000	none	Education
Communities of Coastal Georgia Foundation	1626 Frederica Rd #201	St Simons Island, GA 31522	30,000	none	Community Development
Community Foundation for Greater Atlanta	50 Hurt Plaza, Suite 449	Atlanta, GA 30303	1,042,500	none	Community Development
Community Guilds	501 Dancing Fox Road	Decatur, GA 30032	20,000	none	Education
Covenant House Georgia	1559 Johnson Road, NW	Atlanta, GA 30318	50,000	none	Health & Human Services
Duke University	1452 Fitzpatrick Center	Durham, NC 27708	100,000	none	Health & Human Services
Dyslexia Resource Trust	282 Mt Paran Rd NW	Atlanta, GA 30327	200,000	none	Education
East Atlanta Kids Club	659-A Gresham Avenue SE	Atlanta, GA 30316	20,000	none	Community Development
Emory University	1440 Clifton Road, Suite 170	Atlanta, GA 30322	400,000	none	Health & Human Services
Eplan Group, The	1737 Inverness Ave	Atlanta, GA 30306	10,500	none	Health & Human Services
Families First	1105 W Peachtree Street, NE	Atlanta, GA 30357	22,000	none	Community Development
Feed My Lambs	560 N Fairground St	Marietta, GA 30060	25,000	none	Education
Fernbank Museum of Natural History, The	767 Clifton Road NE	Atlanta, GA 30307	50,000	none	Education
Foundation Center, The	50 Hurt Plaza, Ste 150	Atlanta, GA 30303	10,000	none	Community Development
GEEARS	3400 Peachtree Rd NE, Ste 1720	Atlanta, GA 30326	65,000	none	Education
Georgia Appleseed	1100 Peachtree Street, Ste 2800	Atlanta, GA 30309	25,000	none	Education
Georgia Center for Non Profits	100 Peachtree Street, Suite 1500	Atlanta, GA 30303	800	none	Community Development
Georgia Center on Economic Education	75 Piedmont Ave, Ste 700	Atlanta, GA 30303	25,000	none	Education
Georgia Leadership Institute	School Improvement	Duluth, GA 30097	100,000	none	Education
Georgia Partnership for Excellence in Education	233 Peachtree St, Suite 2000	Atlanta, GA 30303	35,000	none	Education
Georgia State University Foundation	One Park Place South, Ste 742	Atlanta, GA 30303	110,000	none	Education
Grady Health Foundation	191 Peachtree Street NE, Ste 820	Atlanta, GA 30303	500,000	none	Health & Human Services
Health Education Assessment & Leadership Inc	PO Box 7522	Atlanta, GA 30357	100,000	none	Health & Human Services
Historic Oakland Foundation	248 Oakland Avenue SE	Atlanta, GA 30312	65,000	none	Arts & Culture
Horizons Atlanta	3330 Cumberland Blvd, Ste 500	Atlanta, GA 30339	50,000	none	Education
Imagine It! Children's Museum of Atlanta	274 Olympic Park Drive NW	Atlanta, GA 30313	50,000	none	Arts & Culture
Jumpstart for Young Children	308 Congress Street, 6th Floor	Boston, MA 02210	25,000	none	Education

The Zeist Foundation Inc.
FEIN 58-1890927
Grant Recipient Details, 990-PF, Part XV
12/31/2017

RECIPIENT	RECIPIENT ADDRESS		AMOUNT	RELATIONSHIP	PURPOSE
Junior Achievement of Georgia, Inc	460 Abernathy Road	Atlanta, GA 30328	250,000	none	Education
KIPP Metro Atlanta Collaborative	350 Temple Street, NW	Atlanta, GA 30314	150,000	none	Education
La Amistad	3434 Roswell Rd, NW	Atlanta, GA 30305	35,000	none	Education
Los Ninos Primero	471 Mount Vernon Hwy NE	Atlanta, GA 30328	20,000	none	Education
March of Dimes	1275 Mamaroneck Ave	White Plains, NY 10605	500	none	Health & Human Services
Metropolitan Atlanta Arts Fund	50 Hurt Plaza Suite #449	Atlanta, GA 30303	75,000	none	Arts & Culture
Middle Georgia Community Food Bank	PO Box 5024	Macon, GA 31208-5024	10,000	none	Community Development
Museum of Design Atlanta	1315 Peachtree St	Atlanta, GA 30309	20,000	none	Arts & Culture
National Center for Civil Rights & Human Rights	250 Williams Street, NW	Atlanta, GA 30313	35,000	none	Education
National Centre for Family Philanthropy	1667 K Street, Ste 550	Washington, DC 20006	2,000	none	Community Development
National Council on Teacher Quality	1120 G Street, Ste 800	Washington, DC 20005	5,000	none	Education
National Philanthropy Day	4300 Wilson Blvd, Ste 300	Arlington, VA 22203	900	none	Community Development
Nicholas House	PO Box 15577	Atlanta, GA 30333	50,000	none	Education
Odyssey Inc	1424 W Paces Ferry Road NW	Atlanta, GA 30327	50,000	none	Education
Our House Inc	PO Box 1304	Atlanta, GA 30329	100,000	none	Health & Human Services
Piedmont Park Conservancy, Inc	PO Box 7795	Atlanta, GA 30357	35,000	none	Health & Human Services
PowerMyLearning	1660 Chattahoochee Avenue, Ste E	Atlanta, GA 30318	45,000	none	Education
Pro Bono Partnership of Atlanta	999 Peachtree Street, Ste 2300	Atlanta, GA 30309	20,000	none	Community Development
Quality Care for Children	2751 Buford Highway, NE, Suite 500	Atlanta, GA 30324	125,000	none	Education
Rainbow Village	3427 Duluth Hwy 120	Duluth, GA 30096	50,000	none	Health & Human Services
Reach Out and Read	145 Old Sandhurst Landing	Atlanta, GA 30022	40,000	none	Education
Robert W Woodruff Arts Center	1280 Peachtree Street NE	Atlanta, GA 30309	801,500	none	Arts & Culture
Ronald McDonald House Charities	795 Gatewood Rd NE	Atlanta, GA 30329	75,000	none	Health & Human Services
Sheltering Arms	385 Centennial Olympic Park Drive	Atlanta, GA 30313	125,000	none	Health & Human Services
Southeastern Council of Foundations	50 Hurt Plaza	Atlanta, GA 30303	11,600	none	Community Development
Truancy Intervention Project	395 Pryor Street, Suite 4122	Atlanta, GA 30312	25,000	none	Education
True Colors Theatre Company	887 W Means Street, Suite J-102	Atlanta, GA 30318	20,000	none	Arts & Culture
Voices for Georgia's Children	100 Edgewood Ave, NE Suite 1580	Atlanta, GA 30303	75,000	none	Health & Human Services
VOX Teen Communications Inc	229 Peachtree Street, Ste 725	Atlanta, GA 30303	25,000	none	Education
Whitefoord Elementary School	35 Whitefoord Ave, SE	Atlanta, GA 30317	4,713	none	Education
Whitefoord, Inc	1353 George Brumley Way SE	Atlanta, GA 30317-1743	740,000	none	Education
Wylde Center, The	435 Oakview Rd	Atlanta, GA 30030	126,154	none	Community Development
YMCA of Metro Atlanta	100 Edgewood Avenue, Suite 1100	Atlanta, GA 30303	75,000	none	Health & Human Services
Zoo Atlanta	800 Cherokee Avenue SE	Atlanta, GA 30315	400,000	none	Arts & Culture
			$ 9,092,667		