

946
C&E
Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(2) Trust created 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 ROCKDALE FOUNDATION, INC.		A Employer identification number 58-2668065
Number and street (or P.O. box number if mail is not delivered to street address) 916 JOSEPH E. LOWREY BLVD., NW, STE. 4	Room/suite	B Telephone number (404) 249-0426
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30318		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 checked="" 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) \$ 5,147,631.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Form 990-B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	110,155.	110,155.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	325,530.			
b Gross sales price for all assets on line 6a	1,044,596.			
7 Capital gain net income (from Part IV, line 2)		325,530.		
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				
12 Total. Add lines 1 through 11	435,685.	435,685.		
13 Compensation of officers, directors, trustees, etc.	74,408.	7,441.		66,967.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	3,183.	318.		2,865.
16a Legal fees				
b Accounting fees	STMT 2 17,500.	8,875.		8,625.
c Other professional fees	STMT 3 32,651.	22,582.		10,069.
17 Interest				
18 Taxes	STMT 4 6,916.	0.		0.
19 Depreciation and depletion	1,838.	0.		
20 Occupancy	24,278.	2,428.		21,851.
21 Travel, conferences, and meetings	36,854.	72.		36,783.
22 Printing and publications	116.	12.		104.
23 Other expenses	STMT 5 12,063.	1,109.		10,954.
24 Total operating and administrative expenses. Add lines 13 through 23	209,807.	42,837.		158,218.
25 Contributions, gifts, grants paid	222,902.			484,052.
26 Total expenses and disbursements. Add lines 24 and 25	432,709.	42,837.		642,270.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	2,976.			
b Net investment income (if negative, enter -0-)		392,848.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		31,579.	69,746.	69,746.
	2	Savings and temporary cash investments		166,161.	290,327.	290,327.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 7	3,856,857.	3,866,214.	3,866,214.
	c	Investments - corporate bonds	STMT 8	1,004,272.	914,633.	914,633.
	11	Investments - land, buildings and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans				7	
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	14,497.				
	Less: accumulated depreciation ▶	13,324.	3,010.	1,173.	1,173.	
15	Other assets (describe ▶)		0.	5,538.	5,538.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		5,061,879.	5,147,631.	5,147,631.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable		431,633.	170,483.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)		28,135.	26,143.	
23	Total liabilities (add lines 17 through 22)		459,768.	196,626.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31					
	24	Unrestricted		4,602,111.	4,951,005.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		4,602,111.	4,951,005.		
31	Total liabilities and net assets/fund balances		5,061,879.	5,147,631.		

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	4,602,111.
2	Enter amount from Part I, line 27a	2	2,976.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	345,918.
4	Add lines 1, 2, and 3	4	4,951,005.
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	4,951,005.

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 (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 PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS			
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 1,036,833.		719,066.	317,767.
b 7,763.			7,763.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			317,767.
b			7,763.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	325,530.
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	828,804.	5,118,027.	.161938
2015	415,907.	5,308,805.	.078343
2014	516,518.	5,136,958.	.100549
2013	521,263.	5,183,253.	.100567
2012	501,208.	5,209,085.	.096218

2 Total of line 1, column (d)	2	.537615
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years	3	.107523
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,164,584.
5 Multiply line 4 by line 3	5	555,312.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,928.
7 Add lines 5 and 6	7	559,240.
8 Enter qualifying distributions from Part XII, line 4 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.	8	642,270.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,928.
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	3,928.
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	3,928.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,603.	
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	6,603.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	9.	
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	2,666.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 2,666. Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>GA</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2017)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://ROCKDALEFOUNDATION.ORG/</u>	X	
14 The books are in care of ► <u>KATHLEEN M. BARKSDALE</u> Telephone no. ► <u>(404) 249-0426</u> Located at ► <u>916 JOSEPH E. LOWREY BLVD., NW, STE. 4, ATLANTA,</u> ZIP+4 ► <u>30318</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) 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

Form 990-PF (2017)

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

5b

X

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?

SEE STATEMENT 12

☒ 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 11		74,408.	3,183.	0.

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

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

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

▶ 0

Form 990-PF (2017)

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

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

8
2017.04030 THE ROCKDALE FOUNDATION, L45600.1

(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	5,004,714.
b	Average of monthly cash balances	1b	238,518.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	5,243,232.
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	5,243,232.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,648.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,164,584.
6	Minimum investment return. Enter 5% of line 5	6	258,229.

(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	258,229.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,928.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,928.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	254,301.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	254,301.
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	254,301.

(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	642,270.
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	
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	642,270.
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	3,928.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	638,342.

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.

Form 990-PF (2017)

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				254,301.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	241,714.			
b From 2013	263,522.			
c From 2014	260,835.			
d From 2015	152,081.			
e From 2016	581,357.			
f Total of lines 3a through e	1,499,509.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$	642,270.			
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				254,301.
e Remaining amount distributed out of corpus	387,969.			
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	1,887,478.			
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				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	241,714.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	1,645,764.			
10 Analysis of line 9:				
a Excess from 2013	263,522.			
b Excess from 2014	260,835.			
c Excess from 2015	152,081.			
d Excess from 2016	581,357.			
e Excess from 2017	387,969.			

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)

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	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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)
----------------	--

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

- 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)			**	
a Paid during the year				
ATLANTA FAMILIES' AWARDS FOR EXCELLENCE IN EDUCATION 1266 W PACES FERRY RD., #151 ATLANTA, GA 30327	NONE	PC	SEE STATEMENT	5,000.
ATLANTA WOMEN'S FOUNDATION 3355 LENOX RD., SUITE 850 ATLANTA, GA 30326	NONE	PC	SEE STATEMENT	1,750.
AUTOMOTIVE TRAINING CENTER 2210 SYLVAN ROAD, SUITE M EAST POINT, GA 30344	NONE	PC	SEE STATEMENT	1,000.
BOYS AND GIRLS CLUBS OF METRO ATLANTA 1900 LAKEWOOD AVE., SE ATLANTA, GA 30013	NONE	PC	SEE STATEMENT	45,000.
CENTER FOR CIVIC INNOVATION 115 MLK JR. DRIVE, SW ATLANTA, GA 30003	NONE	PC	SEE STATEMENT	100.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			484,052.
b Approved for future payment				
NONE				
Total	▶ 3b			0.

Form 990-PF (2017)

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)(3) (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 | X | |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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 | | |

[illegible]

- 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.

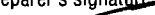
Signature of officer or trustee

Date 10/30/18

PRESIDENT
Title

May the IRS discuss this return with the preparer shown below? See instr.

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
GREGORY W. HAYES		10-8-78		P00054246
Firm's name ► MOORE STEPHENS TILLER LLC			Firm's EIN ► 58-0673524	
Firm's address ► 1960 SATELLITE BLVD., SUITE 3600 DULUTH, GA 30097			Phone no. (770) 995-8800	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CROSSROADS (COMMUNITY MINISTRIES?) 420 COURTLAND ST. ATLANTA, GA 30308	NONE	PC	SPONSOR OF THE 20/20 GALA HONORING BILL BOLLING	500.
DAVIDSON COLLEGE BOX 7170 DAVIDSON, NC 28035	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	1,000.
EAST LAKE FOUNDATION 2606 ALSTON DR., SE ATLANTA, GA 30317	NONE	PC	PARTY ON THE GREEN EVENT	2,500.
FIRELIGHT FOUNDATION 740 FRONT STREET, SUITE 380 SANTA CRUZ, CA 95060	NONE	PC	IEFG 2017-2018	2,500.
FOUNDATION FOR RURAL AND URBAN TRANSFORMATION (FORUT) 24E MAIN MOTOR ROAD, CONGO CROSS FREETOWN, SIERRA LEONE	NONE	INTERNATIONAL NGO	TO DRILL WELLS & FOR AID FOR EMERGENCY FLOOD VICTIMS	38,500.
GEORGIA INTERFAITH POWER AND LIGHT 701 S. COLUMBIA DRIVE, BOX 326 DECATUR, GA 30030	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	250.
GEORGIA JUSTICE PROJECT 438 EDGEWOOD AVENUE ATLANTA, GA 30312	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	250.
GEORGIA WATCH 55 MARIETTA STREET, NW, SUITE 903 ATLANTA, GA 30303	NONE	PC	GENERAL OPERATING	2,500.
GRADY HEALTH FOUNDATION 191 PEACHTREE ST., N.E., STE. 820 ATLANTA, GA 30303	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	2,000.
INTERNATIONAL RESCUE COMMITTEE 122 E. 42ND STREET NEW YORK, NY 10068	NONE	PC	RAINBO INITIATIVE	10,847.
Total from continuation sheets				431,202.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTOWN COLLABORATIVE MINISTRIES 1026 PONCE DE LEON AVE., NE ATLANTA, GA 30306	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	500.
ISLAMIC SPEAKERS BUREAU OF ATLANTA P.O. BOX 723426 ATLANTA, GA 31140	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	250.
JEFFREY FASHION CARES 3500 PEACHTREE RD. NE, STE A-3 ATLANTA, GA 30326	NONE	PC	SPONSOR OF JCF EVENT	1,000.
MEDSHARE INTERNATIONAL 3240 CLIFTON SPRINGS ROAD DECATUR, GA 30034	NONE	PC	SPONSOR OF THEIR KALEIDOSCOPE EVENT & SHARE THE GOOD GALA	1,500.
MORE THAN ME FOUNDATION, INC. PO BOX 438 BERNARDSVILLE, NJ 07924	NONE	PC	CAPACITY BUILDING FOR TEACHERS THROUGH TEACHING AND LEARNING CAPACITY LEADERS	5,000.
NATIONAL CENTER FOR CIVIL AND HUMAN RIGHTS 250 WILLIAMS ST., STE 2322 ATLANTA, GA 30303	NONE	PC	WOMEN'S SOLIDARITY CIRCLE (PAYMENT 3 OF 3) & SPONSOR OF THEIR POWER TO INSPIRE EVENT	10,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1667 K ST., NW, #550 WASHINGTON, DC 20006	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	500.
NATIONAL YOUTH AWARENESS FORUM 346E BAI BUREH ROAD, CALABA TOWN FREETOWN, SIERRA LEONE	NONE	INTERNATIONAL NGO	TO SUPPORT DISTANCE EDUCATION EFFORTS FOR SCHOOLS & MOYAMBA EXPANSION	183,650.
OGLETHORPE UNIVERSITY 4484 PEACHTREE ROAD NE ATLANTA, GA 30319	NONE	PC	CAPITAL CAMPAIGN	5,000.
ONE HUNDRED MILES 1312 NEW CASTLE ST. BRUNSWICK, GA 31520	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	1,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OUR HOUSE, INC. P.O. BOX 1304 DECATUR, GA 30032	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	400.
PIKIN TO PIKIN 13 MACDONALD ST. FREETOWN, SIERRA LEONE	NONE	INTERNATIONAL NGO	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	14,750.
PLANNED PARENTHOOD SOUTHEAST 241 PEACHTREE STREET, NW, SUITE 400 ATLANTA, GA 30303	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	5,250.
POLIS INSTITUTE, INC. P.O. BOX 560531 ORLANDO, FL 32856	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	1,000.
RADIO DEMOCRACY NEW ENGLAND VILLE FREETOWN, SIERRA LEONE	NONE	INTERNATIONAL NGO	PROMOTE INCLUSIVE AND PARTICIPATORY ELECTION PROCESSES	45,000.
RESTLESS DEVELOPMENT 636 6TH AVENUE SUITE 410 NEW YORK, NY 10011	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	6,000.
RISING ACADEMIES 56B MAINB MOTOR RD., SIGNAL HILL FREETOWN, SIERRA LEONE	NONE	INTERNATIONAL NGO	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	2,500.
ROCKDALE EMERGENCY RELIEF 350 TALL OAKS DRIVE SE CONYERS, GA 30013	NONE	PC	GENERAL OPERATING FUND	10,000.
ROTARY CLUB OF BUCKHEAD PO BOX 12151 ATLANTA, GA 30355	NONE	PC	2017 FOUNDATION BALL HONORING ALICIA PHILIPP	300.
SKYLAND TRAIL 1961 N DRUID HILL RD., NE ATLANTA, GA 30329	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHEASTERN COUNCIL OF FOUNDATIONS 100 PEACHTREE STREET NW, SUITE 2080 ATLANTA, GA 30303	NONE	PC	2017 DUES	1,200.
SPECIAL OLYMPICS, INC. 6046 FINANCIAL DRIVE NORCROSS, GA 30071	NONE	PC	CAPITAL CAMPAIGN (2 OF 3)	10,000.
THE CHILDREN'S MUSEUM OF ATLANTA 205 CENTENNIAL OLYMPIC PARK DR. NW ATLANTA, GA 30313	NONE	PC	SPONSOR OF A MUSEUM EVENT	500.
THE COMMUNITY FOUNDATION FOR GREATER ATLANTA 191 PEACHTREE STREET, NE., SUITE 1000 ATLANTA, GA 30303	NONE	PC	MAYNARD JACKSON FILM	1,000.
THE GRANDMOTHER PROJECT 2502 25TH AVE. W. SEATTLE, WA 98199	NONE	PC	GRANDMOTHERS IN SCHOOLS - GUIDE PEDAGOGIQUE (TEACHER TRAINING)	9,902.
THE ROCKDALE COUNTY PUBLIC SCHOOLS FOUNDATION P.O. BOX 82724 CONYERS, GA 30014	NONE	PC	CHAMPION FOR THE CHILDREN 2017 PLEDGE	5,000.
US FUND FOR UNICEF 126 MAIDEN LANE NEW YORK, NY 10038	NONE	PC	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	2,000.
VOICE GHANA PO BOX HP 843 HO, VOLTA REGION, GHANA	NONE	INTERNATIONAL NGO	TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE	2,500.
WEST AFRICA CIVIL SOCIETY INSTITUTE PO BOX AT 1956 - NO 9 BAMBOO STREET EAST LEGON ACCRA ACHIMOTA, GHANA	NONE	INTERNATIONAL NGO	NEXT GENERATION LEADERSHIP PROGRAM - SIERRA LEONEAN PARTICIPANTS	30,903.
WOODRUFF ARTS CENTER 1280 PEACHTREE ST, NE ATLANTA, GA 30309	NONE	PC	TO BE DIVIDED BETWEEN THE HIGH MUSEUM, ASO AND ALLIANCE THEATRE	10,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ATLANTA WOMEN'S FOUNDATION

TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE & NUMBERS

TOO BIG TO IGNORE LUNCHEON

NAME OF RECIPIENT - YWCA OF GREATER ATLANTA

TO SUPPORT THE RECIPIENT ORGANIZATION'S CHARITABLE PURPOSE & 2017

SALUTE TO WOMEN OF ACHIEVEMENT LUNCHEON

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT PORTFOLIO	117,918.	7,763.	110,155.	110,155.	
TO PART I, LINE 4	117,918.	7,763.	110,155.	110,155.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	17,500.	8,875.		8,625.
TO FORM 990-PF, PG 1, LN 16B	17,500.	8,875.		8,625.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	22,582.	22,582.		0.
OTHER PROFESSIONAL SERVICES	10,069.	0.		10,069.
TO FORM 990-PF, PG 1, LN 16C	32,651.	22,582.		10,069.

FORM 990-PF	TAXES	STATEMENT 4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL NET INVESTMENT INCOME EXCISE TAX	6,916.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,916.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	3,912.	391.		3,520.
INTERNET & TECHNOLOGY	4,896.	490.		4,406.
INSURANCE	72.	7.		65.
BANK CHARGES	1,142.	114.		1,028.
DUES & SUBSCRIPTIONS	1,673.	70.		1,603.
LICENSES & PERMITS	30.	3.		27.
POSTAGE & DELIVERY	338.	34.		305.
TO FORM 990-PF, PG 1, LN 23	12,063.	1,109.		10,954.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION IN THE INVESTMENT PORTFOLIO	343,067.
CHANGE IN ACCRUED INCOME	2,851.
TOTAL TO FORM 990-PF, PART III, LINE 3	345,918.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLERGAN PLC (AGN)	49,074.	49,074.
EATON CORP PLC (ETN)	71,109.	71,109.
INGERSOL-RAND PLC (IR)	89,190.	89,190.
JOHNSON CTLS INTL PLC (JCI)	44,551.	44,551.
CHUBB LIMITED (CB)	87,824.	87,824.
AT&T INC (T L	77,760.	77,760.
ABBOTT LABORATORIES (ABT)	28,535.	28,535.
ALPHABET, INC. (GOOG)	156,960.	156,960.
ALPHABET, INC. (GOOGL)	158,010.	158,010.
AMERICAN EXPRESS COMPANY (AXP)	59,586.	59,586.
AMGEN INC (AMGN)	69,560.	69,560.
APPLE INC (AAPL)	253,845.	253,845.
CVS HEALTH CORPORATION (CVS)	58,000.	58,000.
COGNIZANT TECHNOLOGY SOLUTIONS CORP (CTSH) CI A	127,836.	127,836.
DANAHER CORP (DHR)	111,384.	111,384.
DEVON ENERGY CORPORATION NEW (DVN)	41,400.	41,400.
EMERSON ELECTRIC CO (EMR)	13,938.	13,938.
FEDEX CORP (FDX)	42,671.	42,671.
FORTIVE CORP. (FTV)	57,880.	57,880.
GENERAL ELECTRIC COMPANY (GE)	34,900.	34,900.
HOME DEPOT INC (HD)	36,200.	36,200.
INTEL CORP (INTC)	46,160.	46,160.
JOHNSON & JOHNSON (JNJ)	97,804.	97,804.
MERCK & CO INC (MRK)	56,270.	56,270.
METLIFE INC (MET)	60,672.	60,672.
MICROSOFT CORPORATION (MSFT)	171,080.	171,080.
OMNICOM GROUP INC (OMC)	50,981.	50,981.
ORACLE CORP (ORCL)	94,560.	94,560.
PEPSICO INC (PEP)	71,952.	71,952.
PRAXAIR INC (PX)	77,340.	77,340.
THE PROCTER & GAMBLE COMPANY (PG)	68,910.	68,910.
SALESFORCE.COM INC (CRM)	30,669.	30,669.
SCHWAB CHARLES CORP NEW (SCHW)	25,685.	25,685.
T J X COMPANIES INC (TJX)	76,460.	76,460.
THERMO FISHER SCIENTIFIC INC. (TMO)	75,952.	75,952.
UNION PAC CORP (UNP)	40,230.	40,230.
VERIZON COMMUNICATIONS INC (VZ)	39,698.	39,698.
PARNASSUS MID CAP FUND (PPFMX)	287,982.	287,982.
!SHARES MSCI EAFE INDEX FD (EFA)	149,760.	149,760.
DREYFUS INTERNATIONAL STOCK FUND (DISYX)	318,493.	318,493.
VANGUARD EMERGING MARKETS ETF (VWO)	355,343.	355,343.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,866,214.	3,866,214.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON CORPORATE BOND FUND	617,513.	617,513.
BNY MELLON BOND FUND	297,120.	297,120.
TOTAL TO FORM 990-PF, PART II, LINE 10C	914,633.	914,633.

FORM 990-PF	OTHER ASSETS		STATEMENT 9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INVESTMENT INCOME	0.	2,851.	2,851.
FEDERAL NET INVESTMENT INCOME			
EXCISE TAX RECEIVABLE	0.	2,687.	2,687.
TO FORM 990-PF, PART II, LINE 15	0.	5,538.	5,538.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 10
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL NET INVESTMENT INCOME EXCISE TAX PAYABLE	1,992.	0.
DEFERRED FEDERAL NET INVESTMENT INCOME EXCISE TAXES	26,143.	26,143.
TOTAL TO FORM 990-PF, PART II, LINE 22	28,135.	26,143.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KATHLEEN M. BARKSDALE 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR/PRESIDENT 1.00	0.	0.	0.
WINSOME HAWKINS 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR/SECRETARY 1.00	0.	0.	0.
JOANNA ADAMS 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR 1.00	0.	0.	0.
DAVID WEITNAUER 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	DIRECTOR 1.00	0.	0.	0.
JODY STEPHENSON 916 JOSEPH E. LOWREY BLVD., STE. 4 ATLANTA, GA 30318	EXECUTIVE DIRECTOR 24.00	74,408.	3,183.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		74,408.	3,183.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 12

GRANTEE'S NAME

RADIO DEMOCRACY

GRANTEE'S ADDRESSNEW ENGLAND VILLE
FREETOWN, SIERRA LEONE

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
45,000.	06/12/17	45,000.	05/17/17

PURPOSE OF GRANT

PROMOTE INCLUSIVE AND PARTICIPATORY ELECTION PROCESSES

DATES OF REPORTS BY GRANTEE

VARIOUS THROUGHOUT THE YEAR

ANY DIVERSION BY GRANTEE

NONE

990-PF

INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS
PART XVII, LINE 1, COLUMN (D)

STATEMENT 13

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

FOUNDATION FOR RURAL AND URBAN TRANSFORMATION (FORUT)

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

GRANTEE IS A LOCALLY REGISTERED NON-GOVERNMENTAL ORGANIZATION (NGO) IN AFRICA. A GRANT OF \$17,500 WAS MADE ON 4/5/17 TO FUND THE DRILLING OF FRESH WATER WELLS IN SIERRA LEONE, AFRICA AND A GRANT OF \$21,000 WAS MADE ON 6/13/17 TO AID EMERGENCY FLOOD RELIEF EFFORTS IN SIERRA LEONE, AFRICA.