

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

Name of foundation BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE		A Employer identification number 58-6025557	
Number and street (or P O box number if mail is not delivered to street address) REGIONS BANK TRUST DEPT P O BOX 116		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35202		B Telephone number (see instructions) (251) 690-1024	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" 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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 669,522	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	13,472	12,813		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	12,048			
	b Gross sales price for all assets on line 6a 364,823				
	7 Capital gain net income (from Part IV, line 2)		12,048		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	464			
	12 Total. Add lines 1 through 11	25,984	24,861		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,888	7,910		1,978
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	800	0	0	800
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	243	243		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	10,931	8,153	0	2,778
	25 Contributions, gifts, grants paid	32,000			32,000
	26 Total expenses and disbursements. Add lines 24 and 25	42,931	8,153	0	34,778
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-16,947			
	b Net investment income (if negative, enter -0-)		16,708		
c Adjusted net income (if negative, enter -0-)				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing		13	13		
	2	Savings and temporary cash investments	9,236	23,141	23,141		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	78,201	81,452	81,069		
	b	Investments—corporate stock (attach schedule)	369,645	188,235	234,803		
	c	Investments—corporate bonds (attach schedule)	167,195	105,472	104,559		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)		208,598	225,937		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	624,277	606,911	669,522			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	624,277	606,911			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	624,277	606,911				
31	Total liabilities and net assets/fund balances (see instructions) .	624,277	606,911				

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	624,277
2	Enter amount from Part I, line 27a	2	-16,947
3	Other increases not included in line 2 (itemize) ▶ _____	3	374
4	Add lines 1, 2, and 3	4	607,704
5	Decreases not included in line 2 (itemize) ▶ _____	5	793
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	606,911

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	12,048
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	34,674	615,561	0 056329
2015	34,256	648,470	0 052826
2014	28,458	666,169	0 042719
2013	22,674	638,915	0 035488
2012	22,577	608,009	0 037133
2 Total of line 1, column (d)			2 0 224495
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 044899
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 639,042
5 Multiply line 4 by line 3			5 28,692
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 167
7 Add lines 5 and 6			7 28,859
8 Enter qualifying distributions from Part XII, line 4			8 34,778

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	167
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	167
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	167
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	52
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	52
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	115
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 0 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NA	13	Yes	
14	The books are in care of ► REGIONS BANK, TRUST DEPARTMENT Telephone no ► (251) 690-1024			

Located at ► 201 MILAN PARKWAY BIRMINGHAM AL ZIP+4 ► 35211

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input checked="" type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►			

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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)?		1b	No
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	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b	No

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

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
REGIONS BANK 201 MILAN PARKWAY BIRMINGHAM, AL 35211	TRUSTEE 1	9,888		
RALPH RODGERS PO DRAWER 71727 ALBANY, GA 31708	TRUSTEE 2	0		
LEIGH BROOKS 612 RUSELL ROAD ALBANY, GA 31707	TRUSTEE 2	0		

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

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

Total number of other employees paid over \$50,000. **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

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

Total number of others receiving over \$50,000 for professional services. **0****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	648,774
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	648,774
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	648,774
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	9,732
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	639,042
6	Minimum investment return. Enter 5% of line 5.	6	31,952

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	31,952
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	167
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	167
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	31,785
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	31,785
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	31,785

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	34,778
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	34,778
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	167
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	34,611

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				31,785
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			22,751	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	0			
b From 2013.	0			
c From 2014.	0			
d From 2015.	0			
e From 2016.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 34,778				
a Applied to 2016, but not more than line 2a			22,751	
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.				12,027
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				19,758
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	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.	0			
b Excess from 2014.	0			
c Excess from 2015.	0			
d Excess from 2016.	0			
e Excess from 2017.	0			

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

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

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
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	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
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 <i>Paid during the year</i> LILY PAD SANE CENTER INC P O BOX 70938 ALBANY, GA 31708	NONE	PC	GENERAL OPERATING	8,000
GIRLS INC P O BOX 1366 ALBANY, GA 31702	NONE	PC	GENERAL OPERATING	8,000
EASTER SEALS SOUTHERN GA INC 1906 PALMYRA ROAD ALBANY, GA 317011598	NONE	PC	GENERAL OPERATING	8,000
BOYS & GIRLS CLUBS OF ALBANY INC P O BOX 1130 ALBANY, GA 31702	NONE	PC	GENERAL OPERATING	8,000
Total			▶ 3a	32,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-04-30 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	SHAWN P HANLON		2018-04-30		P00965923
	Firm's name PRICEWATERHOUSECOOPERS LLP				Firm's EIN 13-4008324
Firm's address 600 GRANT STREET PITTSBURGH, PA 15219					Phone no (412) 355-6000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
36 BRISTOL-MYERS SQUIBB CO		2015-06-12	2017-01-26
42 CVS HEALTH CORP		2015-12-04	2017-01-26
12 JPMORGAN CHASE & CO		2015-03-30	2017-01-26
21 MICROCHIP TECHNOLOGY INC		2016-07-07	2017-01-26
45 MICROCHIP TECHNOLOGY INC		2015-12-04	2017-01-26
42 QUALCOMM INC		2015-12-04	2017-01-26
17 STRYKER CORP		2015-03-30	2017-01-26
1 STRYKER CORP		2016-02-04	2017-01-26
26 WALMART STORES INC COM		2015-12-17	2017-01-26
51 MEDTRONIC PLC		2015-12-17	2017-01-26

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,679		2,367	-688
3,331		4,277	-946
1,041		738	303
1,419		1,049	370
3,041		2,088	953
2,261		2,537	-276
2,052		1,585	467
121		99	22
1,732		1,567	165
3,774		3,912	-138

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-688
			-946
			303
			370
			953
			-276
			467
			22
			165
			-138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3000 TARGET CORP CALLABLE 5 375% 05/01/2017		2013-12-05	2017-02-06
1000 TARGET CORP CALLABLE 5 375% 05/01/2017		2016-03-07	2017-02-06
5000 GLAXOSMITHKLINE CAP PLC CALLABLE DTD 05/09/2012 1 5% 05/08/2017		2016-06-14	2017-02-15
4000 MARATHON OIL CORP 3 85% 01 JUN 2025		2015-09-17	2017-03-06
4000 UNITED HEALTH GROUP INC DTD 07/23/2015 1		2015-07-21	2017-03-08
3000 WACHOVIA CORP DTD 06/08/07 5 75% 06/15/2		2016-03-04	2017-03-15
4000 PEPSICO INC 1% 13 OCT 2017		2015-10-09	2017-03-22
SECURITIES LITIGATION SETTLEMENT PROCEEDS			2017-03-31
12 APPLE INC		2015-06-12	2017-04-10
4 CELGENE CORP		2015-03-30	2017-04-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,030		3,108	-78
1,010		1,000	10
5,006		5,000	6
3,940		3,711	229
4,002		4,001	1
3,031		3,057	-26
3,994		3,995	-1
3,263			3,263
1,720		1,537	183
504		482	22

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-78
			10
			6
			229
			1
			-26
			-1
			3,263
			183
			22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3 CISCO SYSTEMS INC		2015-03-30	2017-04-10
9 CITIGROUP INC		2015-03-30	2017-04-10
2 ECOLAB INC		2015-03-30	2017-04-10
39 EXXON MOBIL CORP		2015-03-30	2017-04-10
2 FACEBOOK INC-A		2015-03-30	2017-04-10
4 GENERAL DYNAMICS CORP		2016-09-19	2017-04-10
68 GENERAL ELECTRIC CO		2015-12-04	2017-04-10
6 HONEYWELL INTERNATIONAL INC		2015-03-30	2017-04-10
7 LILLY ELI & CO		2017-01-26	2017-04-10
126 MATTEL INC		2016-09-19	2017-04-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
99		83	16
535		466	69
252		231	21
3,250		3,333	-83
282		168	114
752		611	141
2,044		1,959	85
749		624	125
598		523	75
3,185		4,035	-850

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			16
			69
			21
			-83
			114
			141
			85
			125
			75
			-850

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 MERCK & CO INC		2015-03-30	2017-04-10
7 ORACLE CORPORATION COM		2015-03-30	2017-04-10
5 PRUDENTIAL FINANCIAL INC COM		2015-03-30	2017-04-10
10 STAPLES INC COM W/INVISIBLE RTS TO PUR SHS UNDER CERTAIN		2017-01-26	2017-04-10
25 SUNTRUST BKS INC		2015-03-30	2017-04-10
2 THERMO FISHER SCIENTIFIC INC		2015-03-30	2017-04-10
7 UNION PACIFIC CORP		2015-03-30	2017-04-10
9 UNITED TECHNOLOGIES CORP		2015-03-30	2017-04-10
11 WASTE MGMT INC DEL COM		2015-03-30	2017-04-10
5 WELLS FARGO & CO NEW COM		2015-03-30	2017-04-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
438		410	28
308		304	4
531		403	128
97		94	3
1,375		1,031	344
308		270	38
756		767	-11
1,018		1,066	-48
803		593	210
274		275	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			28
			4
			128
			3
			344
			38
			-11
			-48
			210
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
9 EATON CORP PLC		2016-04-19	2017-04-10
15 VERTEX PHARMACEUTICALS INC		2015-06-12	2017-04-20
7 AT&T INC		2015-03-30	2017-04-28
1 AIR PRODUCTS & CHEMICALS INC		2017-04-10	2017-04-28
1 ALPHABET INC-CL A		2015-12-17	2017-04-28
4 ALTRIA GROUP INC		2016-02-04	2017-04-28
4 AMERICAN INTERNATIONAL GROUP		2015-03-30	2017-04-28
1 ANALOG DEVICES INC		2017-01-26	2017-04-28
6 APPLE INC		2015-06-12	2017-04-28
11 CARNIVAL CORP		2017-04-10	2017-04-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
684		546	138
1,759		1,894	-135
277		232	45
140		136	4
928		781	147
287		238	49
244		219	25
76		74	2
861		760	101
676		644	32

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			138
			-135
			45
			4
			147
			49
			25
			2
			101
			32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 CELGENE CORP		2015-03-30	2017-04-28
3 CHEVRON CORP		2016-07-07	2017-04-28
19 CISCO SYSTEMS INC		2015-03-30	2017-04-28
3 CITIGROUP INC		2015-03-30	2017-04-28
5 COCA-COLA CO/THE		2016-02-04	2017-04-28
4 COGNIZANT TECH SOLUTIONS-A		2015-03-30	2017-04-28
11 COMCAST CORP-CLASS A		2017-01-26	2017-04-28
1 DOLLAR GENERAL CORP		2016-07-01	2017-04-28
4 ECOLAB INC		2015-03-30	2017-04-28
1 EXXON MOBIL CORP		2015-03-30	2017-04-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
247		241	6
320		315	5
644		523	121
177		155	22
215		214	1
241		256	-15
429		415	14
73		94	-21
516		462	54
82		85	-3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			6
			5
			121
			22
			1
			-15
			14
			-21
			54
			-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 FACEBOOK INC-A		2015-03-30	2017-04-28
3 GENERAL DYNAMICS CORP		2016-09-19	2017-04-28
4 HOME DEPOT INC		2016-04-19	2017-04-28
5 HONEYWELL INTERNATIONAL INC		2015-03-30	2017-04-28
1 HUNT (JB) TRANSPRT SVCS INC		2017-04-10	2017-04-28
8 INTEL CORP		2015-03-30	2017-04-28
4 INTUIT INC		2015-12-04	2017-04-28
8 JPMORGAN CHASE & CO		2015-03-30	2017-04-28
4 LILLY ELI & CO		2017-01-26	2017-04-28
1 MCDONALDS CORP		2016-02-04	2017-04-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,050		590	460
581		458	123
624		541	83
655		520	135
89		94	-5
287		255	32
500		389	111
696		492	204
328		299	29
140		121	19

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			460
			123
			83
			135
			-5
			32
			111
			204
			29
			19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 MERCK & CO INC		2015-03-30	2017-04-28
12 MONDELEZ INTERNATIONAL INC-A		2015-12-04	2017-04-28
3 NEXTERA ENERGY INC		2015-03-30	2017-04-28
32 ORACLE CORPORATION COM		2015-03-30	2017-04-28
1 PALO ALTO NETWORKS INC		2017-01-26	2017-04-28
7 PEPSICO INC COM		2016-02-04	2017-04-28
19 PFIZER INC COM		2015-12-04	2017-04-28
3 PRUDENTIAL FINANCIAL INC COM		2015-03-30	2017-04-28
5 REGAL ENTERTAINMENT GROUP-A		2017-01-26	2017-04-28
5 SABRE CORP		2017-01-26	2017-04-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
124		117	7
539		512	27
400		313	87
1,432		1,387	45
108		145	-37
793		692	101
642		622	20
321		242	79
110		116	-6
117		124	-7

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			7
			27
			87
			45
			-37
			101
			20
			79
			-6
			-7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 SCHLUMBERGER LTD		2015-03-30	2017-04-28
13 SOUTHERN CO		2015-12-17	2017-04-28
15 STAPLES INC COM W/INVISIBLE RTS TO PUR SHS UNDER CERTAIN		2017-01-26	2017-04-28
12 STARBUCKS CORP		2015-03-30	2017-04-28
4 STRYKER CORP		2016-02-04	2017-04-28
11 SUNTRUST BKS INC		2015-03-30	2017-04-28
1 THERMO FISHER SCIENTIFIC INC		2015-03-30	2017-04-28
1 3M CO COM		2015-03-30	2017-04-28
1 UNION PACIFIC CORP		2015-03-30	2017-04-28
8000 US TREASURY N/B 2 625% 15 NOV 2020		2015-04-06	2017-04-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
292		337	-45
646		603	43
145		140	5
718		578	140
544		398	146
625		454	171
165		135	30
196		166	30
112		110	2
8,284		8,334	-50

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-45
			43
			5
			140
			146
			171
			30
			30
			2
			-50

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5000 US TREASURY N/B 75% 15 JUL 2019		2016-08-04	2017-04-28
7000 US TREASURY N/B 875% 15 JUL 2018		2016-07-27	2017-04-28
5 UNITED TECHNOLOGIES CORP		2015-03-30	2017-04-28
8 VERIZON COMMUNICATIONS COM		2016-02-04	2017-04-28
6 WALMART STORES INC COM		2016-02-04	2017-04-28
1 WASTE MGMT INC DEL COM		2015-03-30	2017-04-28
8 WELLS FARGO & CO NEW COM		2015-03-30	2017-04-28
13 WHOLE FOODS MKT INC		2016-07-07	2017-04-28
2 ALLERGAN PLC		2016-07-07	2017-04-28
9 EATON CORP PLC		2016-04-19	2017-04-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,939		5,000	-61
6,976		7,013	-37
594		592	2
368		405	-37
450		393	57
73		54	19
431		439	-8
471		435	36
487		475	12
680		546	134

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-61
			-37
			2
			-37
			57
			19
			-8
			36
			12
			134

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
25 INVESCO LTD		2015-03-30	2017-04-28
8 CHUBB LIMITED COM		2015-12-04	2017-04-28
1 LYONDELLBASELL INDU-CL A		2015-03-30	2017-04-28
2821 363 VANGUARD TOT INT ST IDX-ADM		2015-03-27	2017-05-01
16 VANGUARD MID-CAP INDEX FUND-ADM		2015-03-27	2017-05-01
43 VANGUARD SMALL CAP INDEX FUND-ADM		2015-03-27	2017-05-01
1000 AT&T INC 5 6% 15 MAY 2018		2012-12-07	2017-05-03
1000 AMERICAN EXPRESS CREDIT 2 6% 14 SEP 2020		2015-09-10	2017-05-03
1000 ASTRAZENECA PLC 1 75% 16 NOV 2018		2015-11-10	2017-05-03
1000 CHEVRON CORP 1 104% 05 DEC 2017		2015-04-06	2017-05-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
820		1,005	-185
1,099		920	179
85		88	-3
76,939		76,600	339
2,794		2,536	258
2,780		2,491	289
1,039		1,078	-39
1,013		1,000	13
1,001		1,000	1
998		1,001	-3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-185
			179
			-3
			339
			258
			289
			-39
			13
			1
			-3

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1000 CISCO SYSTEMS INC 1 6% 28 FEB 2019		2016-02-29	2017-05-03
1000 CITIGROUP INC 2 65% 26 OCT 2020		2015-10-19	2017-05-03
1000 FIFTH THIRD BANK 2 25% 14 JUN 2021		2016-06-10	2017-05-03
1000 GILEAD SCIENCES INC 3 65% 01 MAR 2026		2015-09-11	2017-05-03
1000 IBM CORP 3 45% 19 FEB 2026		2016-02-17	2017-05-03
1000 BANK OF AMERICA CORP 6 875% 25 APR 2018		2012-11-07	2017-05-03
1000 SUNTRUST BANKS INC 2 7% 27 JAN 2022		2016-12-08	2017-05-03
1000 TORONTO-DOMINION BANK 2 625% 10 SEP 2018		2015-08-27	2017-05-03
244 ADVISERS INVT TR JOHCM INTL SL I		2017-05-01	2017-05-04
153 38 INVESCO INTL GRWTH-R5		2017-05-01	2017-05-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,000		1,002	-2
1,007		999	8
994		1,003	-9
1,018		1,000	18
1,024		998	26
1,048		1,073	-25
1,002		1,003	-1
1,013		1,011	2
4,900		4,921	-21
5,256		5,218	38

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2
			8
			-9
			18
			26
			-25
			-1
			2
			-21
			38

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
406 633 BARON EMERGING MARKETS-INS		2017-05-01	2017-05-04
2000 US TREASURY N/B 1 25% 31 JAN 2020		2016-04-01	2017-05-04
2000 US TREASURY N/B 2% 15 FEB 2025		2015-05-13	2017-05-04
1000 US TREASURY N/B 1 75% 15 MAY 2023		2013-06-24	2017-05-04
2000 US TREASURY N/B 1 75% 30 APR 2022		2017-02-06	2017-05-04
18 67 VANGUARD MID-CAP INDEX FUND-ADM		2015-03-27	2017-05-04
58 083 VANGUARD SMALL CAP INDEX FUND-ADM		2015-03-27	2017-05-04
4000 APPLE INC 1% 03 MAY 2018		2015-04-06	2017-05-05
5000 ROYAL BANK OF CANADA DTD 09/19/2012 1 2%		2013-12-05	2017-05-10
21 LILLY ELI & CO		2017-01-26	2017-06-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,233		5,229	4
1,988		2,010	-22
1,964		1,962	2
982		955	27
1,985		1,980	5
3,250		2,959	291
3,714		3,365	349
3,988		3,995	-7
5,000		4,996	4
1,740		1,568	172

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4
			-22
			2
			27
			5
			291
			349
			-7
			4
			172

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
37 SOUTHERN CO		2015-12-17	2017-06-21
36 VERIZON COMMUNICATIONS COM		2016-02-04	2017-06-21
25 WALMART STORES INC COM		2016-02-04	2017-06-21
48 WHOLE FOODS MKT INC		2016-07-07	2017-06-21
1969 124 MAINGATE MLP FUND-I		2017-05-01	2017-07-11
3000 CHEVRON CORP 1 104% 05 DEC 2017		2015-04-06	2017-08-23
1000 US TREASURY N/B 75% 15 JUL 2019		2017-05-04	2017-08-23
3000 US TREASURY N/B 1 875% 30 SEP 2017		2015-04-06	2017-09-06
199 STAPLES INC COM W/INVISIBLE RTS TO PUR SHS UNDER CERTAIN		2017-01-26	2017-09-13
1 ALPHABET INC-CL A		2015-12-17	2017-11-01

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,904		1,717	187
1,641		1,797	-156
1,900		1,602	298
2,059		1,605	454
18,707		20,046	-1,339
2,998		3,001	-3
989		989	
3,001		3,000	1
2,040		1,862	178
1,044		781	263

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			187
			-156
			298
			454
			-1,339
			-3
			1
			178
			263

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6 ANALOG DEVICES INC		2017-01-26	2017-11-01
4 APPLE INC		2015-03-30	2017-11-01
7 CITIGROUP INC		2015-03-30	2017-11-01
7 COGNIZANT TECH SOLUTIONS-A		2015-03-30	2017-11-01
5 FACEBOOK INC-A		2016-07-07	2017-11-01
4 HONEYWELL INTERNATIONAL INC		2015-03-30	2017-11-01
25 INTEL CORP		2015-03-30	2017-11-01
2 INTUIT INC		2015-12-04	2017-11-01
6 MCDONALDS CORP		2016-02-04	2017-11-01
81 MONDELEZ INTERNATIONAL INC-A		2016-02-04	2017-11-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
546		445	101
667		502	165
518		363	155
512		448	64
911		583	328
580		416	164
1,165		797	368
302		195	107
1,000		726	274
3,342		3,251	91

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			101
			165
			155
			64
			328
			164
			368
			107
			274
			91

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11 ORACLE CORPORATION COM		2015-03-30	2017-11-01
85 REGAL ENTERTAINMENT GROUP-A		2017-01-26	2017-11-01
36 SOUTHERN CO		2015-12-17	2017-11-01
59 STARBUCKS CORP		2016-07-07	2017-11-01
3 THERMO FISHER SCIENTIFIC INC		2015-03-30	2017-11-01
22 967 VANGUARD MID-CAP INDEX FUND-ADM		2015-03-27	2017-11-02
68 54 VANGUARD SMALL CAP INDEX FUND-ADM		2015-03-27	2017-11-02
2000 CATERPILLAR INC 7 9% 15 DEC 2018		2013-12-05	2017-11-10
5000 FORD MOTOR CREDIT CO LLC 1 724% 06 DEC 2017		2016-03-04	2017-11-28
1000 DEUTSCHE BANK AG LONDON 1 875% 13 FEB 2018		2015-04-06	2017-12-06

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
557		477	80
1,340		1,967	-627
1,874		1,671	203
3,251		3,154	97
583		404	179
4,227		3,640	587
4,704		3,971	733
2,129		2,137	-8
5,000		5,000	
1,000		1,000	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			80
			-627
			203
			97
			179
			587
			733
			-8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3000 US TREASURY N/B 2 625% 15 NOV 2020		2017-09-07	2017-12-06
3000 CA INC 5 375% 01 DEC 2019		2016-03-04	2017-12-12
9 AT&T INC		2017-11-01	2017-12-13
3 AIR PRODUCTS & CHEMICALS INC		2017-04-10	2017-12-13
1 AMAZON COM INC		2017-11-01	2017-12-13
33 AMERICAN INTERNATIONAL GROUP		2017-01-26	2017-12-13
26 AMERICAN INTERNATIONAL GROUP		2015-03-30	2017-12-13
2 BLACKROCK INC		2015-03-30	2017-12-13
4 CF INDUSTRIES HOLDINGS INC		2017-11-01	2017-12-13
3 CARNIVAL CORP		2017-04-10	2017-12-13

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,061		3,102	-41
3,146		3,109	37
339		337	2
487		408	79
1,164		1,099	65
1,959		2,178	-219
1,544		1,422	122
1,034		735	299
163		153	10
197		176	21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-41
			37
			2
			79
			65
			-219
			122
			299
			10
			21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
16 CELGENE CORP		2016-09-19	2017-12-13
4 CHEVRON CORP		2016-07-07	2017-12-13
14 ECOLAB INC		2015-03-30	2017-12-13
3 EXPRESS SCRIPTS HOLDING CO		2017-06-21	2017-12-13
4 HOME DEPOT INC		2017-04-10	2017-12-13
1 HONEYWELL INTERNATIONAL INC		2015-03-30	2017-12-13
2 HUNT (JB) TRANSPRT SVCS INC		2017-11-01	2017-12-13
4 NEXTERA ENERGY INC		2015-03-30	2017-12-13
3 PFIZER INC COM		2015-12-04	2017-12-13
2 PULTEGROUP INC		2017-11-01	2017-12-13

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,728		1,817	-89
478		420	58
1,892		1,618	274
206		192	14
731		596	135
156		104	52
224		213	11
624		417	207
110		98	12
67		61	6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-89
			58
			274
			14
			135
			52
			11
			207
			12
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
50 SCHLUMBERGER LTD		2015-12-17	2017-12-13
5 SUNTRUST BKS INC		2015-03-30	2017-12-13
2 3M CO COM		2015-03-30	2017-12-13
3 UNION PACIFIC CORP		2015-03-30	2017-12-13
6 VERIZON COMMUNICATIONS COM		2015-03-30	2017-12-13
5 WALMART STORES INC COM		2017-11-01	2017-12-13
5 WASTE MGMT INC DEL COM		2015-03-30	2017-12-13
7 WELLS FARGO & CO NEW COM		2015-03-30	2017-12-13
6 ALLERGAN PLC		2017-11-01	2017-12-13
15 ALLERGAN PLC		2016-07-07	2017-12-13

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,187		4,092	-905
328		206	122
478		333	145
393		329	64
316		294	22
487		441	46
425		269	156
421		384	37
1,021		1,108	-87
2,553		3,560	-1,007

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-905
			122
			145
			64
			22
			46
			156
			37
			-87
			-1,007

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11 INVESCO LTD		2015-03-30	2017-12-13
1 CHUBB LIMITED COM		2015-12-04	2017-12-13
4 LYONDELLBASELL INDU-CL A		2015-03-30	2017-12-13
13 128 VANGUARD MID-CAP INDEX FUND-ADM		2015-03-27	2017-12-14
28 247 VANGUARD SMALL CAP INDEX FUND-ADM		2015-03-27	2017-12-14
999 52908 US TREASURY N/B 2 625% 15 NOV 2020		2017-05-04	2017-12-15
4000 47092 US TREASURY N/B 2 625% 15 NOV 2020		2017-05-04	2017-12-15
6000 US TREASURY N/B 75% 15 JUL 2019		2017-12-06	2017-12-15
7000 US TREASURY N/B 875% 15 JUL 2018		2017-05-04	2017-12-15
54 PPL CORP		2017-12-13	2017-12-29

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
411		442	-31
149		115	34
429		352	77
2,485		2,081	404
1,967		1,637	330
1,019		1,027	-8
4,077		4,111	-34
5,900		5,915	-15
6,974		6,974	
1,668		2,087	-419

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-31
			34
			77
			404
			330
			-8
			-34
			-15
			-419

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

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

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
			424

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

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

TY 2017 Accounting Fees Schedule**Name:** BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE**EIN:** 58-6025557**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	800			800

TY 2017 Investments Corporate Bonds Schedule

Name: BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE

EIN: 58-6025557

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T INC 5.6% 5/15/18	4,102	4,054
CA INC 5.375% 12/1/19		
CATERPILLAR 7.9% 12/15/18		
COMCAST CORP 5.7% 7/1/19	3,245	3,158
GE CAP 5.3% 2/11/21	4,344	4,319
GOLDMAN SACHS 7.5% 2/15/19	3,217	3,171
INTEL CORP 3.3% 10/1/21	3,032	3,111
J P MORGAN CHASE 6.3% 4/23/19	3,172	3,158
MERRILL LYNCH 6.875% 4/25/18		
ORACLE CORP 5.75% 4/15/18	3,169	3,034
PRUDENTIAL 4.5% 11/15/20	3,095	3,170
TARGET CORP 5.375% 5/1/17		
TOYOTA MOTOR CRED 3.4% 9/15/21	3,053	3,104
WACHOVIA CORP 5.75% 6/15/17		
ROYAL BK OF CAN 1.2%		
APPLE INC 1% 5/3/18		
JOHN DEERE CAPITAL CORP 2.3%	1,999	2,001
MORGAN STANLEY 3.7%	5,080	5,167
WALGREENS BOOTS ALLIANCE 3.8%	2,003	2,043
"AMERICAN EXPRESS CREDIT CORP	2,997	3,015

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
"AMGEN INC CALLABLE DTD08/19/	3,994	3,879
"ANHEUSER-BUSCH INBEV FIN DTD	4,994	4,990
"ASTRAZENECA PLC DTD 11/16/201	3,000	2,993
"BANK OF MONTREAL SERIES: MTN	3,999	3,961
"CHEVRON CORP CALLABLE DTD12/		
"CISCO SYSTEMS INC DTD 02/29/2	3,001	2,987
"CITIGROUP INC DTD 10/26/2015	2,997	3,010
"DEUTSCHE BANK AG DTD 02/13/20	3,000	3,000
"FIFTH THIRD BANK CALLABLE DTD	3,004	2,974
"FORD MOTOR CREDIT DTD 06/06/2	2,035	2,024
"GILEAD SCIENCES INC CALLABLE	2,996	3,112
"GLAXOSMITHKLINE CAP PLC CALLA		
"IBM CORP DTD 02/19/2016 3.45%	2,990	3,100
"KROGER CO/THE CALLABLE DTD10	3,932	3,724
"MARATHON OIL CORP CALLABLE DT		
"MOLSON COORS BREWING CO DTD	2,053	2,054
"PEPSICO INC SERIES: 1 DTD10/		
"SHELL INTL FIN DTD 05/10/2016	3,991	3,966
"SUNTRUST BKS INC CALLABLE DTD	1,997	2,000
"TEVA PHARMACEUTICALS NE DTD0	4,012	3,483

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
"TORONTO-DOMINION BANK SERIES	3,024	3,013
"UNITED HEALTH GROUP INC DTD0		
"VALERO ENERGY CORP CALLABLE	3,956	4,016
"VERIZON COMMUNICATIONS CALLAB	3,989	3,768

TY 2017 Investments Corporate Stock Schedule

Name: BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE
EIN: 58-6025557

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	1,331	1,883
ALLERGAN PLC		
ALPHABET INC CA-CL A	1,903	3,160
ALPHABET INC CA-CL C	2,142	3,139
ALTRIA GROUP INC	1,548	1,857
AMAZON.COM INC	3,230	4,678
AMERICAN INTL GROUP INC		
APPLE INC	5,816	7,277
AT&T INC	3,417	4,005
BLACKROCK INC	1,103	1,541
BRISTOL MYERS SQUIBB CO	1,839	1,777
CELGENE CORP	1,821	1,774
CHEVRON CORP	3,252	3,881
CHUBB LIMITED	2,989	3,799
CISCO SYSTEMS INC	1,460	2,030
CITIGROUP INC	3,044	3,572
COCA COLA CO	3,712	3,854
"COGNIZANT TECHNOLOGY SOLUTION	3,132	3,622
CVS HEALTH CORPORATION		
DOLLAR GENERAL CORP	1,871	1,860
"EATON CORP PLC ISIN:IE00B8KQ	2,879	3,713
ECOLAB INC	1,734	2,013
EXXON MOBIL CORP	1,889	2,007
FACEBOOK INC - A	2,106	3,529
GENERAL DYNAMICS CORP	2,900	3,866
GENERAL ELECTRIC CO		
HOME DEPOT INC	2,830	3,791
HONEYWELL INTERNATIONAL INC	2,494	3,681
INTEL CORP	2,765	3,924
INTUIT INC	1,168	1,893

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESCO LTD	3,261	3,617
J P MORGAN CHASE & CO	3,739	5,561
"LYONDELLBASELL INDUSTRIES - C	1,497	1,875
MATTEL INC		
MCDONALDS CORP	2,618	3,787
MEDTRONIC PLC		
MERCK & CO. INC. NEW	1,814	1,744
MICROCHIP TECHNOLOGY INC		
MONDELEZ INTERNATIONAL		
NEXTERA ENERGY, INC.	2,502	3,749
ORACLE CORPORATION	4,430	5,201
PEPSICO INC	3,002	3,718
PFIZER INC	3,370	3,731
PRUDENTIAL FINANCIAL INC	1,371	1,955
QUALCOMM INC		
SCHLUMBERGER LTD		
SOUTHERN CO		
STARBUCKS CORP		
STRYKER CORP	1,293	2,013
SUNTRUST BKS INC	2,433	3,811
THERMO FISHER SCIENTIFIC, INC.	1,405	1,899
UNION PAC CORP	1,320	2,012
UNITED TECHNOLOGIES CORP	3,439	3,955
VANGUARD MID-CAP INDEX FUND-AD	36,659	44,303
"VANGUARD SMALL CAP INDEXFUND	36,410	44,479
"VANGUARD TOTAL INTERNATIONAL		
VERIZON COMMUNICATIONS	3,576	3,864
VERTEX PHARMACEUTICALS INC		
WAL MART STORES INC	3,266	3,654
WASTE MANAGEMENT INC	1,239	1,985

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO	5,216	5,764
WHOLE FOODS MKT INC		

TY 2017 Investments Government Obligations Schedule**Name:** BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE**EIN:** 58-6025557**US Government Securities - End
of Year Book Value:**

81,452

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

81,069

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

TY 2017 Investments - Other Schedule**Name:** BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE**EIN:** 58-6025557**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ADVISERS INVT TR JOHCM INTL SL	AT COST	54,900	59,806
BARON EMERGING MARKETS FUND	AT COST	43,343	50,480
AIR PRODUCTS & CHEMICALS INC	AT COST	1,496	1,805
ANALOG DEVICES INC	AT COST	1,740	2,048
APPLE INC 2.3% 11 MAY 2022	AT COST	3,993	3,971
BANK OF AMERICA CORP 6.875% 25	AT COST	4,094	4,061
HCP INC	AT COST	2,194	1,773
BIOGEN INC 2.9% 15 SEP 2020	AT COST	4,090	4,054
CARNIVAL CORP	AT COST	3,224	3,717
CF INDUSTRIES HOLDINGS INC	AT COST	1,716	1,914
CAPITAL ONE FINANCIAL CORP 2.5	AT COST	5,002	4,994
CIMAREX ENERGY CO	AT COST	1,822	1,952
COMCAST CORP-CLASS A	AT COST	1,698	1,802
CONTINENTAL RESOURCES INC/OK	AT COST	1,823	2,013
ELI LILLY & CO	AT COST	3,308	3,463
INVESCO INTERNATIONAL GROWTH F	AT COST	55,628	59,172
EXPRESS SCRIPTS HOLDING CO	AT COST	1,730	2,015
JB HUNT TRANSPORT SERVICES INC	AT COST	3,241	3,794
PALO ALTO NETWORKS INC	AT COST	1,891	1,884
PPL CORP	AT COST	2,087	1,671
PROCTER & GAMBLE CO/THE	AT COST	3,765	3,859
PULTEGROUP INC	AT COST	1,831	1,995
SABRE CORP	AT COST	2,217	1,907
UNITED PARCEL SERVICE INC	AT COST	1,765	1,787

TY 2017 Other Decreases Schedule**Name:** BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE**EIN:** 58-6025557

Description	Amount
BOND PREMIUM	527
EATON CY ROC ADJ	123
MATTEL PY ROC ADJ	94
MONDELE PY ROC ADJ	49

TY 2017 Other Income Schedule

Name: BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE

EIN: 58-6025557

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	464	0	

TY 2017 Other Increases Schedule

Name: BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE
EIN: 58-6025557

Description	Amount
COST BASIS ADJ	374

TY 2017 Taxes Schedule**Name:** BADGLEY MEMORIAL FUND (PRE 1969 CHARITABLE**EIN:** 58-6025557

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON QUALIFIED FOR	234	234		0
FOREIGN TAXES ON NONQUALIFIED	9	9		0