

C&F

Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation THOMAS GUY WOOLFORD SR CHARIT TR			A Employer identification number 58-6026070							
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1908			Room/suite							
City or town, state or province, country, and ZIP or foreign postal code ORLANDO FL 32802-1908			B Telephone number (see instructions) (404) 813-9304							
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here ► <input type="checkbox"/>							
G Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>			<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here ► <input type="checkbox"/>	
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity									
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return									
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change									
H Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>			<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/>	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/>									
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation									
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 15,681,224 (Part I, column (d) must be on cash basis)			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>							
J Accounting method <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>			<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"/>			
<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual									
<input type="checkbox"/> Other (specify) _____										

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	331,997	331,997		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,515,865			
	b Gross sales price for all assets on line 6a	5,885,909			
	7 Capital gain net income (from Part IV, line 2)		1,515,865		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,847,862	1,847,862	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	64,073	32,037	32,037	
	14 Other employee salaries and wages				
	15 Pension and employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500		2,500	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) <i>(See instructions)</i>	6,934	3,231		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,314		4,314	
	24 Total operating and administrative expenses.				
Add lines 13 through 23	77,821	35,268	0	38,851	
25 Contributions, gifts, grants paid	642,000			642,000	
26 Total expenses and disbursements. Add lines 24 and 25	719,821	35,268	0	680,851	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,128,041				
b Net investment income (if negative, enter -0-)		1,812,594			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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			
	2	Savings and temporary cash investments	231,949	175,678	175,678
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,078,269	12,268,067	15,505,547
	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)	11,310,218	12,443,745	15,681,225
Net Assets or Fund Balances	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 ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		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	11,310,218	12,443,745	
	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)	11,310,218	12,443,745	
	31	Total liabilities and net assets/fund balances (see instructions)	11,310,218	12,443,745	

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	11,310,218
2	Enter amount from Part I, line 27a	2	1,128,041
3	Other increases not included in line 2 (itemize) ► MUTUAL FUND TIMING DIFFERENCE	3	12,969
4	Add lines 1, 2, and 3	4	12,451,228
5	Decreases not included in line 2 (itemize) ► MUTUAL FUND TIMING DIFFERENCE	5	7,483
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,443,745

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 See Attached Statement					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a					
b					
c					
d					
e					
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					
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	1,515,865	
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?
If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part Yes No

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	690,002	13,581,934	0 050803
2015	684,542	14,000,514	0 048894
2014	488,854	14,181,189	0 034472
2013	394,071	13,069,944	0 030151
2012	518,351	12,142,382	0 042689
2 Total of line 1, column (d)			2 0 207009
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0 041402
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 14,727,589
5 Multiply line 4 by line 3			5 609,752
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,126
7 Add lines 5 and 6			7 627,878
8 Enter qualifying distributions from Part XII, line 4			8 680,851
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			

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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)	1	18,126	
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			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,863	
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			
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	14,263	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	0	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	Refunded	11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	X	
1c	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	
c	Did the foundation file Form 1120-POL for this year?		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>	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 ►		
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 <i>General Instruction G</i> ? 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	

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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	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SUNTRUST BANK Located at ► PO BOX 1908, ORLANDO FL	Telephone no ► (404) 813-9304 ZIP+4 ► 32802-1908		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	► □
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 ►	16	Yes	No

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

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

1a	During the year, did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 Organizations relying on a current notice regarding disaster assistance, check here ► □	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 ► 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	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 ► 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

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		5b	N/A
	Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>			
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?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<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? If "Yes" to 6b, file Form 8870		6b	X
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?		7b	N/A

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. See instructions.**

(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
SUNTRUST BANK P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE VARIOUS	64,073		

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	(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 ►

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

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

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.

1	NONE	
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.

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	NONE	
2		
All other program-related investments. See instructions		
3	NONE	
Total. Add lines 1 through 3 ►		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	14,754,338
b	Average of monthly cash balances	1b	197,529
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	14,951,867
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,951,867
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	224,278
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,727,589
6	Minimum investment return. Enter 5% of line 5	6	736,379

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	736,379
2a	Tax on investment income for 2017 from Part VI, line 5	2a	18,126
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,126
3	Distributable amount before adjustments Subtract line 2c from line 1	3	718,253
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	718,253
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	718,253

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	680,851
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	680,851
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	18,126
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	6	662,725
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				718,253
2 Undistributed income, if any, as of the end of 2017			642,915	
a Enter amount for 2016 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 680,851			642,915	
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount			37,936	
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0	0	0	680,317
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			► 3a	642,000
b <i>Approved for future payment</i> NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount		(c) Exclusion code
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate				
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory				
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue a				
b					
c					
d					
e					
12	Subtotal Add columns (b), (d), and (e)		0		1,847,862
13	Total. Add line 12, columns (b), (d), and (e)				0

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

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

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

May the IRS discuss this return
with the preparer shown below?
See instructions Yes No

Sign
Here

correct, and complete Declaration of preparer (other than taxpayer)

5/4/2018

► TRUSTEE

Title

Paid Preparer Use Only	Print/Type preparer's name SHAWN P. HANLON	Preparer's signature <i>Shawn P. Hanlon</i>	Date 5/4/2018	Check <input checked="" type="checkbox"/> if self-employed	PTIN 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	

THOMAS GUY WOOLFORD SR CHARIT TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

ROBERT W WOODRUFF ARTS CENTER INC,

Street

1280 PEACHTREE STREET

City ATLANTA	State GA	Zip Code 30309	Foreign Country
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Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution SUPPORT \$15 5MM 2016-2017 CORPORATE CAMPAIGN	Amount 100,000
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Name

ATLANTA HOSPITAL

Street

1815 S PONCE DE LEON AVE , N1815 S PONCE DE LEON AVE NE

City ATLANTA	State GA	Zip Code 30307	Foreign Country
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Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution SUPPORT \$1MM CAPITAL CAMPAIGN	Amount 25,000
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Name

WALKER SCHOOL INC

Street

700 COBB PARKWAY NORTH

City MARIETTA	State GA	Zip Code 30062	Foreign Country
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Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution TO SUPPORT THE \$10MM CAPITAL CAMPAIGN	Amount 100,000
---	-------------------

Name

ACTION MINISTRIES

Street

1700 CENTURY CIR NE

City ATLANTA	State GA	Zip Code 30345	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution TO FUND THE PURCHASE OF A BUS	Amount 30,000
--	------------------

Name

GREATER ATLANTA CHAMBER FOUNDATION

Street

235 ANDREW YOUNG INTL BLVD NW

City ATLANTA	State GA	Zip Code 30303	Foreign Country
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Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution SUPPORT 2018-2020 \$25MM FORWARD ATLANTA CAMPAIGN	Amount 72,000
--	------------------

Name

MOREHOUSE COLLEGE

Street

830 WESTVIEW DR SW

City ATLANTA	State GA	Zip Code 30314	Foreign Country
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Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution SUPPORT \$9MM CAMPAIGN	Amount 100,000
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THOMAS GUY WOOLFORD SR CHARIT TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GEORGIA TRUST FOR HISTORIC PRESERVATION

Street

1516 PEACHTREE ST NW

City ATLANTA	State GA	Zip Code 30309	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT	Amount 40,000
--	------------------

Name

ATLANTA INTERNATIONAL SCHOOL

Street

2890 N FULTON DR NE

City ATLANTA	State GA	Zip Code 30305	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution TO SUPPORT THE \$14.6MM CAPTIAL CAMPAIGN	Amount 125,000
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Name

ATLANTA SPEECH SCHOOL

Street

3160 NORTHSIDE

City ATLANTA	State GA	Zip Code 303027	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution CAPITAL IMPROVEMENTS INCLUDED IN \$30MM CAMPAIGN	Amount 50,000
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Part I, Line 16b (990-PF) - Accounting Fees

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	2,500			2,500

Part I, Line 18 (990-PF) - Taxes

		6,934	3,231	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	3,231	3,231		
2	ESTIMATED EXCISE PAYMENTS	3,703			

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	EXPENSE RELATED TO ONLINE GIFT MAKING	4,314	0	0	4,314

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	EATON VANCE ATLANTA CAP SMID CAP-I		0	0	15,505,547
2	EATON VANCE ATLANTA CAP SMID CAP-I		0	0	0
3	ISHARES BARCLAYS AGGREGATE BD ET		0	417,201	815,714
4	ISHARES TR RUSSELL 1000 VALUE INDEX		0	1,129,846	1,127,192
5	ISHARES TR RUSSELL 1000 GROWTH IND		0	741,531	1,562,705
6	VANGUARD INSTL INDEX-I		0	588,489	1,563,365
7	WESTERN ASSET CORE PLUS BD-I		0	2,799,361	3,242,527
8	ISHARES TR MSCI SMALL CAP INDEX ETF		0	1,356,000	1,364,130
9	JANUS PERKINS SMALL CAP VALUE-I		0	430,267	443,115
10	DOUBLELINE TOTAL RETURN BD-I		0	368,000	372,849
11	DFA INTL CORE EQUITY-I		0	765,238	731,114
12	OPPENHEIMER DEVELOPING MKT-I		0	944,221	1,126,761
13	BLACKSTONE ALT MULTI STRAT-I		0	627,275	835,211
14	AQR LONG-SHORT EQUITY-R6		0	675,988	732,376
15	NEUBERGER BERMAN HIGH INCOME BD		0	731,300	745,490
16	T ROWE PRICE DIVRSFD SMALLCAP GRO		0	439,656	435,969
			0	253,725	407,029

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount		Long Term CG Distributions		Short Term CG Distributions		76,595		0		0		4,370,044		1,439,270		0		0		1,439,270		
Description of Property Sold	CLIS#	Acquisition Method	Date Acquired	Date Sold	Date	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/69	Excess of FMV Over Adjusted Basis	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Adjusted Basis	Gains Minus Excess FMV Over Adjust Basis of Loss	Adjusted Basis	Gains Minus Excess FMV Over Adjust Basis of Loss	Adjusted Basis	Gains Minus Excess FMV Over Adjust Basis of Loss	Adjusted Basis		
1 CAMBIA SMALL CAP-INS	0075W0593	—	3/11/2013	2/24/2017	135,282	—	—	—	141,963	—	-6,711	—	—	—	—	-6,711	—	—	—	—	—	
2 CAMBIA SMALL CAP-INS	0075W0593	—	1/4/2014	2/24/2017	116,314	—	—	—	132,097	-15,783	0	0	0	0	0	-15,783	0	0	0	0	0	
3 CAMBIA SMALL CAP-INS	0075W0593	—	3/9/2016	2/24/2017	71,843	—	—	—	58,250	13,563	—	0	0	0	0	13,563	—	0	0	0	0	
4 BLACKSTONE ALT MULT-SET	0925TV201	—	6/17/2015	6/6/2017	52,532	—	—	—	61,078	—	1,454	—	0	0	0	—	1,454	—	0	0	0	0
5 BLACKSTONE ALT MULT-SET	0925TV201	—	9/16/2014	6/6/2017	235,468	—	—	—	219,611	15,857	—	0	0	0	0	15,857	—	0	0	0	0	
6 BRANDSES INTL SIC EQUITY-1	105262737	—	1/14/2014	6/6/2017	154,000	—	—	—	139,747	14,253	—	0	0	0	0	14,253	—	0	0	0	0	
7 BRANDSES INTL SIC EQUITY-1	105262737	—	1/14/2014	1/12/2017	142,850	—	—	—	132,487	10,363	—	0	0	0	0	10,363	—	0	0	0	0	
8 BRANDSES INTL SIC EQUITY-1	105262737	—	9/21/2015	1/12/2017	257,987	—	—	—	234,500	23,487	—	0	0	0	0	23,487	—	0	0	0	0	
9 BRANDSES INTL SIC EQUITY-1	105262737	—	3/9/2016	1/12/2017	31,110	—	—	—	28,000	3,170	—	0	0	0	0	3,170	—	0	0	0	0	
10 DOUBLELINE TOT. RET BND	258620103	—	8/6/2012	6/6/2017	119,600	—	—	—	125,152	-5,552	0	0	0	0	0	-5,552	0	0	0	0	0	
11 EATON VANCE ATLANTA SM	277902668	—	8/6/2012	6/6/2017	36,100	—	—	—	20,460	15,640	—	0	0	0	0	15,640	—	0	0	0	0	
12 ISHARES CORE U.S. AGGRE	464287226	—	3/9/2016	1/18/2017	53,678	—	—	—	53,710	-32	0	0	0	0	0	-32	0	0	0	0	0	
13 ISHARES RUSSELL 1000 VAL	464287598	—	3/9/2016	4/21/2017	31,330	—	—	—	26,493	4,837	—	0	0	0	0	4,837	—	0	0	0	0	
14 ISHARES RUSSELL 1000 VAL	464287598	—	3/11/2013	4/21/2017	260,532	—	—	—	184,962	75,590	—	0	0	0	0	75,590	—	0	0	0	0	
15 ISHARES RUSSELL 1000 VAL	464287598	—	3/11/2013	6/6/2017	246,381	—	—	—	173,073	73,308	—	0	0	0	0	73,308	—	0	0	0	0	
16 ISHARES RUSSELL 1000 VAL	464287598	—	3/11/2013	11/8/2017	53,755	—	—	—	38,394	17,371	—	0	0	0	0	17,371	—	0	0	0	0	
17 ISHARES RUSSELL 1000 VAL	464287598	—	3/11/2013	12/27/2017	653,483	—	—	—	425,081	228,382	—	0	0	0	0	228,382	—	0	0	0	0	
18 ISHARES RUSSELL 1000 VAL	464287598	—	1/15/2010	12/27/2017	119,881	—	—	—	57,270	62,581	—	0	0	0	0	62,581	—	0	0	0	0	
19 ISHARES CORE U.S. AGGRE	464287226	—	9/14/2016	6/6/2017	192,294	—	—	—	195,486	-3,232	0	0	0	0	0	-3,232	0	0	0	0	0	
20 ISHARES RUSSELL 1000 GRC	464287614	—	1/15/2010	4/21/2017	292,160	—	—	—	130,089	162,196	0	0	0	0	0	162,196	0	0	0	0	0	
21 ISHARES CORE U.S. AGGRE	464287226	—	3/9/2016	6/6/2017	140,071	—	—	—	139,756	315	—	0	0	0	0	315	—	0	0	0	0	
22 ISHARES RUSSELL 1000 VAL	464287614	—	1/15/2010	6/6/2017	369,039	—	—	—	155,134	213,905	0	0	0	0	0	213,905	0	0	0	0	0	
23 ISHARES RUSSELL 1000 GRC	464287614	—	1/15/2010	11/8/2017	53,665	—	—	—	20,820	32,835	0	0	0	0	0	32,835	0	0	0	0	0	
24 ISHARES RUSSELL 1000 GRC	464287614	—	1/15/2010	12/27/2017	855,499	—	—	—	321,694	533,895	0	0	0	0	0	533,895	0	0	0	0	0	
25 ISAWATCH LONG/SHORT FUN	936793769	—	4/17/2013	3/27/2017	290,763	—	—	—	327,500	-36,737	0	0	0	0	0	-36,737	0	0	0	0	0	
26 ISAWATCH LONG/SHORT FUN	936793769	—	5/1/2013	3/27/2017	109,885	—	—	—	127,325	-17,440	0	0	0	0	0	-17,440	0	0	0	0	0	
27 ISAWATCH LONG/SHORT FUN	936793769	—	3/9/2016	3/27/2017	30,814	—	—	—	28,250	2,564	—	0	0	0	0	2,564	—	0	0	0	0	
28 ISHARES BARCLAYS MBS BC	464288588	—	5/26/2011	6/6/2017	386,866	—	—	—	383,928	1,758	—	0	0	0	0	1,758	—	0	0	0	0	
29 ISHARES BARCLAYS MBS BC	464288588	—	4/21/2017	6/6/2017	146,647	—	—	—	146,356	291	—	0	0	0	0	291	—	0	0	0	0	
30 NEUBERGER BERMAN HI IN	64128K8868	—	8/8/2011	6/6/2017	59,707	—	—	—	60,509	-809	0	0	0	0	0	-809	0	0	0	0	0	
31 OPPENHEIMER DEVELOPING	683974604	—	2/6/2012	6/6/2017	23,600	—	—	—	20,242	3,358	0	0	0	0	0	3,358	0	0	0	0	0	
32 PIVE QM US SIC GR EQ	77997103	—	11/4/2014	2/27/2017	47,956	—	—	—	47,956	10,542	0	0	0	0	0	10,542	0	0	0	0	0	
33 VANGUARD INST INDEX-INST	922040100	—	12/17/2014	2/27/2017	24,659	—	—	—	24,659	4,141	0	0	0	0	0	4,141	0	0	0	0	0	

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

1							64-073	0	Expense Account	
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits
SUNTRUST BANK	X	P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	VARIOUS	64-073	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	160
2 First quarter estimated tax payment	2	926
3 Second quarter estimated tax payment	3	846
4 Third quarter estimated tax payment	4	965
5 Fourth quarter estimated tax payment	5	966
6 Other payments	6	
7 Total	7	3,863

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	642,915
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	642,915