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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
HW DURHAM FOUNDATION INC

A Employer identification number
62-0583854

Number and street (or P O box number if mail is not delivered to street address) 5050 POPLAR AVENUE | Room/suite

B Telephone number (see instructions)
(901) 683-3583

City or town, state or province, country, and ZIP or foreign postal code
MEMPHIS, TN 38157

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 11,462,010

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	75,659	75,659		
	4	Dividends and interest from securities	163,346	163,346		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	398,853			
	b	Gross sales price for all assets on line 6a 4,746,584				
	7	Capital gain net income (from Part IV, line 2)		398,853		
	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	637,858	637,858		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	208,871	76,690		132,181
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	19,240	1,924		17,316
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,500	4,225		2,275
	c	Other professional fees (attach schedule)	65,154	65,154		
	17	Interest	12,470	12,470		
	18	Taxes (attach schedule) (see instructions)	21,376	11,823		9,553
	19	Depreciation (attach schedule) and depletion	4,665	4,665		
	20	Occupancy	18,576	1,858		16,718
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	62,493	11,581		50,913
	24	**Total operating and administrative expenses.** Add lines 13 through 23	419,345	190,390		228,956
	25	Contributions, gifts, grants paid	295,418			295,418
	26	**Total expenses and disbursements.** Add lines 24 and 25	714,763	190,390		524,374
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-76,905			
	b	**Net investment income** (if negative, enter -0-)		447,468		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	40,340	22,604	22,604
2	Savings and temporary cash investments	702,120	387,410	387,410
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		3,000	3,000
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	5,183,203	7,238,202	7,238,202
c	Investments—corporate bonds (attach schedule)	2,799,938	3,064,303	3,064,303
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,745,815	731,322	731,322
14	Land, buildings, and equipment basis ▶ 54,536			
	Less accumulated depreciation (attach schedule) ▶ 39,367	19,834	15,169	15,169
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	10,491,250	11,462,010	11,462,010
Liabilities 17	Accounts payable and accrued expenses	3,344	2,590	
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 ▶)	855		
23	**Total liabilities**(add lines 17 through 22)	4,199	2,590	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	10,487,051	11,459,420	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	10,487,051	11,459,420	
31	**Total liabilities and net assets/fund balances** (see instructions)	10,491,250	11,462,010	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,487,051
2	Enter amount from Part I, line 27a	2	-76,905
3	Other increases not included in line 2 (itemize) ▶	3	1,049,274
4	Add lines 1, 2, and 3	4	11,459,420
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,459,420

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)
1 a	PUBICLY TRADED SECURITIES	P		
b	K-1 POWERSHARES DB COMMODITY INDEX	P		
c	K-1 POWERSHARES DB COMMODITY INDEX	P		
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	4,715,698		4,347,004	368,694
b	516			516
c			727	-727
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				368,694
b				516
c				-727
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	398,853
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	368,483

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	414,869	10,218,255	0 040601
2015	673,734	10,697,179	0 062982
2014	617,414	10,821,095	0 057057
2013	524,260	11,556,959	0 045363
2012	520,161	11,553,801	0 045021

2 **Total** of line 1, column (d)	2	0 251024
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 050205
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	10,824,281
5 Multiply line 4 by line 3	5	543,433
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,475
7 Add lines 5 and 6	7	547,908
8 Enter qualifying distributions from Part XII, line 4	8	524,374

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	8,949
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	
3	Add lines 1 and 2.	3	8,949
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,949
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 3,000		
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	3,200
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	2
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	5,751
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** ▶ **Refunded** ▶	11	

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)?.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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?	13	Yes	

Website address ▶WWW DURHAMFOUNDATION ORG

14 The books are in care of ▶JENKS E MCCORY Telephone no ▶(901) 683-3583

Located at ▶5050 POPLAR AVENUE STE 1007 MEMPHIS TN ZIP+4 ▶38157

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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? **1b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? **1c**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☑ No

If "Yes," list the years ▶ 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**

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? ☐ Yes ☑ No

b If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).* **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)

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . . ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	(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. . . . . ▶				

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	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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	10,530,492
b	Average of monthly cash balances.	1b	458,626
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	10,989,118
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	10,989,118
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	164,837
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,824,281
6	**Minimum investment return.** Enter 5% of line 5.	6	541,214

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	541,214
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	8,949		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	8,949
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	532,265
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	532,265
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	532,265

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	524,374
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		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	524,374
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	524,374

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					532,265
2 Undistributed income, if any, as of the end of 2017					
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.	80,721				
d From 2015.	139,049				
e From 2016.					
f **Total** of lines 3a through e.		219,770			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 524,374					
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.					524,374
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))*		7,891			7,891
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		211,879			
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
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		211,879			
10 Analysis of line 9					
a Excess from 2013. . . .					
b Excess from 2014. . . .	72,830				
c Excess from 2015. . . .	139,049				
d Excess from 2016. . . .					
e Excess from 2017. . . .					

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

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

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

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

Part XV **Supplementary Information (Complete this part only if the 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 ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

JENKS MCCORY
5050 POPLAR AVE STE 1007
MEMPHIS, TN 38157
(901) 683-3583

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

LETTER OF INTENT OUTLINING IDEA, PURPOSE AND ORGANIZATION DESCRIPTION

c Any submission deadlines

NONE

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

GRANTS ARE MADE TO BENEFIT THE ELDERLY PRIMARILY IN MEMPHIS, TENNESSEE AND THE MID-SOUTH (INCLUDING WEST TENNESSEE, NORTHEAST ARKANSAS & NORTHWEST MISSISSIPPI) SOME EXCEPTIONS EXIST FOR PROJECTS OF NATIONAL SIGNIFICANCE THAT COULD BE REPLICATED IN THE LOCAL AREA

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				295,418
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	75,659	
4 Dividends and interest from securities. . . .			14	163,346	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	399,064	-211
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). .				638,069	-211

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 637,858

(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)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-06-14	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
DAVID CURBO		2018-06-21		P00316246
Firm's name ▶ ALEXANDER THOMPSON ARNOLD PLLC				Firm's EIN ▶62-1110839
Firm's address ▶ 6525 N QUAIL HOLLOW SUITE 500 MEMPHIS, TN 38120				Phone no (901) 684-1170

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRISTOPHER COOPER 6678 N KIRBY OAKS DRIVE MEMPHIS, TN 38119	SECRETARY 35 00	114,331	10,910	0
JENKS E MCCORY 345 CINNAMON DRIVE MEMPHIS, TN 38117	PRESIDENT 35 00	87,290	8,330	0
HUGH MCHENRY 265 RIDGECREST LANE KILLEN, AL 35645	DIRECTOR 1 00	1,600	0	0
JOHN B COLEMAN JR 624 AZALEA TERRACE CIRCLE MEMPHIS, TN 38117	VICE PRESIDE 1 00	1,100	0	0
JUSTIN TAYLOR 5050 POPLAR AVE SUITE 1007 MEMPHIS, TN 38157	DIRECTOR 1 00	750	0	0
KAYE D BROOKSBANK 251 BREMINGTON PL MEMPHIS, TN 38111	DIRECTOR 1 00	1,200	0	0
LINDA NICHOLS 2033 HALLWOOD MEMPHIS, TN 38107	DIRECTOR 1 00	1,200	0	0
LISA DURHAM 1408 WIND RIVER DRIVE HUNTSVILLE, AL 35802	DIRECTOR 1 00	700	0	0
EVERETT HUFFARD 5050 POPLAR AVE SUITE 1007 MEMPHIS, TN 38157	DIRECTOR 1 00	700	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AGING COMMISSION OF THE MIDSOUTH 2670 UNION AVE EXT 1000 MEMPHIS, TN 38112		PC	EMERGENCY HELP FOR SENIORS	5,000
ALZEHEIMER'S & DEMENTIA SERVICES OF 4585 RALEIGH LAGRANGE MEMPHIS, TN 38128		PC	DAY CARE FOR SENIORS	1,000
AVE MARIA HOME 2805 CHARLES BRYAN RD BARTLETT, TN 38134		PC	NURSING HOME SUPPORT	100
COMMUNITY LEGAL CENTER 910 VANCE AVE MEMPHIS, TN 38126		PC	LEGAL ASSISTANCE FOR ABUSED SENIORS	15,094
CREATIVE AGING 200 JEFFERSON AVE 707 MEMPHIS, TN 38103		PC	SENIOR ARTS PERFORMANCE	36,080
Total . . . 3a ▶				295,418

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DAVID KABAKOFFWESLEY SR MINISTRIES 1615 APPLING RD CORDOVA, TN 38016		PC	SUPPLY KITS FOR ASSISTED LIVING RESI	29,044
DELTA ARTS301 S RHODES ST WEST MEMPHIS, AR 72301		PC	THEATRICAL PERFORMANCES FOR SENIORS	15,000
ELMWOOD CEMETERY824 S DUDLEY ST MEMPHIS, TN 38104		PC	CEMETERY TOUR GUIDES	5,198
FOREVER YOUNG SR VETERANS 15 S CENTER ST 110 COLLIERVILLE, TN 38017		PC	HONOR TRIPS FOR SENIOR VETS	13,770
GRANTMAKERS IN AGING 2001 JEFFERSON DAVIS HWY ARLINGTON, VA 22202		PC	SUPPORT FOR AGING CONFERENCE	5,000
Total . . . . ▶ **3a**				295,418

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HABITAT FOR HUMANITY - MEMPHIS 7136 WINCHESTER RD MEMPHIS, TN 38125		PC	PROGRAM TO SUPPORT AGING IN PLACE	38,400
HARDING UNIVERSITY GRADUATE SCHOOL 1000 CHERRY RD MEMPHIS, TN 38117		PC	SCHOLARSHIPS FOR SENIOR-AGED STUDENT	5,000
JEWISH FAMILY SERVICES 6560 POPLAR AVE B MEMPHIS, TN 38138		PC	SPONSORSHIP OF CAREGIVING CONFERENCE	2,124
MEMPHIS BOTANIC GARDEN 750 CHERRY RD MEMPHIS, TN 38117		PC	HORTICULTURE CLASSES FOR SENIORS	7,000
MEMPHIS JEWISH HOME 36 BAZEBERRY RD CORDOVA, TN 38018		PC	NURSING HOME SUPPORT	150
Total . . . . ▶ **3a**				295,418

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MEMPHIS MUSEUMSPINK PALACE 3050 CENTRAL MEMPHIS, TN 38111		PC	NATURE STUDY FOR SENIORS	5,306
MEMPHIS THEOLOGICAL SEMINARY 168 E PKWY S MEMPHIS, TN 38104		PC	SCHOLARSHIPS FOR SENIOR-AGED STUDENT	5,000
MID-SOUTH FOOD BANK 239 S DUDLEY ST MEMPHIS, TN 38104		PC	FOOD FOR HOMEBOUND SENIORS	50,500
MID-SOUTH SPAY AND NEUTER 854 GOODMAN MEMPHIS, TN 38111		PC	VET CARE FOR SENIORS' PETS	15,250
MIFA910 VANCE AVE MEMPHIS, TN 38126		PC	COMPUTERIZING MEALS-ON-WHEELS	26,000
Total . . . . ▶ 3a				295,418

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UTHCS SPONSORED PROGRAMS 910 MADISON STE 823 MEMPHIS, TN 38163		PC	ELDER ABUSE PREVENTION AND CARE	15,402
Total . . . . ▶ 3a				295,418

TY 2017 Accounting Fees Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	6,500	4,225		2,275

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2003-07-31	25,390	25,390	S/L	7 0000				
NORTH ATLANTIC PHONE SYSTEM	2007-02-07	3,250	3,250	S/L	7 0000				
2 APPLE DESKTOP COMPUTERS	2010-09-08	2,574	2,574	S/L	5 0000				
JENKS LAPTOP	2016-01-11	1,638	328	S/L	5 0000	328	328		
2013 MERCEDES BENZ C300	2016-01-27	21,684	3,160	S/L	5 0000	4,337	4,337		

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TY 2017 Investments Corporate Bonds Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CITIGROUP INC	251,825	251,825
JP MORGAN CHASE BANK	263,050	263,050
ROYAL BK CANADA	318,575	318,575
WELLS FARGO BK N A CA	274,485	274,485
ACE INA HOLDINGS	6,071	6,071
ADELANTO CALIF PUB UTIL	9,800	9,800
AETNA US HEALTHCARE	54,130	54,130
ASSOCIATED BANC CORP SR NOTE	31,105	31,105
ANHEUSER BUSCH INBEV		
BANK OF AMERICA		
BANK OF AMERICA CORP SENIOR ME DIUM	16,134	16,134
BEDFORD PARK ILL	56,016	56,016
BHP BILLITON FIN USA		
CALIFORNIA HSG FIN AGY	44,944	44,944
CAPITAL ONE FINL CORP	10,685	10,685
CATERPILLAR		
CF INDS		
CHEVRON CORP	49,604	49,604
CHICAGO ILL	57,648	57,648
CIGNA	5,222	5,222

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CITIGROUP	6,088	6,088
CLEMSON UNIV	4,962	4,962
CVS HEALTH CORP		
DOMINION RESOURCES		
DOW CHEMICAL	66,581	66,581
FIFTH THIRD BANCORP		
FIRST NIAGARA FINANCIAL GROUP	34,537	34,537
FLUSHING FINL SR SUB NOTE CLBL	10,275	10,275
GENERAL ELECTRIC CAPITAL CORP		
GOLDMAN SACHS GROUP	29,573	29,573
HAWTHORNE CALIF CTFS	49,708	49,708
ILLINOIS HSG DEV AUTH	20,681	20,681
ILLINOIS ST	60,821	60,821
JERSEY CITY NJ	30,419	30,419
JP MORGAN CHASE & CO	12,198	12,198
KINDER MORGAN ENERGY PARTNERS	6,011	6,011
KRAFT HEINZ FOODS CO SR NOTE TE	39,999	39,999
MADISON & JERSEY CNTYS ILL	9,970	9,970
MAINE ST HSG	52,903	52,903
MARYLAND ST CMNTY DEV	55,694	55,694

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MASCO CORP	30,376	30,376
MERRILL LYNCH & CO		
METHANEX CORP SR NOTE	15,067	15,067
MORGAN CNTY ALA		
MORGAN ST DEAN WITTER	6,218	6,218
NEVADA SYS HIGHER ED	56,233	56,233
NEW JERSEY ECONOMIC DEV	45,325	45,325
NEW YORK ST DORM	53,914	53,914
NISOURCE FINANCE CORP SR NOTE	20,902	20,902
ONEOK PARTNERS SR NOTE CALLABLE	30,175	30,175
OSCEOLA CNTY FLA TOURIST DEV	49,152	49,152
PALM DESERT CA	54,838	54,838
PEAPACK GLADSTONE FINL SR NOTE	55,000	55,000
PEAPACK GLADSTONE FINL SUB NOTE	46,533	46,533
PUBLIC FIN AUTH WIS LEASE REV	49,590	49,590
RANTOUL ILL TAXABLE GO BDS	55,454	55,454
RECKSON OPER PARTNERSHIP SR NOTE	40,490	40,490
ROUND LAKE PK ILL TAXABLE GO BD	30,525	30,525
ROYAL CARIBBEAN CRUISES SR DEB	15,141	15,141
ROYAL BANK OF CANADA		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SAN BERNARDINO CNTY CALIF	55,434	55,434
SAN DIEGO CA REDEV AGY	56,573	56,573
STANTON CALIF REDEV AGY	54,621	54,621
STOCKTON CA REDEV AGY	19,299	19,299
SUCCESSOR AGY PITSSBURG CALIF	55,823	55,823
TEMECULA CA REDEV AGY	9,910	9,910
TOOELE CITY UTAH SALES TAX RE	47,803	47,803
UNITEDHEALTH GROUP INC		
UNIVERSITY CALIF	5,317	5,317
US TREASURY NOTE	30,039	30,039
VACAVILLE CALIF REDEV	63,120	63,120
WACHOVIA BANK	14,043	14,043
WELLS FARGO COMPANY	57,674	57,674
WEST ALLIS WEST MILWAUKEE		
WILLIAMS PARTNERS LP		

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TY 2017 Investments Corporate Stock Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN FUNDS AMERICAN BALANCED F2	312,694	312,694
AMERICAN FUNDS CAPTL INCM BLDR F2		
AMERICAN FUNDS GROWTH FD OF AMERICA		
AMERICAN FUNDS NEW WORLD FD CL F2	480,957	480,957
HENNESSY CORNERSTONE MID CAP 30 INST		
MFS INTERNATIONAL VALUE I	1,553,033	1,553,033
3M CO	45,426	45,426
ABBOTT LABS	84,064	84,064
AFLAC	75,842	75,842
AMERISOURCEBERGEN CORP	47,287	47,287
AMGEN	70,430	70,430
AUTOMATIC DATA PROCESSING	57,423	57,423
BECTON DICKINSON & CO	63,576	63,576
CHEVRON CORP	52,955	52,955
CULLEN FROST BANKERS		
CVS HEALTH CORP	65,975	65,975
DOLLAR GENERAL CORP	88,732	88,732
GILEAD SCIENCES		
ILLINOIS TOOL WORKS	85,928	85,928
JOHNSON & JOHNSON	36,187	36,187
KROGER CO	69,970	69,970
LOWES COS	93,405	93,405
MARSH & MCLENNAN COS	70,891	70,891
MERCK & CO	52,500	52,500
MICROCHIP TECHNOLOGY	58,880	58,880
OCCIDENTAL PETROLEUM CORP	61,285	61,285
OMNICOM GROUP	60,449	60,449
PHILIP MORRIS INTL	61,488	61,488
PROCTER GAMBLE	38,590	38,590
REYNOLDS AMERICAN		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROSS STORES	44,539	44,539
ROYAL DUTCH SHELL PLC	50,299	50,299
SMUCKER J M CO	78,892	78,892
STATE STREET CORP	89,216	89,216
GRAINGER W W INC	65,441	65,441
UNITEDHEALTH GROUP	91,491	91,491
ACCENTURE LTD	57,409	57,409
ADIDAS	22,060	22,060
AEGON	30,221	30,221
AETNA	9,380	9,380
AIA GROUP	67,135	67,135
ALLSTATE CORP		
AMBEV		
AMERICAN AIRLINES GROUP	9,053	9,053
AMERICAN EXPRESS	42,306	42,306
AMERICAN INTL GROUP		
AMERIPRISE FINL	85,243	85,243
APPLE	6,769	6,769
APPLIED MATERIALS		
ARCHER DANIELS MIDLAND		
ATLAS	59,600	59,600
BED BATH & BEYOND		
BEST BUY	49,298	49,298
BHP BILLITON		
BOEING CO	89,063	89,063
CA INCORPORATED		
CADENCE DESIGN SYSTEMS	28,521	28,521
CANADIAN PAC RAILWAY	56,656	56,656
CAPITAL ONE FINL CORP		
CBS CORP	27,140	27,140

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CDK GLOBAL	12,759	12,759
CELANESE CORP	22,487	22,487
CENTURYLINK	28,173	28,173
CHR HANSEN HLDG	44,085	44,085
CHUBB LTD	62,690	62,690
CIT GROUP	5,563	5,563
CITIGROUP	42,860	42,860
COLOPLAST	36,538	36,538
COMPASS GROUP	53,702	53,702
CONAGRA BRANDS	29,345	29,345
CORE LABORATORIES	39,328	39,328
CORNING INC	48,273	48,273
CSL LTD	69,680	69,680
CTRIP COM INTERNATIONAL		
CUMMINS INC		
CVS HEALTH CORP	24,650	24,650
DISCOVER FINL SVCS	43,767	43,767
DOVER CORP		
DSV	58,218	58,218
EBAY	5,887	5,887
EMERSON ELEC CO		
ESSILOR INTL	37,594	37,594
EXPERIAN PLC	60,302	60,302
EXPRESS SCRIPTS HOLDING CO	40,007	40,007
FERRARI	31,662	31,662
FIFTH THIRD BANCORP	7,130	7,130
GENERAL ELECTRIC CO	13,367	13,367
GENERAL MILLS	18,558	18,558
GENERAL MOTORS COMPANY		
GILEAD SCIENCES INC	30,948	30,948

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GROUP	12,993	12,993
H & R BLOCK INC		
HCA HEALTHCARE	6,061	6,061
HDFC BANK LTD	52,055	52,055
HERMES INTL S A UNSPONSORED	36,220	36,220
ICON	38,916	38,916
ILLINOIS TOOL WORKS		
INDUSTRIA DE DISENO TEXTTILE	19,458	19,458
INTERNATIONAL BUSINESS MACHINES	3,375	3,375
JUNIPER NETWORKS		
KOHLS CORP	21,095	21,095
LAZARD LTD		
LEAR CORP	12,896	12,896
LINCOLN NATL COPR	10,992	10,992
LUXOTTICA GROUP	29,117	29,117
LOCKHEED MARTIN CORP	5,779	5,779
LOWE'S COMPANIES	4,740	4,740
LVMH MOET HENNESSY LOUIS VTTN	54,474	54,474
LYONDELLBASELL INDUSTRIES	90,131	90,131
MACY'S INC		
MANPOWERGROUP	7,567	7,567
MARATHON PETROLEUM GROUP	14,648	14,648
MARRIOTT INTERNATIONAL		
MCDONALDS CORP	52,669	52,669
MCKESSON CORP	28,695	28,695
METLIFE	4,955	4,955
MICHAEL KORS HOLDINGS	7,113	7,113
MOTOROLA	18,881	18,881
MSCI	24,675	24,675
NATIONAL OILWELL VARCO		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NESTLE	54,333	54,333
NETAPP	19,583	19,583
NORTHROP GRUMMAN CORP		
NOVOZYMES	46,716	46,716
NTT DOCOMO		
PARKER HANNIFIN		
PROCTOR & GAMBLE	40,978	40,978
PULTE GROUP	22,909	22,909
QUAL COMM		
RECKITT BENCKISER GROUP	54,293	54,293
REGIONS FINL CORP	28,063	28,063
RYANAIR HOLDINGS	29,694	29,694
SEAGATE TECHNOLOGY	9,372	9,372
SEALED AIR CORP	7,494	7,494
SGS SA		
SHOPRITE HOLDIKNGS		
SIRIUS XM HOLDINGS	19,725	19,725
SPIRIT AEROSYSTEMS	15,618	15,618
SYSCO CORP	28,361	28,361
SYSMEX CORP	26,905	26,905
TAIWAN SEMICONDUCTOR	62,449	62,449
TARGET CORP	51,352	51,352
TE CONNECTIVITY	13,116	13,116
TELSTRA CORP LTD ADR	4,967	4,967
TENCENT HOLDINGS	55,191	55,191
THE HARTFORD FINANCIAL SERVICES	48,063	48,063
THE KROGER COMPANY	6,725	6,725
THE MOSAIC		
THE TRAVELERS COMPANIES		
THE WESTERN UNION	38,210	38,210

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TWENTY FIRST CENTURY FOX		
UNITED CONTINENTAL HLDGS	32,487	32,487
UNITED RENTALS	8,939	8,939
UNITED TECH CORP	28,831	28,831
VALERO ENERGY CORP	89,153	89,153
VF CORP	6,734	6,734
W.W. GRAINGER INC	15,356	15,356
WALMART DE MEXICO	33,968	33,968
WALGREENS BOOTS ALLIANCE	5,083	5,083
WHOLE FOODS MKT		
WYNDHAM WORLDWIDE	51,446	51,446
XL GROUP LTD	40,926	40,926
YANDEX	43,820	43,820
YUMI BRANDS	24,565	24,565

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TY 2017 Investments - Other Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES CORE S&P 500	FMV	202,713	202,713
POWERSHARES DB COMM IND FD ETF	FMV	96,305	96,305
SPDR GOLD SHARES	FMV	78,765	78,765
VANGUARD FTSE DEVELOPED MARKETS	FMV	200,524	200,524
VANGUARD TOTAL BOND MARKET	FMV		
VANGUARD REAL ESTATE ETF	FMV	153,015	153,015
ISHARES CORE S&P SMALL CAP	FMV		
VANGUARD REIT ETF	FMV		
VANGUARD CRSP US MID CAP	FMV		

TY 2017 Land, Etc. Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	54,536	39,367	15,169	15,169

TY 2017 Other Expenses Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
AUTOMOBILE	5,515	1,379		4,137
BOARD EXPENSES	5,650			5,650
EXECUTIVE INSURANCE	26,665	5,866		20,799
INSURANCE	8,247	3,216		5,031
OFFICE EXPENSE	1,720	172		1,548
PROFESSIONAL DUES & SUBSCRIPT	5,220			5,220
TELEPHONE	3,351	335		3,016
TRAVEL & EDUCATION	6,125	613		5,512

TY 2017 Other Increases Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Description	Amount
NET UNREALIZED GAINS/LOSSES ON INVESTMENTS	1,049,274

TY 2017 Other Liabilities Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	855	

TY 2017 Other Professional Fees Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	65,154	65,154		

TY 2017 Taxes Schedule

Name: HW DURHAM FOUNDATION INC

EIN: 62-0583854

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	5,792	5,792		
PAYROLL TAXES	15,424	6,015		9,409
PROPERTY TAXES	160	16		144