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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](http://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  
THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY

Number and street (or P.O. box number if mail is not delivered to street address)  
800 SHADES CREEK PARKWAY NO 125

City or town, state or province, country, and ZIP or foreign postal code  
BIRMINGHAM, AL 35209

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

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) \$ 821,183

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis )

A Employer identification number  
63-0907896

B Telephone number (see instructions)  
(205) 868-6156

C If exemption application is pending, check here

D 1. Foreign organizations, check here

D 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

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

Part I

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	18,499	18,499	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	83,167		
	b Gross sales price for all assets on line 6a 368,746			
	7 Capital gain net income (from Part IV, line 2)		83,167	
	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)	1,489	1,489		
12 Total. Add lines 1 through 11	103,155	103,155		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,957	5,218	1,739
	14 Other employee salaries and wages	6,500	0	6,500
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	6,414	6,414	0
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	572	572	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	24 Total operating and administrative expenses. Add lines 13 through 23	20,443	12,204	8,239
	25 Contributions, gifts, grants paid	202,000		202,000
26 Total expenses and disbursements. Add lines 24 and 25	222,443	12,204	210,239	
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-119,288		
	b Net investment income (if negative, enter -0-)		90,951	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

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 . . . . .			
	2	Savings and temporary cash investments . . . . .	94,776	21,001	21,001
	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) . . . . .	309,660	261,518	506,938
	c	Investments—corporate bonds (attach schedule) . . . . .	290,849	293,975	293,244
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	695,285	576,494	821,183	
Liabilities	17	Accounts payable and accrued expenses . . . . .		497	
	18	Grants payable. . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule). . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	497	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	695,285	575,997	
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	695,285	575,997	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	695,285	576,494		

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	695,285
2	Enter amount from Part I, line 27a . . . . .	2	-119,288
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	575,997
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	575,997

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	83,167
<b>3</b> 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	<b>3</b>	

**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	204,193	1,016,393	0 200900
2015	331,477	1,273,244	0 260341
2014	312,588	1,564,935	0 199745
2013	313,009	1,705,253	0 183556
2012	308,238	1,780,743	0 173095

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	1 017637
<b>3</b> 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	<b>3</b>	0 203527
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	906,145
<b>5</b> Multiply line 4 by line 3	<b>5</b>	184,425
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	910
<b>7</b> Add lines 5 and 6	<b>7</b>	185,335
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	210,239

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	910
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	910
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	910
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	760
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	760
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	150
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ▶ <u>SYNOVUS TRUST COMPANY</u> Telephone no ▶ <u>(205) 868-6156</u>			

Located at ▶ 800 SHADES CREEK PARKWAY SUITE 125 BIRMINGHAM AL ZIP+4 ▶ 35209

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <b>15</b>			
<b>16</b>	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?	<b>16</b>	<b>Yes</b>	<b>No</b>
	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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . ▶ <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to				
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	<b>(2)</b> 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			
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	<b>(4)</b> 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			
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?		<b>5b</b>		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>			
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>	<b>No</b>	
	<i>If "Yes" to 6b, file Form 8870</i>				
<b>7a</b>	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>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>		

Part VIII

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

**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WILLIAM W GOODRICH 3062 OVERHILL ROAD BIRMINGHAM, AL 35223	CHAIRMAN AND TRUSTEE 4 00	0	0	0
SYDNEY GOODRICH GREEN 3062 OVERHILL ROAD BIRMINGHAM, AL 35223	TRUSTEE 1 00	0	0	0
SYNOVUS TRUST COMPANY 800 SHADES CREEK PARKWAY STE 225 BIRMINGHAM, AL 35209	INVESTMENT MANAGER 30 00	6,957	0	0
FRANCES GOODRICH 3062 OVERHILL ROAD BIRMINGHAM, AL 35223	SECRETARY 1 00	0	0	0

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

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

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

**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A

Summary of Direct Charitable Activities

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

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
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	

Total. Add lines 1 through 3 . . . . . 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	919,944
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	0
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	919,944
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	919,944
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	13,799
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	906,145
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	45,307

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	45,307
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	910
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	910
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	44,397
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	44,397
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	44,397

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	210,239
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	210,239
<b>5</b>	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).	<b>5</b>	910
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	209,329

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				44,397
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	219,905			
<b>b</b> From 2013. . . . .	229,416			
<b>c</b> From 2014. . . . .	237,031			
<b>d</b> From 2015. . . . .	269,785			
<b>e</b> From 2016. . . . .	154,887			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	1,111,024			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 210,239				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				44,397
<b>e</b> Remaining amount distributed out of corpus	165,842			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,276,866			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . .	219,905			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,056,961			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	229,416			
<b>b</b> Excess from 2014. . . . .	237,031			
<b>c</b> Excess from 2015. . . . .	269,785			
<b>d</b> Excess from 2016. . . . .	154,887			
<b>e</b> Excess from 2017. . . . .	165,842			

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

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

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed WILLIAM W GOODRICH 3062 OVERHILL ROAD BIRMINGHAM, AL 35223 (205) 868-6156	
<b>b</b> The form in which applications should be submitted and information and materials they should include IN LETTER FORM WITH COPY OF REQUESTING ORGANIZATION'S LATEST DETERMINATION LETTER	
<b>c</b> Any submission deadlines NONE	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	202,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

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	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .					
<b>4</b> Dividends and interest from securities. . . .			14	18,499	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					1,489
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			14	3,259	79,908
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . .		0		21,758	81,397
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		<b>103,155</b>

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**[illegible]

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> 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

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-05-09 Date	***** Title

May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

<b>Paid Preparer Use Only</b>	Print/Type preparer's name  MYRA S ROBERTS CPA	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P00165769	
	Firm's name <b>▶</b> BARFIELD MURPHY SHANK & SMITH LLC					Firm's EIN <b>▶</b> 46-1498870
	Firm's address <b>▶</b> 1121 RIVERCHASE OFFICE RD BIRMINGHAM, AL 35244					Phone no (205) 982-5500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
APPLIED MATERIALS INC COM	P	2017-02-13	2017-10-10
BANK AMER CORP COM	P	2017-02-13	2017-10-10
BIOVERATIV INC COM	P	2016-08-10	2017-02-13
BIOVERATIV INC COM	P	2017-04-28	2017-10-10
BIOVERATIV INC COM	P	2017-04-28	2017-12-05
CITIGROUP INC COM NEW	P	2017-08-17	2017-10-10
COLUMBIA SMALL CAP INDEX FUND INTL #444	P	2017-03-20	2017-10-10
COSTCO WHOLESALE CORP	P	2017-02-13	2017-10-10
DODGE & COX INDEX FUND #147	P	2017-05-01	2017-10-10
DXC TECHNOLOGY CO COM	P	2017-02-13	2017-04-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,045		711	334
1,287		1,174	113
444		478	-34
591		587	4
2,033		2,346	-313
2,997		2,686	311
2,564		2,394	170
784		860	-76
15,006		14,897	109
3		3	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			334
			113
			-34
			4
			-313
			311
			170
			-76
			109
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
DXC TECHNOLOGY CO COM	P	2017-02-13	2017-04-28
GILEAD SCIENCES INC	P	2017-04-28	2017-10-10
GOLDMAN SACHS INTERNATIONAL EQUITY INSIGHTS FUND CLASS I #863	P	2017-03-20	2017-10-10
HEWLETT PACKARD ENTERPRISE CO COM	P	2017-04-28	2017-10-10
JACK IN THE BOX INC COM	P	2017-02-13	2017-07-14
MICRO FOCUS INTERNATIONAL PLC SPON ADR NEW	P	2017-04-28	2017-10-09
MICRO FOCUS INTERNATIONAL PLC SPON ADR NEW	P	2017-04-28	2017-10-10
MICRO FOCUS INTERNATIONAL PLC SPON ADR NEW	P	2017-02-13	2017-10-18
PALO ALTO NETWORKS INC COM	P	2017-02-13	2017-10-10
SALESFORCE COM INC COM	P	2017-02-13	2017-10-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
320		298	22
1,235		1,030	205
6,010		5,217	793
893		872	21
2,373		2,746	-373
25		23	2
317		295	22
163		148	15
757		783	-26
960		812	148

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			22
			205
			793
			21
			-373
			2
			22
			15
			-26
			148

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
VULCAN MATLS CO	P	2017-02-13	2017-10-10
YUM CHINA HOLDINGS INC COM	P	2017-02-13	2017-10-10
AB SMALL CAP GROWTH PORTFOLIO ADV #426	P	2012-11-09	2017-10-10
ADOBE SYSTEMS INC	P	2016-08-10	2017-10-10
AMAZON COM INC COM	P	2013-04-11	2017-10-10
AMERICAN INTL GROUP INC COM NEW	P	2013-04-11	2017-10-10
BIOGEN, INC	P	2016-08-10	2017-10-10
CAPITAL ONE FINL CORP COM RTS EXP 11/29/2005	P	2013-04-11	2017-10-10
CELGENE CORP COM	P	2016-08-10	2017-10-10
CERNER CORP	P	2016-08-10	2017-10-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
592		614	-22
1,285		822	463
2,568		1,753	815
763		503	260
9,885		2,688	7,197
1,840		1,216	624
1,648		1,421	227
1,748		1,104	644
1,394		1,125	269
715		668	47

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-22
			463
			815
			260
			7,197
			624
			227
			644
			269
			47



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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
CHIPOTLE MEXICAN GRILL INC CL A	P	2015-04-21	2017-02-13
COGNIZANT TECH SOLUTIONS CRP COM	P	2011-05-17	2017-10-10
DUKE ENERGY CORP NEW COM	P	2013-04-11	2017-10-10
DXC TECHNOLOGY CO COM	P	2013-04-11	2018-04-28
ECOLAB INC COM	P	2011-03-18	2017-10-10
EDWARDS LIFESCIENCES CORP COM	P	2014-01-16	2017-04-28
EDWARDS LIFESCIENCES CORP COM	P	2014-01-16	2017-10-10
EOG RES INC COM	P	2014-04-21	2017-10-10
FACEBOOK INC CL A	P	2014-04-21	2017-10-10
FEDERATED INSTITUTIONAL HIGH YIELD BOND FUND - INS #900	P	2015-04-21	2017-10-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,167		6,928	-2,761
2,217		1,099	1,118
856		734	122
1,033		437	596
1,327		479	848
3,843		1,268	2,575
1,103		362	741
970		1,029	-59
1,719		604	1,115
3,751		3,740	11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,761
			1,118
			122
			596
			848
			2,575
			741
			-59
			1,115
			11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
FIDELITY SMALL CAP VALUE FUND #1389	P	2013-05-23	2017-03-20
FISERV INC COM	P	2016-08-10	2017-10-10
GILEAD SCIENCES INC	P	2014-04-21	2017-02-13
HALLIBURTON CO	P	2016-08-10	2017-10-10
HP INC COM	P	2013-04-11	2017-02-13
JANUS HENDERSON ENTERPRISE FUND I SHARES	P	2016-03-16	2017-10-10
LILLY ELI & CO	P	2013-04-11	2017-10-10
LOCKHHED MARTIN CORP COM	P	2016-03-22	2017-10-10
MERCK & CO INC NEW COM	P	2011-03-18	2017-10-10
MICRO FOCUS INTERNATIONAL PLC SPON ADR NEW	P	2013-04-11	2017-10-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,762		10,819	-57
1,282		1,040	242
2,026		2,132	-106
684		658	26
2,555		1,567	988
8,853		6,556	2,297
1,725		1,164	561
1,584		1,109	475
1,285		638	647
712		648	64

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-57
			242
			-106
			26
			988
			2,297
			561
			475
			647
			64

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
QUALCOMM INC COM W/RTS ATTACHED	P	2013-04-11	2017-01-24
ROCKWELL AUTOMATION INC COM	P	2013-04-11	2017-10-10
ROSS STORES INC COM	P	2014-01-16	2017-10-10
SEATTLE SPINCO INC	P	2013-04-11	2017-09-01
SOUTHWEST AIRLS CO COM	P	2014-10-24	2017-10-10
TCW TOTAL RETURN BOND FUND	P	2015-07-28	2017-05-01
VANGUARD SHORT TERM INVESTMENT GRADE FUND - ADM #539	P	2016-03-22	2017-10-10
VISA INC COM CL A	P	2015-04-21	2017-10-10
WESTERN ASSET CORE PLUS BOND FUND CL I #287	P	2015-04-21	2017-05-01
YUM BRANDS INC COM	P	2014-01-16	2017-02-13

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,325		4,017	-692
1,826		890	936
1,628		901	727
767		347	420
2,044		1,183	861
69,695		72,292	-2,597
11,192		11,238	-46
1,073		655	418
32,872		33,466	-594
4,108		3,047	1,061

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-692
			936
			727
			420
			861
			-2,597
			-46
			418
			-594
			1,061

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
ABBOT LABS W/RIGHTS ATTACHED EXP 11/10/2009	P	2010-10-28	2017-10-10
AMERICAN EUROPACIFIC GROTH FUND CLASS F2 #616	P	2003-01-14	2017-10-10
APPLE COMPUTER INC	P	2006-06-12	2017-04-28
APPLE COMPUTER INC	P	2006-06-12	2017-10-10
AT&T INC	P	2008-07-25	2017-10-10
BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 2/23/2009	P	2007-11-19	2017-10-10
CHEVRONTEXACO CORP COM	P	2006-03-01	2017-10-10
CVS CORP	P	2007-07-16	2017-10-10
DANAHER CORP COM	P	2005-09-21	2017-10-10
DOMINION RES INC VA NEW COM	P	2004-02-05	2017-10-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,097		496	601
5,975		2,530	3,445
5,027		293	4,734
4,673		251	4,422
1,344		1,108	236
1,227		644	583
1,785		856	929
1,117		545	572
1,743		396	1,347
1,547		629	918

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			601
			3,445
			4,734
			4,422
			236
			583
			929
			572
			1,347
			918

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
DOWDUPONT INC COM	P	2008-07-25	2017-09-25
DOWDUPONT INC COM	P	2008-07-25	2017-10-10
EXXON MOBIL CORP COM	P	2001-02-02	2017-10-10
FEDERATED TOTAL RETURN BD FD IS #328	P	2010-07-06	2017-10-10
FORTIVE CORP COM	P	2005-09-21	2017-10-10
GENERAL ELEC CO COM	P	2008-07-25	2017-10-10
HALLIBURTON CO	P	2006-03-01	2017-10-10
HARBOR FD INTL FD	P	2004-02-05	2017-03-20
HOME DEPOT INC COM	P	2009-12-22	2017-10-10
HONEYWELL INTERNATIONAL INC COM	P	2010-10-28	2017-10-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
65		30	35
1,071		486	585
1,239		633	606
14,979		15,322	-343
716		123	593
1,782		2,155	-373
228		172	56
21,112		12,419	8,693
826		146	680
2,869		936	1,933

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			35
			585
			606
			-343
			593
			-373
			56
			8,693
			680
			1,933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
INTEL CORP COM	P	2008-07-25	2017-10-10
JOHNSON & JOHNSON COM	P	2006-03-01	2017-10-10
JP MORGAN CHASE & CO COM	P	2006-01-12	2017-10-10
JPMORGAN MID CAP VALUE FUND CL L #758	P	2010-10-29	2017-10-10
MICROSOFT CORP COM	P	2006-05-03	2017-04-28
MICROSOFT CORP COM	P	2006-05-03	2017-10-10
NIKE INC CL B COM	P	2006-05-03	2017-10-10
ORACLE CORP CL B COM	P	2007-10-12	2017-10-10
PEPSICO INC COM	P	2004-02-05	2017-10-10
PRAXAIR INC COM	P	2006-01-12	2017-10-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,973		1,082	891
666		289	377
1,926		807	1,119
8,531		4,719	3,812
1,711		584	1,127
2,678		818	1,860
1,033		202	831
1,447		673	774
2,210		972	1,238
1,407		527	880

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			891
			377
			1,119
			3,812
			1,127
			1,860
			831
			774
			1,238
			880

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
PROCTOR & GAMBLE CO COM	P	2004-11-10	2017-10-10
STARBUCKS CORP	P	2008-07-25	2017-10-10
TRAVELERS COS INC COM	P	2009-12-17	2017-10-10
UNITED TECHNOLOGIES CORP COM	P	2001-02-02	2017-10-10
UNITEDHEALTH GRP INC COM	P	2010-10-28	2017-10-10
WAL MART STORES INC COM	P	2007-05-22	2017-02-13
WALT DISNEY CO COM	P	2006-10-04	2017-10-10
WELLS FARGO & CO NEW COM W/RIGHTS ATTACHED EXPIRING	P	2010-10-28	2017-10-10
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,829		1,068	761
1,947		256	1,691
1,251		486	765
1,769		556	1,213
1,947		364	1,583
6,788		4,654	2,134
1,490		461	1,029
11,233		5,570	5,663
3,259			3,259

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			761
			1,691
			765
			1,213
			1,583
			2,134
			1,029
			5,663
			3,259

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
ALABAMA SYMPHONY ORCHESTRA 3621 6TH AVENUE SOUTH BIRMINGHAM, AL 35222		EXEMPT	CHARITABLE	2,000
BIRMINGHAM BOTANICAL GARDENS 2612 LANE PARK ROAD MOUNTAIN BROOK, AL 35223		EXEMPT	CHARITABLE	1,000
BOY SCOUTS OF AMERICA 516 LIBERTY PARKWAY BIRMINGHAM, AL 35242		EXEMPT	CHARITABLE	2,000
DIXIE PLANTATION RESEARCH LLC 1583 LIVINGSTON ROAD GREENVILLE, FL 32331		EXEMPT	CHARITABLE	3,000
GRACE HOUSE MINISTRIES INC 4923 FARRELL AVENUE FAIRFIELD, AL 35064		EXEMPT	CHARITABLE	500
<b>Total . . . . .</b> ► <b>3a</b>				202,000



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709		EXEMPT	CHARITABLE	10,000
INDIAN SPRINGS SCHOOL 190 WOODWARD DRIVE INDIAN SPRINGS, AL 35124		EXEMPT	CHARITABLE	25,000
JESSIE'S PLACE OF THE JIMMIE HALE MISSION 2305 5TH AVENUE NORTH BIRMINGHAM, AL 35203		EXEMPT	CHARITABLE	1,000
LINLY HEFLIN UNIT 13 OFFICE PARK CIRCLE SUITE 8 BIRMINGHAM, AL 35223		EXEMPT	CHARITABLE	3,000
MAGIC MOMENTS 1600 7TH AVENUE SOUTH BIRMINGHAM, AL 35233		EXEMPT	CHARITABLE	2,000
<b>Total . . . . . ►</b> <b>3a</b>				202,000

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
THE COMMUNITY FOUNDATION OF WESTERN NORTH CAROLINA ONE WEST PACK SQUARE SUITE 1600 ASHEVILLE, NC 28802		EXEMPT	CHARITABLE	71,000
UNITED WAY OF CENTRAL ALABAMA 2100 1ST AVENUE NORTH SUITE 500 BIRMINGHAM, AL 35203		EXEMPT	CHARITABLE	10,000
WOODLAWN FOUNDATION 5529 1ST AVE S BIRMINGHAM, AL 35212		EXEMPT	CHARITABLE	20,000
BIRMINGHAM CIVIL RIGHTS INSTITUTE 520 16TH ST N BIRMINGHAM, AL 35203		EXEMPT	CHARITABLE	1,500
SAMARITAN'S PURSE INCPO BOX 3000 BOONE, NC 28607		EXEMPT	CHARITABLE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				202,000

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
TEACH FOR AMERICA - ALABAMA 2301 1ST AVENUE N 105 BIRMINGHAM, AL 35203		EXEMPT	CHARITABLE	5,000
UAB COMPREHENSIVE CANCER CENTER 1824 6TH AVENUE SOUTH STE 202 BIRMINGHAM, AL 35233		EXEMPT	CHARITABLE	8,000
A PLUS EDUCATION PARTNERSHIP 1 RETAIL DR MONTGOMERY, AL 36110		EXEMPT	CHARITABLE	3,500
BIRMINGHAM EDUCATION FOUNDATION 901 9TH AVENUE NORTH BIRMINGHAM, AL 35204		EXEMPT	CHARITABLE	1,000
SPRING VALLEY SCHOOL 2701 SYDNEY DR BIRMINGHAM, AL 35211		EXEMPT	CHARITABLE	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				202,000

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
BIRMINGHAM ZOO INC2630 CAHABA RD BIRMINGHAM, AL 35223		EXEMPT	CHARITABLE	8,000
BIRMINGHAM MUSEUM OF ART 2000 REV ABRAHAM WOODS JR BLVD BIRMINGHAM, AL 35203		EXEMPT	CHARITABLE	5,000
HOLY FAMILY CRISTO REV CATHOLIC 19TH ST ENSLEY BIRMINGHAM, AL 35218		EXEMPT	CHARITABLE	1,000
THE FOUNDRY 1804 SIXTH AVENUE NORTH BESSEMER, AL 35020		EXEMPT	CHARITABLE	1,000
JR ACHIEVEMENT OF ALABAMA INC 216 AQUARIUS DR 315 BIRMINGHAM, AL 35209		EXEMPT	CHARITABLE	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				202,000

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
THE WOMEN'S FUND OF GREATER BIRMINGHAM 2201 5TH AVE S BIRMINGHAM, AL 35233		EXEMPT	CHARITABLE	2,500
<b>Total . . . . .</b>				202,000
<b>3a</b>				

**TY 2017 Accounting Fees Schedule**

**Name:** THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY

**EIN:** 63-0907896

**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING SERVICES	6,414	6,414		0

# TY 2017 Investments Corporate Bonds Schedule

**Name:** THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY  
**EIN:** 63-0907896

## Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	293,975	293,244

**TY 2017 Investments Corporate Stock Schedule**

**Name:** THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY

**EIN:** 63-0907896

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK AND MUTUAL FUNDS	261,518	506,938



**TY 2017 Other Income Schedule**

**Name:** THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY

**EIN:** 63-0907896

**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NONDIVIDEND DISTRIBUTION	1,294	1,294	1,294
MISCELLANEOUS INCOME	195	195	195

**TY 2017 Taxes Schedule**

**Name:** THE GOODRICH FOUNDATION  
C/O SYNOVUS TRUST COMPANY

**EIN:** 63-0907896

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	55	55		0
FEDERAL TAXES - NET INVESTMENT INCOME	517	517		0