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CHANGE OF ACCOUNTING PERIOD
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
► Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning DEC 1, 2017, and ending DEC 31, 2017

Name of foundation
**THE JOSEPH S. BRUNO CHARITABLE
FOUNDATION**

A Employer identification number

63-0936234

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

P.O. BOX 530727

B Telephone number

205-879-0799

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

BIRMINGHAM, AL 35253-0727

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 ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify) _____

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

\$ 10,500,669. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

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

(a) Revenue and
expenses per books

(b) Net investment
income

(c) Adjusted net
income

(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B
Interest on savings and temporary
cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 72,809.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees STMT 4 3,975. 0.

c Other professional fees STMT 5 7,611. 7,611.

17 Interest

18 Taxes STMT 6 2,465. 0.

19 Depreciation and depletion 23. 0.

20 Occupancy 1,170. 0.

21 Travel, conferences, and meetings 790. 0.

22 Printing and publications

23 Other expenses STMT 7 7,483. 0.

24 Total operating and administrative
expenses Add lines 13 through 23

25 Contributions, gifts, grants paid 0.

26 Total expenses and disbursements
Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements 38,192.

b Net investment income (if negative, enter -0-) 61,473.

c Adjusted net income (if negative, enter -0-) N/A

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NOV 14 2018

OGDEN, UT

**THE JOSEPH S. BRUNO CHARITABLE
FOUNDATION**

63-0936234

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,569.	39,911.	39,911.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 10 8,966,879.	9,025,425.	10,460,747.	
14 Land, buildings, and equipment: basis ▶	19,567.			
Less accumulated depreciation	STMT 11 ▶ 19,556.	34.	11.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,029,482.	9,065,347.	10,500,669.	
Liabilities	17 Accounts payable and accrued expenses	659.	1,256.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	659.	1,256.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	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	9,028,823.	9,064,091.		
30 Total net assets or fund balances	9,028,823.	9,064,091.		
31 Total liabilities and net assets/fund balances	9,029,482.	9,065,347.		

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	9,028,823.
2 Enter amount from Part I, line 27a	2	38,192.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	12,332.
4 Add lines 1, 2, and 3	4	9,079,347.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	15,256.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,064,091.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a REGIONS	P		
b K-1 CORDOVA INTELLIMEDIA VENTURES LP	P		
c K-1 TRUMBULL PROPERTY INCOME FUND LP	P		
d CAPITAL GAINS DIVIDENDS			
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 55,000.		57,833.	<2,833.>
b 4,480.			4,480.
c 2,199.			2,199.
d 11,130.			11,130.
e			

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<2,833.>
b			4,480.
c			2,199.
d			11,130.
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	14,976.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	332,200.	9,950,251.	.033386
2015	570,590.	9,522,024.	.059923
2014	658,433.	10,117,291.	.065080
2013	724,309.	10,441,698.	.069367
2012	962,478.	9,896,764.	.097252

2 Total of line 1, column (d)	2	.325008
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	.065002
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	10,295,935.
5 Multiply line 4 by line 3	5	669,256.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	615.
7 Add lines 5 and 6	7	669,871.
8 Enter qualifying distributions from Part XII, line 4	8	0.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,229.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	1,229.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	1,229.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,795.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	2,795.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,566.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 1,566. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X
14 The books are in care of JERA STRIBLING Telephone no. 205-879-0799 Located at P.O. BOX 530727, BIRMINGHAM, AL ZIP+4 35253-0727		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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 N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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

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

- [illegible]

N/A

N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

N/A

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

[illegible]

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

[illegible]

▶	0
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Form **990-PF** (2017)

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	10,384,592.
b	Average of monthly cash balances	1b	51,240.
c	Fair market value of all other assets	1c	16,894.
d	Total (add lines 1a, b, and c)	1d	10,452,726.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,452,726.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	156,791.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,295,935.
6	Minimum investment return Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	43,727.

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	43,727.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,229.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,229.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	42,498.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	42,498.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	42,498.

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	0.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	0.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	0.

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.

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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				42,498.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	280,570.			
b From 2013	242,212.			
c From 2014	157,533.			
d From 2015	99,115.			
e From 2016				
f Total of lines 3a through e	779,430.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	0.			
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d) the same amount must be shown in column (a))	42,498.			42,498.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	736,932.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	238,072.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	498,860.			
10 Analysis of line 9:				
a Excess from 2013	242,212.			
b Excess from 2014	157,533.			
c Excess from 2015	99,115.			
d Excess from 2016				
e Excess from 2017				

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N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

PLEASE CONTACT MS. STRIBLING

**THE JOSEPH S. BRUNO CHARITABLE
FOUNDATION**

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				
NONE				
Total			▶ 3a	0.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				EXECUTIVE DIRECTOR	May the IRS discuss this return with the preparer shown below? See instructions. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>James L. Stalling</i>		Date 11-13-18				
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	A.V. LARocca, CPA		<i>[Signature]</i>		11-12-18		P00071607
	Firm's name ▶ DIPIAZZA, LARocca, HEETER & CO, LLC					Firm's EIN ▶ 26-3731278	
	Firm's address ▶ P. O. BOX 530095 BIRMINGHAM, AL 35253-0095					Phone no. 205-871-9973	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 CORDOVA INTELLIMEDIA VENTURES LP	3.	3.	
K-1 TRUMBULL PROPERTY INCOME FUND LP	1,463.	1,463.	
SYNOVUS BANK	3.	3.	
TOTAL TO PART I, LINE 3	1,469.	1,469.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 TRUMBULL PROPERTY INCOME FUND LP	37,976.	0.	37,976.	37,976.	
REGIONS	24,458.	11,130.	13,328.	13,328.	
TO PART I, LINE 4	62,434.	11,130.	51,304.	51,304.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 BELL FUND I, LLC	2,505.	2,505.	
K-1 CORDOVA INTELLIMEDIA VENTURES LP	<1,170.>	<1,170.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,335.	1,335.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,975.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,975.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	2,604.	2,604.		0.
K-1 TRUMBULL PROPERTY INCOME FUND LP	5,007.	5,007.		0.
TO FORM 990-PF, PG 1, LN 16C	7,611.	7,611.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	572.	0.		0.
TAXES & LICENSES	1,893.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,465.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER EXPENSE	6,842.	0.		0.
EQUIPMENT LEASES	3.	0.		0.
INSURANCE	508.	0.		0.
PAYROLL PROCESSING	80.	0.		0.
MISCELLANEOUS	50.	0.		0.
TO FORM 990-PF, PG 1, LN 23	7,483.	0.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NONDIVIDEND DISTRIBUTIONS - REGIONS	5,344.
BOOK/TAX DIFFERENCES - K-1 BELL FUND	6,988.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,332.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCES - K-1 CORDOVA	6,620.
BOOK/TAX DIFFERENCES - K-1 TRUMBULL PROPERTY INCOME FUND LP	8,636.
TOTAL TO FORM 990-PF, PART III, LINE 5	15,256.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
REGIONS	COST	8,999,013.	10,434,335.
CORDOVA INTELLIMEDIA VENTURES, LP	COST	12,850.	12,850.
BELL FUND I, LLC	COST	13,562.	13,562.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,025,425.	10,460,747.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,285.	1,285.	0.
RECOVER CHAIRS IN JERA'S OFFICE	313.	313.	0.
SIT ON IT EXECUTIVE CHAIR	382.	382.	0.
MICROEDGE SOFTWARE	5,750.	5,750.	0.
LATERAL FILE CABINET	512.	512.	0.
DESK, CREDENZA, BRIDGE	3,114.	3,114.	0.
SERVER ROOM EQUIPMENT	186.	186.	0.
BOOKCASE	1,230.	1,230.	0.
BOOKCASE	668.	668.	0.
LABOR & SURCHARGE FOR DESK, CREDENZA, BRIDGE	245.	245.	0.
ARTWORK	961.	961.	0.
HP LASER PRINTER	718.	718.	0.
LAPTOP	1,280.	1,280.	0.
COMPUTER EQUIPMENT	2,419.	2,419.	0.
PRINTER	314.	307.	7.
PRINTER	190.	186.	4.
TOTAL TO FM 990-PF, PART II, LN 14	19,567.	19,556.	11.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BENNY M. LARUSSA JR. 110 OFFICE PARK DRIVE, SUITE 300 BIRMINGHAM, AL 35223	CHAIRMAN 1.00	0.	0.	0.
ROBERT H. SPRAIN, JR. 1707 29TH COURT SOUTH BIRMINGHAM, AL 35209	SECRETARY 1.00	0.	0.	0.
MARIAN L. PHILLIPS 3140 GUILFORD ROAD BIRMINGHAM, AL 35223	VICE CHAIRMAN 1.00	0.	0.	0.
JERA STRIBLING 4300 KENNESAW DRIVE BIRMINGHAM, AL 35213	EXECUTIVE DIRECTOR 40.00	6,990.	0.	325.
CHRISTIE SMITH 6317 LETSON FARM TRAIL BESSEMER, AL 35022	EXECUTIVE ASSISTANT 20.00	385.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		7,375.	0.	325.

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER RECOVER CHAIRS IN JERA'S	02/01/04	200DB	5.00		HY17	1,285.				1,285.	1,285.		0.	1,285.
2	OFFICE	02/01/02	200DB	7.00		HY17	313.				313.	313.		0.	313.
3	SIT ON IT EXECUTIVE CHAIR	02/01/02	200DB	7.00		HY17	382.				382.	382.		0.	382.
4	MICROEDGE SOFTWARE	10/01/98	SL	3.00		16	5,750.				5,750.	5,750.		0.	5,750.
5	LATERAL FILE CABINET	06/09/07	200DB	7.00		HY17	512.				512.	512.		0.	512.
6	DESK, CREDENZA, BRIDGE	07/24/07	200DB	7.00		HY17	3,114.				3,114.	3,114.		0.	3,114.
7	SERVER ROOM EQUIPMENT	07/25/07	200DB	5.00		HY17	186.				186.	186.		0.	186.
8	BOOKCASE	10/07/96	200DB	7.00		HY17	1,230.				1,230.	1,230.		0.	1,230.
9	BOOKCASE	07/24/07	200DB	7.00		HY17	668.				668.	668.		0.	668.
10	LABOR & SURCHARGE FOR DESK, CREDENZA, BRIDGE	07/24/07	200DB	7.00		HY17	245.				245.	245.		0.	245.
11	ARTWORK	04/14/04	200DB	7.00		HY17	961.				961.	961.		0.	961.
12	HP LASER PRINTER	07/01/04	200DB	7.00		HY17	718.				718.	718.		0.	718.
13	LAPTOP	12/01/10	200DB	5.00		HY17	1,280.				1,280.	1,280.		0.	1,280.
14	COMPUTER EQUIPMENT	01/17/12	200DB	5.00		HY17	2,419.				2,419.	2,419.		0.	2,419.
15	PRINTER	01/17/12	200DB	7.00		HY17	314.				314.	293.		14.	307.
16	PRINTER	09/11/12	200DB	7.00		HY17	190.				190.	177.		9.	186.
	* TOTAL 990-PF PG 1 DEPR						19,567.				19,567.	19,533.		23.	19,556.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone