29491019020179

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning 08/01/17 , and ending 07/31/18

Name of foundation: BARTLETT-PATTERSON CORPORATION

A Employer identification number: 62-1706760

Number and street (or P O box number if mail is not delivered to street address): 119 S. MAIN STREET | Room/suite:

B Telephone number (see instructions): 423-639-0151

City or town, state or province, country, and ZIP or foreign postal code: GREENEVILLE TN 37743

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) ▶ $ 2,953,062

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

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

Part I Analysis of Revenue and Expenses

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	80	80	80	
4	Dividends and interest from securities	73,101	73,101	73,101	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	35,942			
b	Gross sales price for all assets on line 6a 45,950				
7	Capital gain net income (from Part IV, line 2)		23,096		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 2	1,877		1,877	
12	**Total.** Add lines 1 through 11	111,000	96,277	75,058	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	6,888	6,888	6,888	6,888
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	2,883		2,425	458
19	Depreciation (attach schedule) and depletion				
20	Occupancy	3,003			3,003
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) STMT 5	20	20	20	
24	**Total operating and administrative expenses.** Add lines 13 through 23	12,794	6,908	9,333	10,349
25	Contributions, gifts, grants paid	60,991			60,991
26	**Total expenses and disbursements.** Add lines 24 and 25	73,785	6,908	9,333	71,340
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	37,215			
b	**Net investment income** (if negative, enter -0-)		89,369		
c	**Adjusted net income** (if negative, enter -0-)			65,725	

RECEIVED
DEC 21 2018
OGDEN, UT

SCANNED MAR 13 2019

For Paperwork Reduction Act Notice, see instructions.

DAA

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	49,158	52,685	52,685
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) SEE STMT 6	1,090,737	1,132,632	1,780,346
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 7	867,881	825,560	1,120,031
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	2,007,776	2,010,877	2,953,062
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,007,776	2,010,877	
	30	**Total net assets or fund balances** (see instructions)	2,007,776	2,010,877	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,007,776	2,010,877	

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	2,007,776
2	Enter amount from Part I, line 27a	2	37,215
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,044,991
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	34,114
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,010,877

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	CAPITAL GAIN DIVIDENDS			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	23,096			23,096
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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				23,096
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	23,096
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	70,760	2,479,213	0.028541
2015	84,803	2,265,173	0.037438
2014	58,152	2,161,591	0.026902
2013	58,497	2,070,189	0.028257
2012	49,756	1,885,433	0.026390

2 **Total** of line 1, column (d)	2	0.147528
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.029506
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	2,767,650
5 Multiply line 4 by line 3	5	81,662
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	894
7 Add lines 5 and 6	7	82,556
8 Enter qualifying distributions from Part XII, line 4	8	71,340

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,787
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	1,787
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	1,787
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,624		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,624
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	163
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶ Refunded ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the Instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6		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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ NONE			
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 SEE STMT 9	8b		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 taxable year beginning in 2017? See instructions for Part XIV If "Yes," complete Part XIV	9	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

DAA

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RAY ADAMS Telephone no ▶ 423-639-0151
119 S. MAIN STREET
Located at ▶ GREENEVILLE TN ZIP+4 ▶ 37743

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions) 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 ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017) 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

DAA

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (No)
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GENE GABY KNOXVILLE 519 GLEN ABBEY BLVD TN 37934-3963	PRESIDENT 0.50	0	0	0
RAY ADAMS GREENEVILLE 119 S. MAIN STREET TN 37743	TREASURER 0.50	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE COAL FUND	35,225
2 VARIOUS	15,791
3 GREENEVILLE/GREENE CO. LIBRARY	3,000
4 THE OPPORTUNITY HOUSE	1,500

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,758,876
b	Average of monthly cash balances	1b	50,921
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,809,797
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	2,809,797
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	42,147
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,767,650
6	**Minimum investment return.** Enter 5% of line 5	6	138,383

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part.)

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

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	71,340
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	71,340
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	71,340

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only				
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII line 4 ▶ $ 71,340				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2017 distributable amount				
e Remaining amount distributed out of corpus	71,340			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	71,340			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

DAA

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

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

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	65,725	65,564	72,240	56,402	259,931
b 85% of line 2a	55,866	55,729	61,404	47,942	220,941
c Qualifying distributions from Part XII, line 4 for each year listed	71,340	70,760	85,640	58,152	285,892
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	71,340	70,760	85,640	58,152	285,892
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter (1) Value of all assets	2,953,062	2,666,534	2,367,403	2,231,932	10,218,931
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	2,953,062	2,666,534	2,367,403	2,231,932	10,218,931
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) N/A					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) N/A					
(3) Largest amount of support from an exempt organization N/A					
(4) Gross investment income N/A					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

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

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc , to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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

C. RAY ADAMS 423-639-0151
119 S. MAIN STREET GREENEVILLE TN 37743

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

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

c Any submission deadlines

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

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

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 10				60,991
Total			▶ 3a	60,991
b *Approved for future payment* N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	80	
4 Dividends and interest from securities			14	73,101	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	35,942	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SALE OF ANDREW JOHNSON BOOKS			41	211	
c BOA CLASS ACTION SETTLEMENT			1	1,666	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		111,000	0

13 Total. Add line 12, columns (b), (d), and (e) 13 111,000

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

DAA

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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

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

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

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

Treas. 12/17/18 TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
WHITNEY A. BALL	Whitney A Ball	12-14-18	
Firm's name ▶ ADAMS & PLUCKER CPA'S, PLLP		PTIN	P00964896
Firm's address ▶ PO BOX 1117 GREENEVILLE, TN 37744-1117		Firm's EIN ▶	62-0970323
		Phone no	423-639-0151

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
WGL HOLDINGS, INC.			PURCHASE				
	10/22/09	3/02/18	$ 22,854	$ 10,008	$	$	$ 12,846
TOTAL			$ 22,854	$ 10,008	$ 0	$ 0	$ 12,846

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
SALE OF ANDREW JOHNSON BOOKS	$ 211	$	$ 211
BOA CLASS ACTION SETTLEMENT	1,666		1,666
TOTAL	$ 1,877	$ 0	$ 1,877

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ADAMS & PLUCKER, CPAS	$ 6,888	$ 6,888	$ 6,888	$ 6,888
TOTAL	$ 6,888	$ 6,888	$ 6,888	$ 6,888

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
DAN WALKER, PROPERTY TAXES	$ 255	$	$	$ 255
GREENE COUNTY TRUSTEE	203			203
TAX ON INVESTMENT INCOME	2,405		2,405	
TN SECRETARY OF STATE	20		20	
TOTAL	$ 2,883	$ 0	$ 2,425	$ 458

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
OFFICE EXPENSE	20	20	20	
TOTAL	$ 20	$ 20	$ 20	$ 0

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ATMOS ENERGY	$ 43,460	$ 43,460	COST	$ 154,496
BANK OF AMERICA CORP.	527,831	527,831	COST	733,140
BP PLC ADR	19,781	19,781	COST	13,353
CHEVRON CORP	29,193	29,193	COST	100,776
CITIGROUP INC	45,828	45,828	COST	6,452
DUKE ENERGY CORP	9,871	9,871	COST	16,218
DUKE REALTY CORP	20,225	20,225	COST	17,208
EMERSON ELECTRIC CO	21,134	21,134	COST	42,756
EQUITY RESIDENTIAL	35,960	35,960	COST	140,866
EVERGY INC. COMMON		10,184	COST	27,665
IBM	15,595	15,595	COST	14,515
JOHNSON & JOHNSON	11,808	24,960	COST	26,310
MICROSOFT CORP	12,205	12,205	COST	21,536
OMNICOM	8,153	8,153	COST	6,898
PEPSICO INC.		22,070	COST	22,856

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PFIZER	$ 6,336	$ 10,019	COST	$ 11,523
PROCTOR & GAMBLE	8,920	16,988	COST	16,116
SCANA CORP	10,053	10,053	COST	11,460
SOUTHERN CO	98,097	98,097	COST	191,880
VF CORP	5,575	5,575	COST	9,197
VECTREN CORP	10,037	10,037	COST	30,005
VERIZON COMMUNICATIONS	9,645	14,574	COST	15,603
WEINGARTEN REALTY INVESTORS	19,826	19,827	COST	16,198
WELLS FARGO & CO	44,536	44,536	COST	11,081
WESTAR ENERGY INC.	10,184		COST	
WGL HOLDINGS	10,008		COST	
3M CO	20,967	20,967	COST	57,041
JOHNSON & JOHNSON	9,136	9,136	COST	19,733
PROCTOR & GAMBLE	8,783	8,783	COST	12,087
ROYAL DUTCH SHELL	8,848	8,848	COST	9,524
3M CO.	8,742	8,742	COST	23,853
TOTAL	$ 1,090,737	$ 1,132,632		$ 1,780,346

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FRANKLIN GROWTH FUND	$ 13,220	$ 13,763	COST	$ 21,954
FRANKLIN HIGH YIELD TAX FREE	10,023	10,504	COST	11,198
FRANKLIN STRATEGIC INCOME	23,693	24,327	COST	21,422
FRANKLIN TOTAL RETURN FUND	28,293	28,893	COST	25,969
FUNDAMENTAL INVESTORS FUND	36,062	41,891	COST	57,217
MFS CORPORATE BOND FUND	33,592	34,571	COST	32,111
MFS INTL NEW DISCOVERY FUND	11,342	11,675	COST	14,162
TEMPLETON GLOBAL BOND FUND	16,913	17,505	COST	15,178
BOND FUND OF AMERICA	136,121	127,000	COST	152,055
CAPITAL INCOME BUILDER FUND	71,846	55,152	COST	91,861
CAPITAL WORLD GROWTH & INCOME	73,773	62,312	COST	117,850
LORD ABBETT SHORT DURATION	95,458	89,814	COST	89,123
NEW PERSPECTIVE FUND	38,436	38,173	COST	81,777
WASHINGTON MUTUAL INVESTORS	87,846	78,717	COST	148,237

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHARES CORE S&P	$ 25,806	$ 25,806	COST	$ 32,710
ISHARES DOW JONES US	45,864	45,864	COST	62,883
ISHARES S&P GLOBAL UTILITIES	31,086	31,086	COST	32,804
ISHARES TR MSCI	25,880	25,880	COST	25,789
SECTOR SPDR TRUST UTILITIES	31,392	31,392	COST	45,797
VANGUARD HIGH YIELD DIV	31,235	31,235	COST	39,934
TOTAL	$ 867,881	$ 825,560		$ 1,120,031

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
MISCELLANEOUS	$ 34,114
TOTAL	$ 34,114

Statement 9 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General Explanation

Description

ACCORDING TO THE TENNESSEE CHARITABLE SOLICITATION ACT, AN ORGANIZATION THAT RECEIVES GROSS CONTRIBUTIONS FROM THE PUBLIC OF LESS THAN $30,000 ANNUALLY, PURSUANT TO T.C.A. 48-101-502(A)(2) IS EXEMPT FROM THE REGISTRATION REQUIREMENTS IN THE STATE OF TENNESSEE. THE BARTLETT-PATTERSON CORPORATION IS EXEMPT.

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

SEE THE ATTACHED MEMO ANSWERING THIS QUESTION.

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name Address	Relationship	Address Status	Purpose	Amount
APPA. GIRL SCOUT COUNCIL AFTON TN 37616	NONE	3175 MIDDLE CREEK RD PUBLIC CHARI	TO INSTILL VALUES IN YOUTH AND BUILD	500
BOY SCOUTS OF AMERICA JOHNSON CITY TN 37602	NONE	129 BOONE RIDGE LN PUBLIC CHARI	TO INSTILL VALUES IN YOUTH AND BUILD	500
BOYS AND GIRLS CLUB GREENEVILLE TN 37745	NONE	740 W. CHURCH ST PUBLIC CHARI	TO ASSIST YOUNG PEOPLE IN THE COMMUN	500
CHILD ADVOCACY CENTER FOR GREENEVILLE TN 37818	NONE	200 MAIN ST PUBLIC CHARI	TO PROVIDE SUPPORT FOR CHILDREN IN T	500
FREE WILL BAPTIST FAMILY MINISTRY GREENEVILLE TN 37743	NONE	90 STANLEY LN PUBLIC CHARI	TO PROVIDE CARE FOR FAMILIES.	500
GEORGE CLEM MULTICULTURAL CENTER GREENEVILLE TN 37743	NONE	312 FLORAL ST PUBLIC CHARI	PROMOTE MULTICULTURAL ACTIVITIES.	1,200
GREENE COUNTY IMAGINATION LIBRARY CHUCKEY TN 37641	NONE	P.O. BOX 56 PUBLIC CHARI	TO PROMOTE READING TO YOUNG CHILDREN	500
GREENEVILLE/GREENE COUNTY MUSEUM GREENEVILLE TN 37743	NONE	101 W. MCKEE STREET PUBLIC CHARI	PROMOTE GREENE COUNTY HISTORY.	525
GREENEVILLE/GREENE COUNTY LIBRARY GREENEVILLE TN 37745	NONE	210 N. MAIN ST. PUBLIC CHARI	ACQUIRE BOOKS FOR THE LIBRARY	3,000
HOLSTON UM HOME FOR CHILDREN GREENEVILLE TN 37743	NONE	404 HOLSTON DR. PUBLIC CHARI	TO PROVIDE CARE OF YOUNG PEOPLE	500
BALLAD HEALTHCARE FOUNDATION GREENEVILLE TN 37745	NONE	1420 TUSCULUM BLVD PUBLIC CHARI	TO ASSIST INDIVIDUALS IN NEED.	1,000
MOSHEIM PUBLIC LIBRARY MOSHEIM TN 37818	NONE	730 MAIN ST. PUBLIC CHARI	ACQUIRE BOOKS FOR THE LIBRARY.	250
OPPORTUNITY HOUSE GREENEVILLE TN 37745	NONE	203 N. IRISH ST. PUBLIC CHARI	TO ASSIST THOSE IN NEED OF SHELTER.	1,500
UNITED WAY GREENEVILLE TN 37743	NONE	115 ACADEMY ST. PUBLIC CHARI	TO ASSIST THOSE IN NEED.	500
VARIOUS GREENEVILLE TN 37743	NONE	VARIOUS PUBLIC CHARI	PROMOTE ANDREW JOHNSON'S NAME	13,791
YMCA GREENEVILLE TN 37745	NONE	404 Y ST. PUBLIC CHARI	ASSIST INDIVIDUALS IN COMMUNITY.	500
THE COAL FUND GREENEVILLE TN 37743	NONE	107 NORTH CUTLER ST. PUBLIC CHARI	TO ASSIST INDIVIDUALS IN NEED	35,225

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
TOTAL				60,991

Bartlett-Patterson Corporation
62-1706760
Information for Form 990-PF
July 31, 2018

Part XV – Item 2

The organization accepts requests and there are no preselected charitable organizations. The primary purpose of the organization is to promote the legacy of President Andrew Johnson, who was the great-great grandfather of the donor. After funding projects mentioned below, the remainder is disbursed to various charitable organizations.

We have completed a book on the life of the President. We worked with Dr. Robert Orr who was well versed on this subject. We commissioned him to do this book for a specific purpose. The original commission was for him to do the "true story of the President." This book is about 80 pages plus photos, is a hardback edition and is being presented to all students in the Greeneville and Greene County schools. We provide a copy of the book to all 8th grade students each year. Other than a few transfers in and out, this will provide a copy to future students. We believe this is an important part of the heritage of the local children. We have had very good cooperation from the U. S. Park Service and other agencies who have an interest in President Johnson.

Past projects have been acquisition of various pieces of memorabilia of the Johnson family for the National Park Service, the Presidential Library at Tusculum University and other interested public agencies.

Since Greeneville is the home of Andrew Johnson we are blessed to have the Tailor Shop, his home, his grave, and other sites maintained by the National Park Service. The corporation has assisted in providing a statue of the President and a replica of his birthplace. The Park Service opens and closes it for visitors. The corporation provides maintenance and general upkeep on an ongoing basis.

We have provided rare books relating to the President and/or his family to the Greeneville/Greene County Library and assisted the library in the renovation of acquired property for their genealogy section that houses their collection of Johnson items. They have many items from the Johnson era that are available for viewing and/or use by the public and historians.

We have also acquired three impeachment tickets for the National Park Service.

We continue to assist in the acquisition of Johnson memorabilia for the library and for the Park Service. We participate in the local "August 8" Day Celebration.

The Bartlett home was left to the local chapter of the Daughters of the American Revolution for use in their tax exempt function. We maintain the home and pay expenses such as utilities, insurance, and repairs.