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Form 990-PF

C&E 921

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.

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning 09/01, 2017, and ending 08/31, 2018

Name of foundation: JANE L. PETTWAY FOUNDATION

A Employer identification number: 62-6371465

Number and street (or P O box number if mail is not delivered to street address): 4823 OLD KINGSTON PIKE SUITE 100

Room/suite:

B Telephone number (see instructions): 865-971-1902

City or town, state or province, country, and ZIP or foreign postal code: KNOXVILLE, TN 37919

C If exemption application is pending, check here ▶ ☐

6

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: [X] 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) ▶ $ 8,623,179.

J Accounting method: [X] 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				
	4 Dividends and interest from securities	227,342.	227,342.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	822,460.			
	b Gross sales price for all assets on line 6a 3,746,404.				
	7 Capital gain net income (from Part IV, line 2)		822,460.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,049,802.	1,049,802.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	44,036.	22,018.		22,018.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 2	1,850.	926.	NONE	926.
	b Accounting fees (attach schedule) STMT 3	780.	NONE	NONE	780.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	16,175.	1,281.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	62,841.	24,225.	NONE	23,724.
	25 Contributions, gifts, grants paid	504,064.			504,064.
	26 Total expenses and disbursements Add lines 24 and 25	566,905.	24,225.	NONE	527,788.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	482,897.			
	b **Net investment income** (if negative, enter -0-)		1,025,577.		
	c **Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	250.	250.	250.
	2	Savings and temporary cash investments	236,599.	80,625.	80,625.
	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 ▶ NONE			
	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) . STMT 5	4,109,693.	3,480,556.	4,687,593.
	c	Investments - corporate bonds (attach schedule) . STMT 6	2,614,776.	3,508,411.	3,375,030.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7		488,821.	479,681.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,961,318.	7,558,663.	8,623,179.
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)		NONE	
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 ▶ X and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,961,318.	7,558,663.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	6,961,318.	7,558,663.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,961,318.	7,558,663.	

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	6,961,318.
2	Enter amount from Part I, line 27a	2	482,897.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	114,448.
4	Add lines 1, 2, and 3	4	7,558,663.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,558,663.

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	PUBLICLY TRADED SECURITIES			
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	3,746,404.		2,923,944.	822,460.
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				822,460.
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	822,460.
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 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	440,475.	8,193,038.	0.053762
2015	473,645.	7,988,179.	0.059293
2014	460,895.	8,590,244.	0.053653
2013	448,254.	8,621,025.	0.051995
2012	420,640.	8,020,340.	0.052447

2	**Total** of line 1, column (d)	2	0.271150
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	0.054230
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	8,664,748.
5	Multiply line 4 by line 3	5	469,889.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,256.
7	Add lines 5 and 6	7	480,145.
8	Enter qualifying distributions from Part XII, line 4	8	527,788.

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 ▶ [X] and enter 1% of Part I, line 27b	1	10,256.
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	NONE
3	Add lines 1 and 2	3	10,256.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	10,256.
6	Credits/Payments.		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 8,664.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	8,664.
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	1,592.
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** ▶ NONE **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?	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 ▶ TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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	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

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 ▶ THE TRUST COMPANY OF KNOXVILLE Telephone no. ▶ (865)673-3572

Located at ▶ 4823 OLD KINGSTON PIKE, KNOXVILLE, TN ZIP+4 ▶ 37919

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	1b		X
	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 ▶ ____, ____, ____, ____			
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.) STMT 9	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	**5b**		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THE TRUST COMPANY OF KNOXVILLE 4823 OLD KINGSTON PIKE, KNOXVILLE, TN 37919	TRUSTEE 2	44,036.	-0-	-0-
DEAN JOHN ROSS 4823 OLD KINGSTON PIKE, KNOXVILLE, TN 37919	DIRECTOR 1	-0-	-0-	-0-
MYRETTA BLACK 4823 OLD KINGSTON PIKE, KNOXVILLE, TN 37919	DIRECTOR 1	-0-	-0-	-0-
JACK S DAVIDSON 4823 OLD KINGSTON PIKE, KNOX VILLE, TN 37919	DIRECTOR 1	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	8,608,126.
b	Average of monthly cash balances	1b	188,572.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,796,698.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,796,698.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	131,950.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,664,748.
6	**Minimum investment return.** Enter 5% of line 5	6	433,237.

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	433,237.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	10,256.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	10,256.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	422,981.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	422,981.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	422,981.

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	527,788.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	527,788.
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	10,256.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	517,532.

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				422,981.
2 Undistributed income, if any, as of the end of 2017.				
a Enter amount for 2016 only			112,672.	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017:				
a From 2012 . . . NONE				
b From 2013 . . . NONE				
c From 2014 . . . NONE				
d From 2015 . . . NONE				
e From 2016 . . . NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4. ▶ $ 527,788.				
a Applied to 2016, but not more than line 2a			112,672.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				415,116.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				7,865.
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2013 . . . NONE				
b Excess from 2014 . . . NONE				
c Excess from 2015 . . . NONE				
d Excess from 2016 . . . NONE				
e Excess from 2017 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

NONE

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.

NONE

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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 25				504,064.
Total . . . . ▶ **3a**				504,064.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	227,342.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	822,460.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,049,802.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,049,802.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			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

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

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

Stacey Poetker | 10/15/2018 | SVP

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DOAK A PFAFF	Doak A. Pfaff	10/15/2018		P00878518
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 800 YARD STREET, SUITE 200 GRANDVIEW HEIGHTS, OH 43212			Phone no 614-232-7288	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BLACKROCK TOTAL RETURN FD CLASS K	41,263.	41,263.
ATLANTIC CAPITAL(MM) 1.00% RATE GTD 10/3	26.	26.
ATLANTIC CAPITAL(MM) 1.25% RATE GTD 12/3	154.	154.
ATLANTIC CAPITAL (MM) 1.30% GTD 3/31/201	275.	275.
HIGHLANDS UNION BANK (MM) 1.50% 2/8/2019	761.	761.
ISHARES CORE US REIT ETF	6,544.	6,544.
JPMORGAN US GOVT MMKT CAPITAL	1,883.	1,883.
MANNING & NAPIER DISCIPLINED VALUE CL I	3,589.	3,589.
METROPOLITAN WEST TOTAL RETURN BOND I	28,998.	28,998.
PIMCO HIGH YIELD INSTL	13,730.	13,730.
PIMCO FOREIGN BOND HEDGED	2,111.	2,111.
PIMCO EMERGING LOCAL BOND	10,651.	10,651.
PRUDENTIAL GLOBAL TOTAL RETURN Z	3,175.	3,175.
OPPENHEIMER STEELPATH MLP SELECT 40	12,559.	12,559.
VANGUARD FTSE DEVELOPED MARKETS ETF	39,890.	39,890.
VANGUARD INFLATION-PROTECTED SEC FD ADMI	3,733.	3,733.
VANGUARD EMERGING MARKETS ETF	7,548.	7,548.
VANGUARD MID CAP VALUE INDEX ETF	942.	942.
VANGUARD MID-CAP GROWTH ETF	489.	489.
VANGUARD REIT ETF	1,558.	1,558.
VANGUARD SMALL CAP GROWTH ETF	2,971.	2,971.
VANGUARD SMALL CAP VALUE ETF	8,123.	8,123.
VANGUARD GROWTH VIPERS ETF	13,713.	13,713.
VANGUARD VALUE VIPERS ETF	22,310.	22,310.
QUAL DIVIDENDS FROM PRIOR TTEE/109	346.	346.
TOTAL	227,342.	227,342.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	925.	463.		463.
LEGAL FEES - INCOME (ALLOCABLE	925.	463.		463.
TOTALS	1,850.	926.	NONE	926.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	780.			780.
TOTALS	780.	NONE	NONE	780.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	6,230.	
FEDERAL ESTIMATES - PRINCIPAL	8,664.	
FOREIGN TAXES ON QUALIFIED FOR	894.	894.
FOREIGN TAXES ON NONQUALIFIED	387.	387.
TOTALS	16,175.	1,281.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MANNING & NAPIER DISP VALUE FU		
VANGUARD MID CAP GROWTH		
VANGUARD MID CAP VALUE FUND		
VANGUARD SMALL CAP VALUE FUND	299,442.	425,128.
PARAMETRIC EMERGING MKTS	508,550.	473,818.
VANGUARD TAX MANAGED INTL DEV		
VANGUARD GROWTH VIPERS	527,395.	967,760.
VANGUARD REIT ETF		
VANGUARD SMALL CAP GROWTH ETF	344,324.	441,035.
VANGUARD VALUE VIPERS	560,706.	943,056.
VANGUARD FTSE DEVELOPED MARKET	1,240,139.	1,436,796.
TOTALS	3,480,556.	4,687,593.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BLACKROCK TOTAL RETURN FUND	1,344,481.	1,289,242.
METROPOLITAN WEST TOTAL RETURN	1,328,311.	1,292,226.
PRUDENTIAL TOTAL RETURN Z		
PIMCO ERMERGING LOCAL BOND	217,000.	184,878.
PIMCO FOREIGN BOND HEDGED	136,000.	137,650.
PIMCO HIGH YIELD INSTL	284,619.	274,620.
VANGUARD INFLATION-PROTECTED S	198,000.	196,414.
TOTALS	3,508,411.	3,375,030.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
ISHARES CORE US REIT ETF	C	263,821.	265,212.
OPPENHEIMER STEELPATH MLP SELE	C	225,000.	214,469.
TOTALS		488,821.	479,681.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIN RECEIVED FROM JANE PETTWAY TRUST		110,413.
BALANCE OF RETURN OF CAPITAL		4,035.
	TOTAL	114,448.

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
==

N/A

RECIPIENT NAME:
  CHARLES PURKEY
ADDRESS:
  4823 OLD KINGSTON PIKE
  KNOXVILLE, TN 37919
RECIPIENT'S PHONE NUMBER: 865-971-1902
FORM, INFORMATION AND MATERIALS:
  APPLICATION FORM PROVIDED BY THE FOUNDATION
  AND IS AVAILABLE UPON REQUEST.
SUBMISSION DEADLINES:
  MARCH 31 FOR FUNDING IN THE CURRENT FISCAL YEAR.
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  DETAILS ARE IN THE GRANT INFORMATION, POLICY AND PROCEDURE
  DOCUMENT WHICH IS AVAILABLE UPON REQUEST.

RECIPIENT NAME:
EPISCOPAL SCHOOL OF KNOXVILLE
ADDRESS:
950 EPISCOPAL SCHOOL WAY
KNOXVILLE, TN 37932
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOOKS AND EDUCATIONAL MATERIALS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 17,746.

RECIPIENT NAME:
AID TO DISTRESSED FAMILIES
APPALACHIAN COUNTIES (ADFAC)
ADDRESS:
1051 OAK RIDGE TURNPIKE
OAK RIDGE, TN 37831
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 12,000.

RECIPIENT NAME:
CATHOLIC CHARITIES OF EAST
TENNESSEE
ADDRESS:
3009 LAKE BROOK BOULEVARD
KNOXVILLE, TN 37909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESIDENTIAL AND CHILDREN'S SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
EMERALD YOUTH FOUNDATION
ADDRESS:
1718 N. CENTRAL STREET
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO URBAN YOUTH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FOCUS GROUP PRISON MINISTRIES
ADDRESS:
6300 DEANE HILL DRIVE
KNOXVILLE, TN 37919
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO INMATES AND FAMILIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES
KNOXVILLE
ADDRESS:
5307 KINGSTON PIKE
KNOXVILLE, TN 37919
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL PROGRAMS FOR WOMEN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HELEN ROSS MCNABB CENTER, INC
ADDRESS:
201 WEST SPRINGDALE AVE
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
HOPE RESOURCE CENTER
ADDRESS:
2700 PAINTER AVE
KNOXVILLE, TN 37919
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO THE NEEDY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
INTERFAITH HEALTH CLINIC INC
ADDRESS:
315 GILL AVENUE
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
LEGAL AID OF EAST TENNESSEE INC
ADDRESS:
502 S. GAY STREET
KNOXVILLE, TN 37902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE LEGAL AID
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MICHAEL DUNN CENTER
ADDRESS:
629 GALLAHER ROAD
KINGSTON, TN 37763
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE FOR DEVELOPMENTALLY DISABLED CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
RESTORATION HOUSE OF EAST TENNESSEE
TENNESSEE
ADDRESS:
8912 TOWN AND COUNTRY CIRCLE, SUITE
KNOXVILLE, TN 37923
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO SINGLE MOTHERS & CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 16,982.

RECIPIENT NAME:
SAFESPACE INC
ADDRESS:
636 MIDDLE CREEK ROAD
SEVIERVILLE, TN 37862
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HOUSING ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SECOND HARVEST FOOD BANK
ADDRESS:
922 DELAWARE AVENUE
KNOXVILLE, TN 37921
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOOD FOR WOMEN'S SHELTERS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SERTOMA CENTER INC
ADDRESS:
1400 E. FIFTH AVENUE
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH SERVICES TO NEEDY WOMEN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 17,000.

RECIPIENT NAME:
THE FLORENCE CRITTENTON
AGENCY INC
ADDRESS:
1531 DICK LONAS RD
KNOXVILLE, TN 37909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL SERVICES FOR WOMEN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE SALVATION ARMY
KNOXVILLE COMMAND
ADDRESS:
409 N. BROADWAY STREET
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO THE NEEDY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
VOLUNTEER MINISTRY CENTER
ADDRESS:
511 N BROADWAY ST
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO THE NEEDY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
YWCA OF KNOXVILLE
ADDRESS:
420 WEST CLINCH AVENUE
KNOXVILLE, TN 37902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EMERGENCY NEEDS AND CHILDCARE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
LUTTRELL PUBLIC LIBRARY
ADDRESS:
115 PARK ROAD
LUTTRELL, TN 37779
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOOKS AND EDUCATIONAL MATERIALS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
MAYNARDVILLE PUBLIC LIBRARY
ADDRESS:
296 MAIN STREET
MAYNARDVILLE, TN 37807
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOOKS AND EDUCATIONAL MATERIALS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,380.

RECIPIENT NAME:
ST JAMES EPISCOPAL CHURCH
KNOXVILLE
ADDRESS:
1101 NORTH BROADWAY
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT ACTIVITIES OF THE CHURCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
CENTRO HISPANO DE EAST
TENNESSEE
ADDRESS:
PO BOX 10041
KNOXVILLE, TN 37939-1004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT ACTIVITIES FOR THE COMMUNITY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,558.

RECIPIENT NAME:
WASHBURN PUBLIC LIBRARY
ADDRESS:
7715 TENNESSEE 131
WASHBURN, TN 37888
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE LITERATURE AND EDUCATIONAL MATERIALS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,216.

RECIPIENT NAME:
FISH HOSPITALITY PANTRIES, INC
ADDRESS:
800 S NORTHSHORE DR
KNOXVILLE, TN 37919
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SENIOR CITIZENS HOME ASST SRVC
ADDRESS:
386 HIGH STREET
MARYVILLE, TN 37804
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FRIENDS OF KNOX COUNTY LIBRARY
ADDRESS:
500 W CHURCH AVENUE
KNOXVILLE, TN 37902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOOKS EDUCATIONAL MATERIAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 26,000.

RECIPIENT NAME:
FRIENDS OF TELLICO VILLAGE LIBRARY
ADDRESS:
300 IRENE LANE
LOUDON, TN 37774
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOOKS EDUCATIONAL MATERIAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,300.

RECIPIENT NAME:
Bean Station Public Library
ADDRESS:
895 BROADWAY DRIVE
BEAN STATION, TN 37708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,561.

RECIPIENT NAME:
ST PAUL'S EPISCOPAL CHURCH
KINGSPORT
ADDRESS:
161 EAST RAVINE RD
KINGSPORT, TN 37660
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF CHURCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,000.

RECIPIENT NAME:
BLAINE PUBLIC LIBRARY
ADDRESS:
PO BOX 66
BLAINE, TN 37709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
MADISONVILLE PUBLIC LIBRARY
ADDRESS:
240 HOUSTON ST
MADISONVILLE, TN 37354
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,315.

RECIPIENT NAME:
RUTLEDGE PUBLIC LIBRARY
ADDRESS:
PO BOX 100
RUTLEDGE, TN 37861
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,682.

RECIPIENT NAME:
THE FIVE LIBRARIES OF LOUDON COUNTY
ADDRESS:
605 MULBERRY ST
LOUDON, TN 37774
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,840.

RECIPIENT NAME:
LOUDON COUNTY GOVERNMENT
ADDRESS:
100 RIVER ROAD #106
LOUDON, TN 37774
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,750.

RECIPIENT NAME:
DANDRIDGE MEMORIAL LIBRARY
ADDRESS:
1235 CIRCLE DRIVE
DANDRIDGE, TN 37725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
KNOXVILLE LEADERSHIP FOUNDATION
ADDRESS:
THE REGAS BUILDING
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FAMILY PROMISE OF KNOXVILLE
ADDRESS:
3545 MIDDLEBROOK PIKE
KNOXVILLE, TN 37921
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
EMORY VALLEY CENTER
ADDRESS:
715 EMORY VALLEY ROAD
OAK RIDGE, TN 37830
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,190.

RECIPIENT NAME:
COMPASSION COALITION
ADDRESS:
318 N GAY STREET
KNOXVILLE, TN 37917
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
MOSSY CREEK NETWORK
ADDRESS:
P.O. BOX 434
NEW MARKET, TN 37820
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
KNOXVILLE FAMILY JUSTICE CENTER
ADDRESS:
400 HARRIET TUBMAN STREET
KNOXVILLE, TN 37915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,288.

RECIPIENT NAME:
GRACE POINT CAMP AND RETREAT CENTER
ADDRESS:
300 CHAMBERLAIN COVE ROAD
KINGSTON, TN 37763
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL USE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 23,256.

TOTAL GRANTS PAID: 504,064.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Go to *www.irs.gov/F1041* for instructions and the latest information.

OMB No 1545-0092

2017

Name of estate or trust: JANE L. PETTWAY FOUNDATION

Employer identification number: 62-6371465

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	245,000.	237,719.	1.	7,282.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	933,248.	920,719.		12,529.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2016 Capital Loss Carryover Worksheet	6	( )
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶	7	19,811.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	416,070.	317,828.		98,242.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	74,930.	38,137.		36,793.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	2,069,143.	1,412,885.		656,258.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	11,356.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2016 Capital Loss Carryover Worksheet	15	( )
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶	16	802,649.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2017**

JSA
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Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			19,811.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			802,649.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			21.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			822,460.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and* ***don't*** *complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet****, as necessary.*

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:		
a	The loss on line 19, column (3) **or b** $3,000	20	( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)		21		
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22			
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23			
24	Add lines 22 and 23	24			
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25			
26	Subtract line 25 from line 24. If zero or less, enter -0-		26		
27	Subtract line 26 from line 21. If zero or less, enter -0-		27		
28	Enter the **smaller** of the amount on line 21 or $2,550		28		
29	Enter the **smaller** of the amount on line 27 or line 28		29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶			30	
31	Enter the **smaller** of line 21 or line 26		31		
32	Subtract line 30 from line 26		32		
33	Enter the **smaller** of line 21 or $12,500		33		
34	Add lines 27 and 30		34		
35	Subtract line 34 from line 33. If zero or less, enter -0-		35		
36	Enter the **smaller** of line 32 or line 35		36		
37	Multiply line 36 by 15% (0.15) ▶			37	
38	Enter the amount from line 31		38		
39	Add lines 30 and 36		39		
40	Subtract line 39 from line 38. If zero or less, enter -0-		40		
41	Multiply line 40 by 20% (0.20) ▶			41	
42	Figure the tax on the amount on line 27. Use the 2017 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		42		
43	Add lines 37, 41, and 42		43		
44	Figure the tax on the amount on line 21. Use the 2017 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		44		
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶			45	