

EXTENSION GRANTED

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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, 2018, and ending

, 20

- 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.

Name of foundation

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Number and street (or PO box number if mail is not delivered to street address)

400 CALDWELL TRACE

Room/suite

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

BIRMINGHAM, AL 35242

G Check all that apply

Initial return	Initial return of a former public charity
Final return	Amended return
Address change	Name change

H Check type of organization

X Section 501(c)(3) exempt private foundation

 Section 4947(a)(1) nonexempt charitable trust

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 31,288,381	J Accounting method	X Cash	Accrual
		<input type="checkbox"/> Other (specify)	

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

A Employer identification number

20-2224138

B Telephone number (see instructions)

(205) 202-4076

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part II 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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	24,000	24,000	24,000	
4	Dividends and interest from securities	845,191	845,191	845,191	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	467,433		467,433	
b	Gross sales price for all assets on line 6a	6,764,751			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,336,624	1,336,624	869,191	
13	Compensation of officers, directors, trustees, etc	386,000		139,800	246,200
14	Other employee salaries and wages	201,665		87,583	114,082
15	Pension plans, employee benefits	188,253		82,291	105,962
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	STM108 5,000		5,000	
c	Other professional fees (attach schedule)	STM109 5,018		5,018	
17	Interest	85		85	
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion	STM126 20,025		2,779	
20	Occupancy	4,005		4,005	
21	Travel, conferences, and meetings	139		139	
22	Printing and publications	1,646		1,646	
23	Other expenses (attach schedule)	STM103 155,930	145,805	27,371	
24	Total operating and administrative expenses.				
	Add lines 13 through 23	967,766	145,805	355,717	466,244
25	Contributions, gifts, grants paid	766,215			766,215
26	Total expenses and disbursements. Add lines 24 and 25	1,733,981	145,805	355,717	1,232,459
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	(397,357)			
b	Net investment income (if negative, enter -0-)		1,190,819		
c	Adjusted net income (if negative, enter -0-)			513,474	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2018)

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Assets	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	
1	Cash - non-interest-bearing	435,418	553,521	553,521
2	Savings and temporary cash investments	5,350,927	3,469,063	3,469,063
3	Accounts receivable ► Less allowance for doubtful accounts ►			
4	Pledges receivable ► Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ► Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule STM137)	4,194,619	5,773,913	5,807,050
b	Investments - corporate stock (attach schedule) ► STM137	8,442,409	8,867,176	12,180,836
c	Investments - corporate bonds (attach schedule) ► STM138	8,840,904	8,286,423	8,029,151
11	Investments - land, buildings, and equipment basis ► Less accumulated depreciation (attach schedule) ►			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ► STM138	360,604	297,753	297,560
14	Land, buildings, and equipment basis ► 916,472 Less accumulated depreciation (attach schedule STM138) ► 160,156	776,341	756,316	951,200
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) ►	28,401,222	28,004,165	31,288,381
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 ►)	0	0	
23	Total liabilities (add lines 17 through 22) ►			
Liabilities	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
Net Assets or Fund Balances	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	28,401,222	28,004,165	
30	Total net assets or fund balances (see instructions) ►	28,401,222	28,004,165	
31	Total liabilities and net assets/fund balances (see instructions) ►	28,401,222	28,004,165	

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	28,401,222
2	Enter amount from Part I, line 27a	2	(397,357)
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	28,003,865
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	28,003,865

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	SEE ATTACHED SCHEDULE	P		
b	US TREASURY BILL	P	12-15-2017	12-15-2018
c	SEE ATTACHED SCHEDULE	P		
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 3,799,286		3,309,926	489,360	
b 200,000		200,000		
c 2,765,465		2,787,392	(21,927)	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			489,360	
b				
c			(21,927)	
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	467,433
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	(21,927)

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))
2017			
2016			
2015			
2014			
2013			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4
5 Multiply line 4 by line 3			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7 0
8 Enter qualifying distributions from Part XII, line 4			8

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 ► <input checked="" type="checkbox"/> and enter "N/A" on line 1	
	Date of ruling or determination letter <u>08-08-2006</u> (attach copy of letter if necessary-see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1 N/A
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2
3	Add lines 1 and 2	3
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5 0
6	Credits/Payments	
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a
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
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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
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 2019 estimated tax ► Refunded ►	11

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	Yes	No
1b	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		
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
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?	Yes	No
2	If "Yes," attach a detailed description of the activities		
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	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
4b			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
5	If "Yes," attach the statement required by <i>General Instruction T</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	Yes	No
	• 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.	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ►		
AL DE			
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 <i>General Instruction G</i> ? If "No," attach explanation	Yes	No
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 2018 or the tax year beginning in 2018? See instructions for Part XIV? If "Yes," complete Part XIV	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes	No
10		X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		<input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		<input checked="" type="checkbox"/> X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SMITHSCHOLARSHIPS.COM</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	<u>WWW.SMITHSCHOLARSHIPS.COM</u>	<input checked="" type="checkbox"/> X	
14	The books are in care of ► <u>AHRIAN TYLER DUDLEY</u> Telephone no ► <u>205-202-4076</u> Located at ► <u>400 CALDWELL TRACE, BIRMINGHAM, AL</u> ZIP+4 ► <u>35242</u>		
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 ► <u>15</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16		<input checked="" type="checkbox"/> X	

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year, did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		
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 2018?		
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2018 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 2018)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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 2018?		

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
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 Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	5b		
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? If "Yes," attach the statement required by Regulations section 53 4945-5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No	Q	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	6b X		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Q	

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
AHRIAN T DUDLEY, BS JD 400 CALDWELL TRACE, AL 35242	EXECUTIVE DIREC	STMA01 60.00 266,000	64,394	0
LEWIS G BURKS JR., USMC RET 400 CALDWELL TRACE, AL 35242	DIRECTOR	STMA02 60.00 120,000	38,116	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
URIST MCCUALEY 400 CALDWELL TRACE, BIRMINGHAM, AL 35242	HEAD MENTOR - I	STMB01 50.00 103,189	35,019	0
LINDA STEWART 400 CALDWELL TRACE, BIRMINGHAM, AL 35242	FINANCIAL AND M	STMB02 40.00 58,601	26,805	0
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 COLLEGE SCHOLARSHIPS - SEE SUPPLEMENTAL INFO - PAGE 7	
7	638,581
2 MENTOR PROGRAM	
SEE STATEMENT ATTACHED - PAGE 7	26,623
3 SEMINARS \$ 41,109	
INTERNSHIP 16,061	
SEE STATEMENT - PAGE 7	57,170
4 SMITH HOUSE UAB	
SMITH HOUSE TROY	
SEE STATEMENT - PAGE 7	43,841

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	0
2 NONE	0
All other program-related investments. See instructions	
3 STM142	
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	23,956,128
b	Average of monthly cash balances	1b	4,381,082
c	Fair market value of all other assets (see instructions)	1c	2,951,171
d	Total (add lines 1a, b, and c)	1d	31,288,381
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	0
3	Subtract line 2 from line 1d	3	31,288,381
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	469,326
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,819,055
6	Minimum investment return. Enter 5% of line 5	6	1,540,953

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	
2a	Tax on investment income for 2018 from Part VI, line 5	2a	
b	Income tax for 2018 (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	1,232,459
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	1,232,459
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,232,459

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e				
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$ 1,232,459				
a Applied to 2017, 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 2018 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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				
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 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
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 2013 not applied on line 5 of line 7 (see instructions)				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018	1,232,459			

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 2018, enter the date of the ruling	► 08-08-2006		
b	Check box to indicate whether the foundation is a private operating foundation described in section	<input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)		
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

990APP

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
65 UNDERGRADUATE AND GRADUATES PG 8 VARIOUS UNIVERSITIES AND COLLEGES	NONE		SCHOLARSHIPS	638,581
Total				► 3a 638,581
<i>b Approved for future payment</i>				
PLEDGED SCHOLARSHIPS PG 8 VARIOUS UNIVERSITIES AND COLLEGES	NONE		PROJECTED RENEWED AND ANTICIPATED NEW SCHOLARSHIPS	1,200,000
Total				► 3b 1,200,000

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

(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)
03	SEE STATEMENT - PAGE 7
04	SEE STATEMENT - PAGE 7
08	SEE STATEMENT - PAGE 7

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

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
(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

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

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

**Sign
Here**

AHRIAN T DUDLEY

1

EXECUTIVE DIRECTOR

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

**Paid
Preparer
Use Only**

Print/Type preparer's name Stewart R Dudley	Preparer's signature 	Date 11-15-2019	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01085591
Firm's name DUDLEY HOPTON JONES	Firm's EIN ►			
Firm's address 2101 MAGNOLIA AVE SOUTH Birmingham AL 35205	Phone no		205-326-0402	

Federal Supporting Statements

2018 PG01

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Tax ID Number

20-2224138

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

STATEMENT #A01

NAME

AHRIAN T DUDLEY, BS JD

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 3

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

PG01

STATEMENT #A02

NAME

LEWIS G BURKS JR., USMC RET

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 4

**FORM 990PF - PART VIII - LINE 2A
EMPLOYEE COMPENSATION EXPLANATION**

PG01

STATEMENT #B01

NAME

URIST McCauley

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 5

Federal Supporting Statements**2018 - PG01**

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Tax ID Number

20-2224138

**FORM 990PF - PART VIII - LINE 2A
EMPLOYEE COMPENSATION EXPLANATION**

STATEMENT #B02

NAME

LINDA STEWART

EXPLANATION

SEE STATEMENT ATTACHED - PAGE 6

PG01

**FORM 990PF - PART II - LINE 13
INVESTMENTS: OTHER SCHEDULE**

STATEMENT #118

CATEGORY	BOOK VALUE (BOY)	BOOK VALUE (EOY)	FMV (EOY)
CHAS SCHWAB MUTUAL FUNDS -EQUITY	37,800		
CORP BOND ETF	179,679	200,000	199,807
ASSETS PENDING TRADE & CUTOFF	143,125	97,753	97,753
TOTAL	360,604	297,753	297,560

PG01

**FORM 990PF - PART II - LINE 10(A)
INVESTMENTS: U.S. GOVERNMENT OBLIGATION SCHEDULE**

STATEMENT #136

CATEGORY	BOOK VALUE (BOY)	BOOK VALUE (EOY)	FMV (EOY)
US TREASURY SECURITIES	3,680,728	5,260,022	5,291,438
US AGENCY SECURITIES	513,891	513,891	515,612
TOTALS	4,194,619	5,773,913	5,807,050

Federal Supporting Statements**-2018 PG01**

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Tax ID Number

20-2224138

**FORM 990PF - PART II - LINE 10(B)
INVESTMENTS: CORPORATE STOCK SCHEDULE**

STATEMENT #137

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
COMMON STOCKS AND EQUITIES	8,442,409	8,867,176	12,180,836
TOTALS	8,442,409	8,867,176	12,180,836

**FORM 990PF - PART II - LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULE**PG01
STATEMENT #138

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
CORPORATE BONDS AND NOTES	8,840,904	8,286,423	8,029,151
TOTALS	8,840,904	8,286,423	8,029,151

**FORM 990PF - PART IX-B - LINE 3
ALL OTHER PROGRAM-RELATED INVESTMENTS**PG01
STATEMENT #142

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NONE	

Federal Supporting Statements

2018 PG01	
Name(s) as shown on return J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC	Tax ID Number 20-2224138

STATEMENT #103~

FORM 990PF - PART I - LINE 23 - OTHER EXPENSES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
BANK SERVICE CHARGES	623	0	623	0
INSURANCE	13,633	0	13,633	0
SOFTWARE	1,758	0	1,758	0
DEPRC RELATED TO PROGRAMS	(17,246)	0	0	0
OFFICE SUPPLIES	3,055	0	3,055	0
MEMBERSHIP DUES	764	0	764	0
TELECOMMUNICATIONS	3,722	0	3,722	0
MILEAGE REIMBURSEMENT	3,816	0	3,816	0
BROKERAGE FEES	145,805	145,805	0	0
TOTALS	155,930	145,805	27,371	0

PG01
STATEMENT #108~

FORM 990PF - PART I - LINE 16 (B) - ACCOUNTING FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
ACCOUNTING, TAX RTN PREP 2017	5,000	0	5,000	0
TOTALS	5,000	0	5,000	0

Federal Supporting Statements

Name(s) as shown on return
J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

2018 PG01

Tax ID Number
20-2224138

STATEMENT #109~

FORM 990PF - PART I - LINE 16 (C) - OTHER PROFESSIONAL FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
PAYOUT SERVICES	892	0	892	0
OTHER FEES	243	0	243	0
BENEFIT PLAN ADMIN	3,400	0	3,400	0
BUSINESS FILINGS	483	0	483	0
TOTALS	5,018	0	5,018	0

STATEMENT #119~

FORM 990PF - PART II - LINE 14 - LAND ETC. SCHEDULE

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	END OF YEAR BOOK VALUE	FMV
LAND - FOUNDATION ACTIVITIES	99,226		99,226	150,000
BUILDING - FOUNDATION OPERATIONS	485,072	88,931	396,141	500,000
FURNITURE & FIXTURES - FNDN OPERS	5,679	5,643	36	700
EQUIPMENT - FOUNDATION OPERATIONS	5,861	5,861		500
SMITH HOUSE - UAB - SCHLR RESIDENCE	301,782	40,869	260,913	300,000
FURNITURE & FIXTURES - SCHOLARS	7,235	7,235		
EQUIPMENT - SCHOLARS	11,617	11,617		
TOTAL	916,472	160,156	756,316	951,200

STATEMENT #109~

PG01

Federal Supporting Statements

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

2018 PG01

Tax ID Number
20-2224138

STATEMENT #126

FORM 990PP - PART I - LINE 19 - DEPRECIATION SCHEDULE

DESCRIPTION	DATE ACQUIRED	COST OR OTHER BASIS	PRIOR YEAR DEPRECIATION	COMPUTATION		RATE	LIFE	CURRENT YEAR DEPRECIATION	NET INVESTMENT	ADJUSTED NET INCOME
				METHOD	SL					
COMPUTER - DISABLED STUDENT	01-09-2008	1,285	1,285	M	0	5	5	0	0	0
LAPTOPS - OFFICE, INTERNS	03-21-2008	1,822	1,822	M	0	5	5	0	0	0
PORTABLE DISPLAY WALL	08-10-2008	2,274	2,274	M	0	7	7	0	0	0
LAPTOP - FOUNDATION	09-24-2008	1,549	1,549	M	0	5	5	0	0	0
OFFICE CHAIRS	10-12-2008	1,060	1,060	M	0	7	7	0	0	0
MICROWAVE AND TOASTER - OF	11-09-2008	96	96	M	0	7	7	0	0	0
OFFICE DESK	11-08-2008	272	272	M	0	7	7	0	0	0
COMPUTERS AND PERIPHERALS	11-12-2009	4,466	4,466	M	0	5	5	0	0	0
CHAIRS - NEW OFFICE SPACE	01-12-2009	130	130	SL	0	7	7	0	0	0
FURNITURE FOR NEW OFFICE	S02-10-2009	420	420	SL	0	7	7	0	0	0
REFRIGERATOR	02-17-2009	300	300	SL	0	7	7	0	0	0
FURNITURE FOR NEW OFFICE	S03-12-2009	513	513	SL	0	7	7	0	0	0
CHAIRS AND TELEVISION	05-04-2009	1,654	1,654	SL	0	7	7	0	0	0
CHAIRS AND DESKS	05-04-2009	2,822	2,822	SL	0	7	7	0	0	0
TELEVISION	05-04-2009	807	807	SL	0	7	7	0	0	0
OFFICE EQUIPMENT	05-04-2009	326	326	SL	0	5	5	0	0	0
CHAIRS	05-04-2009	809	809	SL	0	7	7	0	0	0
EASELS	05-27-2009	217	217	SL	0	7	7	0	0	0
PHONE EQUIPMENT	05-29-2009	141	141	SL	0	7	7	0	0	0
SHREDDER	06-15-2009	68	68	SL	0	5	5	0	0	0
COPIER AND SCANNER	10-21-2009	4,840	4,840	SL	0	5	5	0	0	0
DESK	05-04-2009	268	268	SL	0	7	7	0	0	0
TOSHIBA LAPTOP AND EXTERNA	09-23-2010	400	400	SL	0	5	5	0	0	0
TOSHIBA LAPTOP AND EXTERNA	09-28-2010	430	430	SL	0	5	5	0	0	0
DRIVES	10-20-2010	858	858	SL	0	5	5	0	0	0
OFFICE PHONES	12-30-2010	90	90	SL	0	7	7	0	0	0
BUILDING - FOUNDATION OPER	08-29-2011	485,072	76,804	SL	2.5	40	12,127	0	2,779	0
ARTWORK, FURNISHINGS FOR	O 01-09-2012	195	168	SL	14.2886	7	27	0	0	0
FURNITURE FOR OFFICE	01-29-2012	733	621	SL	14.286	7	105	0	0	0
OFFICE FURNITURE	02-06-2012	1,422	1,201	SL	14.286	7	203	0	0	0
UNIMPROVED LAND - FOUNDATI	07-31-2012	99,226	NDA	0	0	0	0	0	0	0
TABLES FOR OFFICE	09-08-2012	125	96	SL	14.286	7	18	0	0	0

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Federal Supporting Statements

2018 PG02

Tax ID Number

20-2224138

STATEMENT #126

FORM 990PF - PART I - LINE 19 - DEPRECIATION SCHEDULE

DESCRIPTION	DATE ACQUIRED	COST OR OTHER BASIS	PRIOR YEAR DEPRECIATION	COMPUTATION METHOD	RATE	LIFE	CURRENT YEAR	NET INVESTMENT	ADJUSTED NET
							DEPRECIATION	INCOME	INCOME
SMITH HOUSE UAB	07-28-2013	301,782	33,324	SL	2.5	40	7,545	0	0
TOTALS		916,472	140,131				20,025		2,779

Federal Supporting Statements

2018 PG01

Name(s) as shown on return

J CRAIG AND PAGE T SMITH SCHOLARSHIP FNDN INC

Your Social Security Number

20-2224138

**FORM 990PF - PART XV - LINE 2
APPLICATION SUBMISSION INFORMATION**

✓

GRANT PROGRAM

SMITH SCHOLARSHIPS

APPLICANT NAME

ONLINE WWW.SMITHSCHOLARSHIPS.COM

ADDRESS

WWW.SMITHSCHOLARSHIPS.COM

BIRMINGHAM, AL 35242

TELEPHONE

205-202-4076

EMAIL ADDRESS

FORM & CONTENT

WWW.SMITHSCHOLARSHIPS.COM/APPLICATION

SEE SUPPLEMENT PAGE 9 FOR APPLICATION PROCESS AND REQUIREMENTS

SUBMISSION DEADLINE

JANUARY 5, 2018

RESTRICTIONS ON AWARD

ALABAMA RESIDENTS

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN # - 20-2224138

Form 990-PF, Page 6, Part VIII, Item 1, STMT01

Executive Director – Ahrian Dudley – Job Description

Ahrian Dudley serves as Executive Director overseeing all Smith Scholarship Foundation Programs and assisting the Board of Trustees who selects new scholars. She also works with auditors, tax preparers, and compliance requirements with governmental and tax agencies. As Executive Director, she devotes the majority of her time to providing services to the scholars in serving as program and seminar planner and coordinator, as well as organizing cultural events and participating as an instructor at orientation, academic workshops and professional workshops. She reviews all student payment requests, budgets and DCOA from universities to establish scholarship payments and student accountability, as well as funding and outside scholarships for study abroad by students. She is responsible for preparation and implementation of scholar applications, guidelines, reapplications, student compliance as well as probation, remedial and academic restoration, termination and reinstatement and works directly with graduate and professional students seeking upper level degrees. She also serves as Mentor/Counselor to all female scholars for academic and personal issues and is on call 24/7 for student emergencies. She works with head mentor/counselor Urist McCauley making campus visits and is responsible for selecting and purchasing student supplies, dorm kits, winter clothing and professional attire. She assists students in professional training, networking and utilization of institutional, public and private resources. Compensation and employment agreement established by independent “non-disqualified” board of director members based upon opinion letter of outside counsel N. Lee Cooper’s (Maynard, Cooper, Gale) letter and research conducted utilizing local and national compensation levels for similar positions as set forth in IRS guidelines.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Page 6, Part VIII, Item 1, STMT02

JOB DESCRIPTION FOR LEWIS BURKS

Lewis Burks serves as a Director-of-the-Board, assisting in management by providing input on priorities and resource allocation. As CFO, he facilitates cost analysis, budgets and works with auditors, tax preparers, bankers, vendors and insurance agents. The majority of his time is devoted to his duties as Director of Internships. He provides services to the scholars by coordinating internship programs and seminars. Soliciting internship opportunities from local and national businesses, non-profit organizations and continuously monitors internship sites, and attends networking events for internships. Mr. Burks coordinates and conducts professional development seminars while coaching scholars on resume writing, interviewing skills, professional attire, social media appropriateness, career options, employment and networking tools. He solicits feedback responses on the internship experience to monitor students' progress and reports the interns' progress to management. Likewise, he participates in all Foundation seminars and events as an integral team member of the SSF staff. Compensation and employment agreement established by independent "non-disqualified" board of director members based upon opinion letter prepared by the Honorable U.W. Clemon utilizing research of local and national compensation levels of similar positions as set forth in IRS guidelines.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Page 6, Part VIII, Item 2, STMT01

Job Description – Urist McCauley

Urist McCauley spends over 90% of his time serving as Head Mentor performing non-administrative functions including being on call 24/7 for scholar emergency needs, transport scholars during emergencies, contact scholar families if medical situations occur, notify teachers of scholar's illness, review scholar schedules and coordinate with University Financial Aid Departments for resolution on payments and admission, drop/add, medical withdrawals, assist scholars in registering and obtaining housing, budgeting, meal plans, special nutrition, assess scholars' need for clothing, tutoring, counseling, coordinates transportation for attendance at Foundation events, job interviews, coops, confirm compliance with Smith Scholarship Foundation guidelines and work with Executive Director on warning probation, termination and reinstatement of students within the program, and works with co-mentors on campus visits and oversees student team leaders inclusion and accountability activities at each campus. Mr. McCauley also serve as IT Director by organizing and directing all media services for scholarship events, scholarship videos and presentations for SSF sponsored workshops and seminars. Maintains day to day technical operations of Smith Scholarship Foundation and oversees vendors who supply and service operating systems and network system functions, data storage, protection, reproduction, printing and copier equipment, phones and security.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION
FEIN 20-2224138
Form 990-PF, Page 6, Part VIII, Item 2, STMT02

Job Description – Linda Stewart

Linda Stewart's responsibilities include both administrative and mentoring functions. Her administrative functions include financial bookkeeping for the Foundation and oversight of independent contractors engaged by the Foundation. As a mentor, Linda assists students with securing books, lab supplies, professional clothing and medical assistance, and providing transportation for Smith Scholars to attend college registration and seminars. She also has direct responsibility for securing housing, special supplies, and accommodations from University personnel and vendors on behalf of Scholars with physical disabilities.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Page 7, Part IX-A

Items 1-4

1. **Scholarships:** Scholarships are awarded or renewed for over 65 college students attending different colleges and universities selected from low income families. Notable accomplishments include perseverance and graduation rates exceeding national averages for scholarship recipients.
2. **Mentor Program:** Each student receives 24/7 access to staff mentors who assist in academic issues, financial aid, registration, class selection, accommodations during school attendance, holiday breaks, employment, medical issues, tutoring, personal life management and life coach advice necessary for scholarship recipients with little or no emotional or financial family support to instill both academic and personal success.
3. **Internships and Seminars:** Seminars for academic and leadership success including freshman orientation "boot camp" for new scholars to prepare underprivileged first in family students for college academic requirements; Boot Camp II further preparation for college life, study skills, scheduling, budgeting, work study. Upperclassmen serve as Team Leaders assisting in transition to college and dorm room life. Academic and dorm room supplies are furnished at Boot Camp II. Additional seminars within the Internship Program are professional development, resume, interviewing, dining etiquette, professional attire provided and assistance in obtaining internships and job placement. SSF scholars have higher graduation rates than national averages and are able to transition into working environments and continue graduate or professional school.
4. **Smith House UAB LLC:** The Smith House UAB LLC provides housing for selected Smith Scholars attending universities in the Birmingham area and visiting scholars enrolled in the Smith Scholarship Foundation program who lack safe housing during dorm closures, holidays and summer residency for internships. Residents residing in this facility have maintained honor grades due in large part to the stability and security provided at the Home. A second Smith House located in Troy, Alabama was established to provide housing due to dorm room shortages and to provide a safe haven for students in central and south Alabama during dorm closures.

J. Craig and Page T. Smith Scholarship Foundation

FEI 20-2224138

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

Form 990-PF, Page 11, Part XV, Items A & B

Restrictions and Limitations on Awards

Form 990PF Federal Supporting Statement Page 01, Part XV, Line 2

High school seniors and select outstanding Smith Scholars entering graduate or professional school to attend higher educational institutions as assigned with consideration given to student's personal choice, intended major, and other financial aid and scholarships as well as family circumstances impacting need to distance student from distractions, abuse or over-burdensome family issues. Undergraduate applicants must have a minimum C average in high school courses, verified by official transcript. Special preferences are given to those who are first in their families to attend college. Relatives of employees and officers serving the Foundation are not eligible for awards. Recipients must attend Foundation-sponsored seminars, workshops, training sessions/cultural events, accountability and team meetings, maintain grade point averages, submit verification of continuing volunteer work (52 hours annually)(and attend tutoring and advancement programs offered by the recipient students' colleges and Foundation to maintain and renew their awards annually.

J. CRAIG AND PAGE T. SMITH SCHOLARSHIP FOUNDATION

FEIN #- 20-2224138

Form 990-PF, Federal Supporting Statement Page 01, Part XV, Line 2

Form and Content of Applications

Online application form is available on website, www.smithscholarships.com. Accompanied by transcripts and essays concerning applicant's (1) future plans, goals and (2) civic activities or assistance to family members; Certification from school counselor; three signed personal recommendations. All civic activities and awards must include references for verification. American College Test (ACT) scores and free application for federal student aid (FAFSA) must be submitted.