

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	674,899	712,721	712,721
	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)	1,585,926	2,224,031	2,224,316
	b	Investments—corporate stock (attach schedule)	14,959,885	13,721,442	14,064,942
	c	Investments—corporate bonds (attach schedule)	7,863,732	10,262,217	9,955,163
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,645,217	2,388,974	2,439,497
	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)	28,729,659	29,309,385	29,396,639	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	28,729,659	29,309,385	
	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)	28,729,659	29,309,385		
31	Total liabilities and net assets/fund balances (see instructions) .	28,729,659	29,309,385		

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	28,729,659
2	Enter amount from Part I, line 27a	2	579,726
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	29,309,385
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	29,309,385

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a MARKETABLE SECURITIES	P	2000-01-01	2018-12-31
b Capital Gain Dividends			
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 13,183,658		12,155,328	1,028,330
b			268,902
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			1,028,330
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,297,232
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes
 ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	1,052,000	30,490,771	0 03450
2016	70,000	26,798,228	0 00261
2015	451,400	25,877,996	0 01744
2014	1,670,085	13,475,471	0 12394
2013	3,341,906	13,338,392	0 25055

2 Total of line 1, column (d)	2	0 429040
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 085808
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	31,486,937
5 Multiply line 4 by line 3	5	2,701,831
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,126
7 Add lines 5 and 6	7	2,721,957
8 Enter qualifying distributions from Part XII, line 4	8	1,386,748

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 type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	40,251
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	40,251
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	40,251
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	69,200
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	69,200
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	297
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	28,652
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 28,652 Refunded <input type="checkbox"/>	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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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.	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>JULIA B SINGH</u> Telephone no ▶ <u>(704) 874-5105</u>			

Located at ▶ 531 COTTON BLOSSOM CIRCLE GASTONIA NCZIP+4 ▶ 28054

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

1a	During the year did the foundation (either directly or indirectly)		Yes	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 checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	1c		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(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	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(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	
(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	
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 No
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 checked="" type="checkbox"/> No	
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	
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 No
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	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b No
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 during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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
JULIA B SINGH 531 COTTON BLOSSOM CIRCLE GASTONIA, NC 28054	FOUNDATION DIR 0 00	0		
PAMELA K WARLICK 531 COTTON BLOSSOM CIRCLE GASTONIA, NC 28054	FAMILY DIRECTOR 0 00	0		
SHEPARD K HALSCH 531 COTTON BLOSSOM CIRCLE GASTONIA, NC 28054	FAMILY DIRECTOR 0 00	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. ▶				

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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	31,087,765
b	Average of monthly cash balances.	1b	878,668
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	31,966,433
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	31,966,433
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	479,496
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	31,486,937
6	Minimum investment return. Enter 5% of line 5.	6	1,574,347

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	1,574,347
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	40,251
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	40,251
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,534,096
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,534,096
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	1,534,096

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	1,386,748
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	1,386,748
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	1,386,748

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				1,534,096
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013. 2,688,970				
b From 2014. 1,095,672				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	3,784,642			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,386,748				
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).	0			
d Applied to 2018 distributable amount.				1,386,748
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))	147,348			147,348
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,637,294			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	2,541,622			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,095,672			
10 Analysis of line 9				
a Excess from 2014. 1,095,672				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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

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

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 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 <i>Paid during the year</i> GASTON COUNTY FAMILY YMCA 201 S CLAY ST GASTONIA, NC 28052	NONE	PC	CAPITAL	1,000,000
GASTON DAY SCHOOL 2001 GASTON DAY SCHOOL ROAD GASTONIA, NC 28056	NONE	PC	TAX EXEMPT EDUCATIONAL PURPOSE OF THE SCHOOL	384,748
Total			3a	
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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)
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Form **990-PF** (2018)

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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	*****	2019-11-06	*****	May the IRS discuss this return with the preparer shown below? (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	WILLIAM W ARROWOOD				P01046791
	Firm's name ▶ Arrowood & Associates PA				Firm's EIN ▶ 56-1678619
Firm's address ▶ 1546A Union Road Gastonia, NC 28054					Phone no (704) 861-1420

TY 2018 Investments Corporate Bonds Schedule

Name: THE W DUKE KIMBRELL FAMILY FOUNDATION

EIN: 20-3390787

Software ID: 18007218

Software Version: 2018v3.1

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SANTANDER DRIVE AUTO RECEIVABLES	168,564	168,088
JB HUNT TRANSPORT	66,010	64,472
COMCAST CORP	15,573	15,355
HEALTHCARE TRUST OF AMERICA	69,722	66,650
CAMPBELL SOUP		
CLOROX COMPANY	69,541	66,470
21ST CENTURY FOX		
BANK OF AMERICA	24,710	24,621
CC HOLDINGS GS V LLC	102,107	99,029
VERIZON COMMUNICATIONS	87,360	85,149
BOSTON PROPERTIES	86,278	82,251
ALBEMARLE CORP	68,092	65,840
EDUCATION REALTY OPERAT		
VERISK ANALYTICS	66,246	65,255
FIDELITY NATIONAL INFORM	71,065	67,614
ANALOG DEVICES	73,124	68,694
AUTOZONE INC	86,853	84,009
AMERICAN TOWER CORP	106,072	99,576
JPMBB COMMERCIAL MORTGAGE		
COMM MORTGAGE TRUST	10,291	10,231

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CANADIAN NATURAL RESOURCES		
BROWN ADVISORY MORT SEC	2,636,233	2,545,598
BROWN ADVISORY STRATEGIC BOND FD	479,099	469,023
ARTISAN HIGH INCOME	622,750	576,460
BROWN ADV TOTAL RETURN	1,348,266	1,314,222
BROWN ADVISORY STRATEGIC BOND FUND	2,438,180	2,382,689
CONTL AIRLINES 6.545 2/2/2019	14,941	14,945
NISSAN AUTO REC OWN TR 1.050 10/15/2019		
DIGITAL REALTY TRUST LP 3.950 7/1/2022	67,646	65,386
DRIVE AUTO RECEIVABLES 2.800 7/15/2022	74,998	74,809
MARTIN MARIETTA MATERIAL 4.250 7/2/2024		
KEYSIGHT TECHNOLOGIES	68,138	66,303
MPLX LP 4.875 12/1/2024		
DOLLAR GENERAL 4.150 11/1/2025	88,199	84,853
STARBUCKS CORP 2.450 6/15/2026		
XYLEM INC 3.250 11/1/2026		
FHLMC MULTICLASS 3.347 11/25/2026	67,047	65,430
LEAR CORP 3.800 9/15/2027	70,800	68,509
NOBLE ENERGY 3.850 1/15/2028	69,646	67,809
NORTHWESTERN UNIVERSITY 3.812 12/1/2050	50,097	49,676

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ENTERPRISE PRODUCTS 5.250 8/16/2077	74,674	62,417
MYLAN NV 3.950 6/15/2026		
DRIVE AUTO RECEIVABLES 2.750 10/15/2020	35,944	35,923
AMERICREDIT AUTO RCVBLES 2.730 03/08/21	99,953	99,740
AMERICREDIT AUTO RCVBLES 2.860 11/18/21	84,993	84,833
GENERAL DYNAMICS 3.500 05/15/2025	100,358	99,591
EXPRESS SCRIPTS HOLDING 4.500 02/25/2026	70,556	70,947
KROGER CO 3.700 08/01/2027	70,331	66,081
HASBRO INC 3.500 09/15/2027	102,256	101,994
BP CAP MARKETS AMERICA 3.937 09/21/2028	70,076	70,241
APACHE CORP 4.375 10/15/2028	68,028	65,381
MPLX LP 4.800 02/15/2029	98,833	99,754
ALEXANDRIA REAL ESTATE 4.700 07/01/2030	74,937	75,904
JPMBB COMM MORT SECS 07/15/2048	9,973	10,003
SOUTHERN CAL EDISON 6.250 08/01/2049	33,657	33,338

TY 2018 Investments Corporate Stock Schedule

Name: THE W DUKE KIMBRELL FAMILY FOUNDATION

EIN: 20-3390787

Software ID: 18007218

Software Version: 2018v3.1

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEVRON CORP	116,603	112,815
CROWN CASTLE INTL	37,893	44,103
JOHNSON & JOHNSON	161,511	182,735
MERCK CO	159,486	214,637
PEPSICO		
PHILIP MORRIS	178,763	132,586
ARTISAN INTERNATIONAL VALUE	3,358,131	2,885,291
BROWN ADVISORY SM CP FUNDAMENTAL VAL	796,397	711,907
EDGEWOOD GROWTH FD	1,053,169	1,457,751
SPDR S P 500 ETF		
VANGUARD FTSE EMERGING MARKETS	839,281	728,168
BROWN ADVISORY MACQUARIE ASIA		
WISDOMTREE EMERGING MARKETS SM CP DIV		
AETNA INC		
ALPHABET INC CL A	72,131	88,822
ALPHABET INC CL C	93,694	117,024
AMERIPRISE FINL INC	102,345	83,495
ANTHEM INC	60,182	86,142
APPLE INC	138,055	149,064
BANK OF AMERICA	94,149	98,659
BERKSHIRE HATHAWAY INC CL B	167,363	204,588
CARMAX INC	133,997	138,257
CHIPOTLE MEXICAN GRILL INC		
CONAGRA BRANDS INC	256,849	148,131
DELTA AIR LINES INC	64,108	62,574
E BAY INC	24,088	20,069
EDWARDS LIFESCIENCES CORP	83,584	135,709
FACEBOOK INC A	153,214	133,319
GENERAL DYNAMICS CORP	55,081	46,062
HANESBRANDS INC		

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
J P MORGAN CHASE CO	124,522	136,375
KINDER MORGAN INC	111,283	81,237
LOWES CO INC	275,990	322,982
MASTERCARD INC	122,966	207,326
MICROSOFT CORP	106,021	164,848
OCCIDENTAL PETROLEUM CORPORATION	137,634	125,215
PAYPAL HOLDINGS INC	43,524	84,679
PRICELINE COM INC		
QUALCOMM INC		
REGIONS FINL CORP	84,339	79,223
SCHWAB CHARLES CORP	119,011	122,514
T ROWE PRICE GROUP INC	24,181	32,774
TJX COMPANIES INC	32,828	36,821
UNITED RENTALS INC	42,430	35,988
UNITED TECHNOLOGIES CORP	58,910	55,796
UNITEDHEALTH GROUP INC	254,869	337,558
VISA INC CLASS A	175,737	260,846
WALT DISNEY CO	66,738	64,803
WELLS FARGO CO	140,677	116,997
ACCENTURE PLC CL A	70,058	81,786
CANADIAN NTL RY CO	51,276	51,655
NOMAD FOODS LTD	54,700	62,901
SUNCOR ENERGY INC	80,879	63,492
ALTABA INC	56,276	69,702
ABBOTT LABORATORIES	121,250	201,005
AFLAC INC	153,937	192,901
AMERISOURCEBERGEN CORP	167,824	138,310
AMGEN INC	189,106	230,879
AUTOMATIC DATA PROCESSING	93,292	114,467
BECTON DICKINSON AND CO		

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CVS HEALTH CORPORATION	209,407	186,142
DOLLAR GENERAL CORP	130,254	186,006
GRAINGER WW INC	89,864	142,591
ILLINOIS TOOL WORKSINC	162,621	162,670
JM SMUCKER CO	174,651	145,470
KROGER CO	114,912	141,790
MARSH MCLENNAN COS INC	149,663	170,266
MICROCHIP TECHNOLOGY INC	111,539	118,021
OMNICOM GROUP INC	149,438	148,897
PROCTER & GAMBLE CO	82,758	94,677
ROSS STORES INC	134,546	160,327
STATE STR CORP	178,801	139,259
3M CO	84,441	90,125
ROYAL DUTCH SHELL PLC	102,583	107,625
AMAZON COM INC	41,198	43,557
BOOKING HOLDINGS INC	125,334	120,570
CIMAREX ENERGY CO COM	63,291	42,723
DOWDUPONT INC	68,105	63,427
KKR CO INC A	53,261	40,124
SBA COMMUNICATIONS CORP	57,880	56,499
ALIBABA GROUP HOLDING LTD	24,043	24,536
TAIWAN SEMICONDUCTOR	43,524	43,960
BROADCOM INC	59,735	60,773
ALTRIA GROUP INC	149,261	119,919

TY 2018 Investments Government Obligations Schedule**Name:** THE W DUKE KIMBRELL FAMILY FOUNDATION**EIN:** 20-3390787**Software ID:** 18007218**Software Version:** 2018v3.1**US Government Securities - End
of Year Book Value:**

1,904,005

**US Government Securities - End
of Year Fair Market Value:**

1,910,334

**State & Local Government
Securities - End of Year Book
Value:**

320,026

**State & Local Government
Securities - End of Year Fair
Market Value:**

313,982

TY 2018 Investments - Other Schedule

Name: THE W DUKE KIMBRELL FAMILY FOUNDATION

EIN: 20-3390787

Software ID: 18007218

Software Version: 2018v3.1

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LEXINGTON PARTNERS	AT COST	456,256	302,353
ENERGY CAP MEZZANINE	AT COST	208,899	206,312
HAYFIN DIRECT LENDING	AT COST	202,631	59,861
TCM MPS LTD SPC	AT COST		
BROWN ADVISORY FUNDAMENTAL LONG SHORT	AT COST		
CRESCENT MEZZANINE PARTNERS	AT COST	66,477	67,770
LANSDOWNE LONG ONLY	AT COST	700,000	860,178
VIKING LONG FUND	AT COST	500,000	620,830
DRA GROWTH & INCOME FUND IX	AT COST	194,961	246,041
YUKON CAPITAL PARTNERS III	AT COST	59,750	76,152

TY 2018 Other Income Schedule**Name:** THE W DUKE KIMBRELL FAMILY FOUNDATION**EIN:** 20-3390787**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INVESTMENT PARTNERSHIPS	127,757	127,757	

TY 2018 Other Professional Fees Schedule**Name:** THE W DUKE KIMBRELL FAMILY FOUNDATION**EIN:** 20-3390787**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	83,231	83,231	0	0
OTHER PROFESSIONAL FEES	2,000	0	0	2,000

TY 2018 Taxes Schedule**Name:** THE W DUKE KIMBRELL FAMILY FOUNDATION**EIN:** 20-3390787**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX PAYMENT	46,084			
FOREIGN INCOME TAX	6,673	6,673		