Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation
BILL AND CAROL LATIMER CHARITABLE FOUNDATION

A Employer identification number
20-3450991

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
201 WEST MAIN ST NO E

B Telephone number (see instructions)
(731) 885-2888

City or town, state or province, country, and ZIP or foreign postal code
UNION CITY, TN 38261

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), *line 16*) ▶$ 106,560,949

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	2,250			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	4,122	4,122		
	4	Dividends and interest from securities	455,074	455,074		
	5a	Gross rents	73,081	73,081		
	b	Net rental income or (loss) 73,081				
	6a	Net gain or (loss) from sale of assets not on line 10	880,157			
	b	Gross sales price for all assets on line 6a 5,476,005				
	7	Capital gain net income (from Part IV, line 2)		880,157		
	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)	4,385,076	4,385,076		
	12	**Total.** Add lines 1 through 11	5,799,760	5,797,510		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	158,705	41,132		41,132
	19	Depreciation (attach schedule) and depletion	1,386	1,386		
	20	Occupancy				
	21	Travel, conferences, and meetings	151	151		151
	22	Printing and publications				
	23	Other expenses (attach schedule)	224,970	224,970		224,970
	24	**Total operating and administrative expenses.** Add lines 13 through 23	385,212	267,639		266,253
	25	Contributions, gifts, grants paid	3,557,354			3,557,354
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,942,566	267,639		3,823,607
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,857,194			
	b	**Net investment income** (if negative, enter -0-)		5,529,871		
	c	**Adjusted net income** (if negative, enter -0-)				

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	446,076	117,546	117,546
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 127,666 Less allowance for doubtful accounts ▶ 0	144,666	127,666	127,666
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	28,303,251	29,949,503	26,670,657
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 15,848 Less accumulated depreciation (attach schedule) ▶ 12,383	4,851	3,465	15,848
	12	Investments—mortgage loans	0	0	7,485
	13	Investments—other (attach schedule)	70,911,381	72,033,887	78,462,947
	14	Land, buildings, and equipment basis ▶ 859,635 Less accumulated depreciation (attach schedule) ▶	859,635	859,635	1,158,800
	15	Other assets (describe ▶)	564,648	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	101,234,508	103,091,702	106,560,949
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	101,234,508	103,091,702	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	101,234,508	103,091,702	
	31	**Total liabilities and net assets/fund balances** (see instructions)	101,234,508	103,091,702	

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	101,234,508
2	Enter amount from Part I, line 27a	2	1,857,194
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	103,091,702
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	103,091,702

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)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	880,157
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	4,245,959	109,598,612	0 038741
2016	3,489,300	110,655,767	0 031533
2015	4,407,938	114,071,224	0 038642
2014	13,709,873	121,042,450	0 113265
2013	15,356,414	126,456,501	0 121436

2	**Total** of line 1, column (d)	2	0 343617
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 068723
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	115,846,573
5	Multiply line 4 by line 3	5	7,961,324
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	55,299
7	Add lines 5 and 6	7	8,016,623
8	Enter qualifying distributions from Part XII, line 4 , ...	8	3,823,607

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	110,597
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2.			3	110,597
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	110,597
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	174,760		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d.			7	174,760
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	64,163
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 64,163	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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 If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	11		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(731) 885-2888

Located at ▶201 WEST MAIN ST NO E UNION CITY TN ZIP+4 ▶38261

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

			Yes	No
16	At any time during calendar year 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		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

			Yes	No
	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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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		
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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 during the year? ☐ Yes ☑ 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
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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 . . . . ▶	0

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	116,057,312
b	Average of monthly cash balances.			1b	394,622
c	Fair market value of all other assets (see instructions).			1c	1,158,800
d	**Total** (add lines 1a, b, and c).			1d	117,610,734
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0		
2	Acquisition indebtedness applicable to line 1 assets.			2	0
3	Subtract line 2 from line 1d.			3	117,610,734
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	1,764,161
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	115,846,573
6	**Minimum investment return.** Enter 5% of line 5.			6	5,792,329

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	5,792,329
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	110,597		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	110,597
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	5,681,732
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	5,681,732
6	Deduction from distributable amount (see instructions).			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	5,681,732

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	3,823,607
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,823,607
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions.	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,823,607

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				5,681,732
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013. 9,057,601				
b From 2014. 7,829,666				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.	16,887,267			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 3,823,607				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				3,823,607
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018	1,858,125			1,858,125
(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	15,029,142			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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)	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	7,199,476			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	7,829,666			
10 Analysis of line 9				
a Excess from 2014. . . . 7,829,666				
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)

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

WILLIAM LATIMER III

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 *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					4,122
4 Dividends and interest from securities. . . .					455,074
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					73,081
6 Net rental income or (loss) from personal property					
7 Other investment income.					4,385,076
8 Gain or (loss) from sales of assets other than inventory					880,157
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). .		0		0	5,797,510

13 **Total.** Add line 12, columns (b), (d), and (e). 13 5,797,510

(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)
3	INCOME & GROWTH INVESTMENTS FUND THE TRUST CHARITABLE PURPOSE
4	INCOME & GROWTH INVESTMENTS FUND THE TRUST CHARITABLE PURPOSE
5	INCOME & GROWTH INVESTMENTS FUND THE TRUST CHARITABLE PURPOSE
7	INCOME & GROWTH INVESTMENTS FUND THE TRUST CHARITABLE PURPOSE
8	INCOME & GROWTH INVESTMENTS FUND THE TRUST CHARITABLE PURPOSE

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2019-11-13	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ANITA HAMILTON CPA		2019-11-13		P00531089
Firm's name ▶ HORNE LLP				Firm's EIN ▶20-1941244
Firm's address ▶ 26 SECURITY DR JACKSON, TN 38305				Phone no (731) 668-7070

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 E-TRADE FINANCIAL ACCOUNT	P	2017-06-30	2018-12-31
1 E-TRADE FINANCIAL ACCOUNT	P	2017-06-30	2018-12-31
PFM HEALTHCARE OFFSHORE	P	2017-06-30	2018-12-31
PLATINUM EQUITY INTERNATIONAL	P	2017-06-30	2018-12-31
DW CATALYST OFSHORE FUND, LTD	P	2017-06-30	2018-12-31
ENBRIDGE ENERGY PARTNERS LP	P	2017-02-16	2018-12-20
SPECTRA ENERGY PARTNERS LP	P	2018-01-01	2018-12-17
WILLIAMS PARTNERS LP	P	2011-07-20	2018-08-10
SPECTRA ENERGY PARTNERS LP	P	2018-01-01	2018-12-17
WILLIAMS PARTNERS LP	P	2011-07-20	2018-08-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,361		31,321	-15,960
563,183		800,113	-236,930
1,400,506		1,000,000	400,506
66,232			66,232
1,459,074		1,824,185	-365,111
469,800		240,087	229,713
159,750		182,531	-22,781
674,902		495,275	179,627
11,373			11,373
581,984			581,984

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-15,960
			-236,930
			400,506
			66,232
			-365,111
			229,713
			-22,781
			179,627
			11,373
			581,984

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
	ENBRIDGE ENERGY PARTNERS LP	P	2017-02-16	2018-07-31
1	ENBRIDGE ENERGY PARTNERS LP	P	2018-07-31	2018-12-20
	ENBRIDGE ENERGY PARTNERS LP	P	2018-07-31	2018-12-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,337			9,337
62,640		22,336	40,304
1,863			1,863

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9,337
			40,304
			1,863

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
WILLIAM LATIMER III 1312 HONEYSUCKLE DR UNION CITY, TN 38261	PRESIDENT 0 00	0	0	0
CAROL LATIMER 1312 HONEYSUCKLE DR UNION CITY, TN 38261	SECRETARY 0 00	0	0	0
DOUG LATIMER 18218 88TH AVE WEST EDMONDS, WA 98026	TRUSTEE 0 00	0	0	0
JOHN WARNER JR 308 W CHURCH ST UNION CITY, TN 38261	TRUSTEE 0 00	0	0	0
MARY CARPENTER 3517 CAMBRIDGE ST UNION CITY, TN 38261	TRUSTEE 0 00	0	0	0
ALFRED H CRESWELL 624 EAST REELFOOT AVE UNION CITY, TN 38261	TRUSTEE 0 00	0	0	0
HARRY SMITH PO BOX 172079 MEMPHIS, TN 38187	TRUSTEE 0 00	0	0	0
LOLLY BEARDEN 201 W MAIN UNION CITY, TN 38261	TRUSTEE 0 00	0	0	0
MARK M LAYNE PO BOX 12047 JACKSON, TN 38308	TRUSTEE 0 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ASBURY THEOLOGICAL SEMINARY 204 N LEXINGTON ROAD LEXINGTON, KY 40390		501(C)3	RELIGIOUS	1,875,000
BLESSED EARTH 450 OLD VINE 3RD FLOOR LEXINGTON, KY 40507		501(C)3	RELIGIOUS	617,197
BROOKS CHAPEL MINISTRIES 230 BROOKS CHAPEL ROAD FULTON, KY 42041		501(C)3	RELIGIOUS	24,335
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CATALYST MISSIONSPO BOX 449 ELLENDALE, TN 38029		501(C)3	RELIGIOUS	5,000
CROSSWIND CHURCH 4440 BARHAM ROAD UNION CITY, TN 38261		501(C)3	RELIGIOUS	2,000
DISCOVERY PARK OF AMERICA PO BOX 927 UNION CITY, TN 38281		501(C)3	EDUCATIONAL	5,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FELLOWSHIP OF CHRISTIAN ATHLETICS 8701 LEEDS ROAD KANSAS CITY, MO 641291680		501(C)3	EDUCATIONAL	4,500
SAMARITAN'S PURSEPO BOX 3000 BOONE, NC 28607		501(C)3	RELIGIOUS	17,108
STUDENT LOAN PROGRAM - ALLISON TYLER WICKER 201 WEST MAIN ST UNION CITY, TN 38261		501(C)3	EDUCATIONAL	8,254
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TEACH EVERY NATION 200 ASHFORD CENTER NORTH SUITE 110 ATLANTA, GA 30338		501(C)3	RELIGIOUS	260,000
THE BRIDGE OF WEST TENNESSEE PO BOX 1208 UNION CITY, TN 382811208		501(C)3	RELIGIOUS	12,500
THE REFUGE CHURCH827 E MAIN ST UNION CITY, TN 38261		501(C)3	RELIGIOUS	4,032
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNION CITY HIGH SCHOOL 1305 HIGH SCHOOL DRIVE UNION CITY, TN 38261		501(C)3	RELIGIOUS	4,500
WEST JACKSON BAPTIST CHURCH 580 OIL WELL RD JACKSON, TN 38305		501(C)3	RELIGIOUS	5,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 80901		501(C)3	EDUCATIONAL	63,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNION UNIVERSITY 1050 UNION UNIVERISTY DR JACKSON, TN 38305		501(C)3	EDUCATIONAL	6,000
AGAPE HOUSE4634 AR-135 PARAGOULD, AR 72450		501(C)3	RELIGIOUS	28,000
REELFOOT RURAL MINISTRIES 6923 MINNICK ELBRIDGE RD OBION, TN 38240		501(C)3	RELIGIOUS	10,752
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BOY SCOUT COTTAGE 3414 HILLSBORO PIKE PO BOX 150409 NASHVILLE, TN 37215		501(C)3	EDUCATIONAL	2,592
BARRET JONES DONOR ADVISED FUND 4515 POPLAR AVE 324 MEMPHIS, TN 38117		501(C)3	RELIGIOUS	10,000
MDM HONDURASPO BOX 164660 LITTLE ROCK, AR 72216		501(C)3	RELIGIOUS	3,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MISSION VOICE WORK 111 W 2ND STREET MOORESTOWN, NJ 08057		501(C)3	RELIGIOUS	50,000
KINGDOM CATALYSTSPO BOX 427 CHICO, CA 959270427		501(C)3	EDUCATIONAL	1,144
BIBLE STUDY FELLOWSHIP 19001 HUEBNER ROAD SAN ANTONIO, TX 782580419		501(C)3	RELIGIOUS	5,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BILLY GRAHAM TRAINING CENTER 1 BILLY GRAHAM PARKWAY CHARLOTTE, NC 28201		501(C)3	EDUCATIONAL	50,000
CONFESSING MOVEMENT 7995 E 21ST STREET INDIANAPOLIS, IN 46219		501(C)3	RELIGIOUS	20,000
FAVOR AFRICA 1767 LAKEWOOD RANCH BLVD BRADENTON, FL 34211		501(C)3	RELIGIOUS	355,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GOOD NEWSPO BOX 132076 THE WOODLANDS, TX 77393		501(C)3	RELIGIOUS	2,500
GOOD NEWS INDIAPO BOX 72747 PHOENIX, AZ 85050		501(C)3	RELIGOUS	5,000
HOPE OUTREACH OF WEST TENNESSEE INC 111 WOODRUFF RD DRESDEN, TN 382252249		501(C)3	RELIGOUS	75,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
INSTITUTE RELIGIOUS DEMORACY 1023 15TH ST NW 601 WASHINGTON, DC 20005		501(C)3	RELIGIOUS	2,500
LOVING HEARTS FOSTER CARE 4825 NORTH SABINO CANYON ROAD TUCSON, AZ 85750		501(C)3	RELIGIOUS	390
WEST TENNESSEE HEALTHCARE FOUNDATION 74 DIRECTORS ROW JACKSON, TN 38305		501(C)3	EDUCATIONAL	2,000
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UTFI - MALONE SCHOLARSHIP 1525 UNIVERSITY AVENUE KNOXVILLE, TN 37921		501(C)3	EDUCATIONAL	1,000
WORLD GOSPEL MISSION 3783 E STATE ROAD 18 MARION, IN 469520948		501(C)3	RELIGIOUS	10,000
OBION COUNTY RESCUE SQUAD 304 SUNSWEPT DRIVE UNION CITY, TN 38261		501(C)3	EDUCATIONAL	50
Total . . . . ▶ **3a**				3,557,354

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PALM BEACH ATLANTIC UNIVERSITY 901 SOUTH FLAGLER DR PO BOX 24708 WEST PALM BEACH, FL 334164708		501(C)3	EDUCATIONAL	10,000
Total . . . . ▶ **3a**				3,557,354

TY 2018 Investments Corporate Stock Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ETRADE ACCOUNT	29,039,378	25,760,532
RELIANT BANK	910,125	910,125

TY 2018 Investments - Land Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	15,848	0	15,848	15,848

TY 2018 Investments - Other Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALDEN DFM SPV	AT COST	0	81,216
AVENUE EUROPE SPECIAL SITUATION	AT COST	3,532,058	3,341,953
BARNEGAT INVESTMENTS LTD	AT COST	4,712,909	3,626,788
BAY POND	AT COST	4,655,964	7,617,677
BGBMD ENTERPRISES	AT COST	864,832	0
BREVET DIRECT LENDING	AT COST	3,450,297	3,753,652
CITIGROUP VENTURE CAPITAL	AT COST	4,574	0
DW CATALYST OFFSHORE FUND, LTD	AT COST	0	76,810
ENDURING ASSETS - WELLINGTON	AT COST	4,229,974	2,375,121
GALLEON GIM INTERNATIONAL FUND	AT COST	0	428
GREENLIGHT CAPITAL OFFSHORE	AT COST	3,500,000	3,501,071
HADLEY HARBOR	AT COST	2,715,180	3,970,201
HAWKES BAY INVESTORS	AT COST	33,818	0
IRONSHIELD : SPECIAL SITUATIONS	AT COST	5,611,823	5,781,327
ITHAN CREEK	AT COST	4,242,926	3,601,664
LODGING I, LLC	AT COST	40,334	0
MAPLE LEAF OFFSHORE	AT COST	852,337	41,902
MAVERICK LEVERED FUND	AT COST	1	0
MILLENNIUM INTERNATIONAL LTD	AT COST	6,000,000	10,127,791
PFM HEALTHCARE OFFSHORE FUND LTD	AT COST	211,437	207,521
PIEDMONT PARTNERS - PERSHING SQUARE INT'L, LTD	AT COST	290,482	6,739
PIEDMONT PARTNERS - PROPHET PIP OFFSHORE, LTD	AT COST	6,437,437	7,415,320
PIONEER: ILS INTERVAL	AT COST	2,681,244	2,421,733
PLACER CREEK INVESTORS (BERMUDA) LTD	AT COST	1,579,006	0
PLATINUM EQUITY CAPITAL PARTNER	AT COST	1	719,501
PROSPERITY QUEST DIVERSIFIED FUND	AT COST	2,000,000	2,592,884
ROSE GROVE CAPITAL	AT COST	3,000,000	2,880,600
RUSSIAN PROSPERITY FUND	AT COST	1,000,000	1,072,157
TEMAS INVESTORS	AT COST	921	0
TERREBONE PARTNERS, LLC	AT COST	520,089	0

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
THIRD POINT	AT COST	1,601,800	3,374,965
TIGER GLOBAL FUND LLC	AT COST	68,462	628,548
TISE PEAK INVESTORS (CAYMAN)	AT COST	11,591	0
TRG GROWTH PARTNERSHIP	AT COST	685,608	1,245,104
VIDA LONGEVITY FUND	AT COST	3,500,000	4,047,269
VINCI CAPITAL PARTNERS II-A LP	AT COST	3,802,815	3,953,005
WESTBROOK L.P.	AT COST	1	0
THIRD POINT OFFSHORE ORDGF	AT COST	195,966	0

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TY 2018 Other Assets Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
COMMODITIES - WEDBUSH SECURITIES INC	564,648	0	0

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TY 2018 Other Expenses Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & FEES	208,807	208,807		208,807
INVESTMENT EXPENSE	10,230	10,230		10,230
MISCELLANEOUS	5,933	5,933		5,933

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TY 2018 Other Income Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AVENUE EUROPE SPECIAL SITUATIONS FUND	507,549	507,549	507,549
DAFN - PIEDMONT INT'L FUND	145,877	145,877	145,877
ENDURING ASSETS (WELLINGTON)	153,257	153,257	153,257
FARM INCOME	45,327	45,327	45,327
PLATINUM EQUITY CAPITAL PARTNER	678,944	678,944	678,944
STUDENT LOAN PAYMENTS	10,805	10,805	10,805
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS IV, LP	-142,388	-142,388	-142,388
VINCI CAPITAL	64,065	64,065	64,065
WEDBUSH SECTION 1256 CONTRACT INCOME	-430,086	-430,086	-430,086
WILLIAMS PARTNERS	15,718	15,718	15,718
DW CATALYST OFFSHORE	243,960	243,960	243,960
HADLEY HARBOR INVESTOR PFIC	506,430	506,430	506,430
AMERICAN MIDSTREAM PARTNERS	-32,484	-32,484	-32,484
NGL ENERGY PARTNERS	-10,013	-10,013	-10,013
ENBRIDGE ENERGY PARTNERS	-18,030	-18,030	-18,030
PFM HEALTHCARE	215,862	215,862	215,862
THIRD POINT OFFSHORE	195,966	195,966	195,966
PLAINS ALL AMERICAN	-8,392	-8,392	-8,392
SPECTRA ENERGY	-9,247	-9,247	-9,247
WELLINGTON INVESTORS PFIC	1,640,133	1,640,133	1,640,133

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
IRONSHIELD SPECIAL SITUATIONS PFIC	611,823	611,823	611,823

TY 2018 Taxes Schedule

Name: BILL AND CAROL LATIMER CHARITABLE FOUNDATION

EIN: 20-3450991

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	34,043	34,043		34,043
REAL ESTATE TAXES	7,089	7,089		7,089
FEDERAL INCOME TAX	117,573	0		0