

EXTENDED TO NOVEMBER 15, 2019

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OMB No. 1545-0052

2018

Open to Public Inspection

► 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.

For calendar year 2018 or tax year beginning

, and ending

Name of foundation

DUGAS FAMILY FOUNDATION II, INC.

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

138 SECOND AVENUE NORTH, SUITE 200

Room/suite

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

NASHVILLE, TN 37201

G Check all that apply

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

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 9,094,836. (Part I, column (d) must be on cash basis)

A Employer identification number

46-1031688

B Telephone number

615-846-2048

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

Part 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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	0.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3	Dividends and interest from securities	300,381.	299,858.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	462,055.			
5	583,135.				
7	Capital gain net income (from Part IV, line 2)		462,055.		
8	Net short-term capital gain				
9	Income modifications Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	-26,423.	-34,308.		STATEMENT 2
12	Total. Add lines 1 through 11	736,013.	727,605.		
13	Compensation of officers, directors, trustees, etc	15,000.	6,750.		8,250.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	73,275.	33,551.	39,724.
c	Other professional fees	STMT 4	1,000.	1,000.	0.
17	Interest		2,926.	2,926.	0.
18	Taxes	STMT 5	10,416.	9,416.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		932.	419.	513.
22	Printing and publications				
23	Other expenses	STMT 6	171,202.	160,258.	7,435.
24	Total operating and administrative expenses. Add lines 13 through 23		274,751.	214,320.	55,922.
25	Contributions, gifts, grants paid		1,518,250.		1,518,250.
26	Total expenses and disbursements. Add lines 24 and 25		1,793,001.	214,320.	1,574,172.
27	Subtract line 26 from line 12:		-1,056,988.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		513,285.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Operating and Administrative Expenses

SCANNED 1/22/2020

Assets	Part II Balance Sheets	Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(b) Book Value	(c) Fair Market Value	
	1 Cash - non-interest-bearing						
	2 Savings and temporary cash investments		1,105,251.	233,042.		223,042.	
	3 Accounts receivable ► 10,468.						
	Less: allowance for doubtful accounts ► 52,179.				10,468.		10,468.
	4 Pledges receivable ►						
	Less: allowance for doubtful accounts ►						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable ►						
	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						
	b Investments - corporate stock						
	c Investments - corporate bonds						
	11 Investments - land, buildings, and equipment basis ►						
	Less accumulated depreciation ►						
	12 Investments - mortgage loans						
	13 Investments - other	STMT 7	11,165,394.	11,022,326.		8,861,326.	
	14 Land, buildings, and equipment basis ►						
	Less accumulated depreciation ►						
	15 Other assets (describe ►)						
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		12,322,824.	11,265,836.		9,094,836.	
	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						
	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 ► <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		0.		0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.		0.		
	29 Retained earnings, accumulated income, endowment, or other funds		12,322,824.	11,265,836.			
	30 Total net assets or fund balances		12,322,824.	11,265,836.			
	31 Total liabilities and net assets/fund balances		12,322,824.	11,265,836.			

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 12,322,824.
2 Enter amount from Part I, line 27a	2 -1,056,988.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 11,265,836.
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 11,265,836.

Part IV Capital Gains and Losses for Tax on Investment Income			SEE ATTACHED STATEMENT		
(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
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					
b					
c					
d					
e	583,135.		121,080.	462,055.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.					
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a					
b					
c					
d					
e				462,055.	
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	462,055.
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). If (loss), enter -0- in Part I, line 8				3	N/A

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

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

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

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

Yes No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	924,776.	10,322,873.	.089585
2016	1,397,299.	9,677,785.	.144382
2015	1,479,911.	10,799,450.	.137036
2014	1,262,444.	11,220,649.	.112511
2013	1,415,600.	10,838,252.	.130611

2 Total of line 1, column (d)

2 .614125

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 .122825

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4 10,421,563.

5 Multiply line 4 by line 3

5 1,280,028.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 5,133.

7 Add lines 5 and 6

7 1,285,161.

8 Enter qualifying distributions from Part XII, line 4

8 1,574,172.

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.

DUGAS FAMILY FOUNDATION II, INC.

CONTINUATION FOR 990-PF, PART IV
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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.)
a FROM K-1: 7/6 INVESTMENT PARTNERSHIP	P		
b FROM K-1: 7/6 INVESTMENT PARTNERSHIP	P		
c FROM K-1: HCTS CASH MANAGEMENT	P		
d FROM K-1: HCTS CASH MANAGEMENT	P		
e FROM K-1: TURSON LP	P		
f FROM K-1: TURSON LP	P		
g FROM K-1: BEDELIA STREET	P		
h FROM K-1: TD REAL ESTATE	P		
i			
j			
k			
l			
m			
n			
o			
(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 21,258.			21,258.
b 78,179.			78,179.
c		4,120.	-4,120.
d		2,779.	-2,779.
e		114,181.	-114,181.
f 397,095.			397,095.
g 9,116.			9,116.
h 77,487.			77,487.
i			
j			
k			
l			
m			
n			
o			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0")
a			21,258.
b			78,179.
c			-4,120.
d			-2,779.
e			-114,181.
f			397,095.
g			9,116.
h			77,487.
i			
j			
k			
l			
m			
n			
o			
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 }		2 462,055.
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). If (loss), enter "-0" in Part I, line 8 } 3 N/A		3 N/A

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)		
1	5,133.	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).		
2	0.	
3	5,133.	
4	0.	
5	5,133.	
Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6 Credits/Payments:		
6a	6,460.	
6b	0.	
6c	7,500.	
6d	0.	
7	13,960.	
8	0.	
9		
10	8,827.	
11	0.	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
1c	Did the foundation file Form 1120-POL for this year?		
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		
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		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		
	• 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?		
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		
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ► TN		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>JUDY MILLER</u> Telephone no ► <u>615-846-2048</u> Located at ► <u>138 SECOND AVENUE NORTH, STE. 200, NASHVILLE, TN</u> ZIP+4 ► <u>37201</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X No
1b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A	►
1c 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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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	X No
If "Yes," list the years ► _____, _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X 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)	N/A	
3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	
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	
	X	

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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	N/A		
Organizations relying on a current notice regarding disaster assistance, check here	► <input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/>	Yes <input type="checkbox"/>
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?	<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.	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/>	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?	N/A		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/>	No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation.**

(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 STATEMENT 8		15,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
THE FAMILY OFFICE - 128 SECOND AVENUE NORTH, SUITE 200, NASHVILLE, TN 37201	INVEST. & PROF. FEES	68,825.

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	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		► 0.

Form 990-PF (2018)

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	9,455,155.
b	Average of monthly cash balances	1b	1,125,112.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,580,267.
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	10,580,267.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	158,704.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,421,563.
6	Minimum investment return. Enter 5% of line 5	6	521,078.

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	521,078.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	5,133.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,133.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	515,945.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	515,945.
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	515,945.

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	1,574,172.
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	1,574,172.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	5	5,133.
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	6	1,569,039.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				515,945.
2 Undistributed income, if any, as of the end of 2018			0.	
a Enter amount for 2017 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013	885,215.			
b From 2014	718,307.			
c From 2015	954,235.			
d From 2016	922,394.			
e From 2017	431,423.			
f Total of lines 3a through e	3,911,574.			
4 Qualifying distributions for 2018 from Part XII, line 4. ► \$ 1,574,172.			0.	
a Applied to 2017, but not more than line 2a				
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				515,945.
e Remaining amount distributed out of corpus	1,058,227.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	4,969,801.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.			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	885,215.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	4,084,586.			
10 Analysis of line 9:				
a Excess from 2014	718,307.			
b Excess from 2015	954,235.			
c Excess from 2016	922,394.			
d Excess from 2017	431,423.			
e Excess from 2018	1,058,227.			

[Part XVI] 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				
SOUTHEASTERN COUNCIL OF FOUNDATIONS (SECF) 100 PEACHTREE STREET, NW, SUITE 2080 ATLANTA, GA 30303	NONE	PUBLIC	2018 FAMILY FOUNDATIONS FORUM SPONSORSHIP	1,250.
AUTISM OF MIDDLE TENNESSEE 955 WOODLAND STREET NASHVILLE, TN 37206	NONE	PUBLIC	AUTISM LINK: COMMUNITY CONSULTING PROGRAM	5,000.
ABLE YOUTH 2000 MALLORY LANE, SUITE 130-542 FRANKLIN, TN 37067	NONE	PUBLIC	BASKETBALL AND CHEERLEADING PROGRAM	15,000.
TENNESSEE WILDLIFE FEDERATION 300 ORLANDO AVENUE NASHVILLE, TN 37209	NONE	PUBLIC	YOUNG HUNTING AND FISHING PROGRAM	40,000.
TENNESSEE WILDLIFE FEDERATION 300 ORLANDO AVENUE NASHVILLE, TN 37209	NONE	PUBLIC	HUNTERS FOR THE HUNGRY PROGRAM	40,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 1,518,250.
b Approved for future payment				
YWCA OF MIDDLE TENNESSEE 1608 WOODMONT BLVD. NASHVILLE 37215	NONE	PUBLIC	CONSTRUCTION OF A KENNEL AT THE DOMESTIC VIOLENCE CENTER	20,000.
NASHVILLE PUBLIC LIBRARY FOUNDATION 615 CHURCH STREET NASHVILLE, TN 37219	NONE	PUBLIC	OPERATING AND PROGRAM SUPPORT FOR STUDIO NPL MENTORS AND MOBILE LEARNING LABS	50,000.
ALIVE HOSPICE 1718 PATTERSON ST. NASHVILLE, TN 37203	NONE	PUBLIC	5-YEAR SUPPORT FOR ONE FULL-TIME GRIEF COUNSELOR	104,000.
Total	SEE CONTINUATION SHEET(S)			► 3b 574,000.

DUGAS FAMILY FOUNDATION II, INC.

46-1031688

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WHY WE CAN'T WAIT, INC. 220 NATHAN DRIVE GOODLETTSVILLE, TN 37072	NONE	PUBLIC	CONTINUATION OF PROGRAM SUPPORT	40,000.
NASHVILLE PUBLIC LIBRARY FOUNDATION 615 CHURCH STREET NASHVILLE, TN 37219	NONE	PUBLIC	PROGRAM SUPPORT FOR STUDIO NPL MENTORS AND MOBILE LEARNING LABS	50,000.
ALIVE HOSPICE 1718 PATTERSON ST. NASHVILLE, TN 37203	NONE	PUBLIC	5-YEAR SUPPORT FOR ONE FULL-TIME GRIEF COUNSELOR	52,000.
THE CROSSROADS CAMPUS 707 MONROE STREET NASHVILLE, TN 37208	NONE	PUBLIC	CAPITAL SUPPORT (OVER THREE YEARS) FOR PROPERTY ACQUISITION-PHASE I	75,000.
NASHVILLE ZOO, INC. 3777 NOLENSVILLE RD NASHVILLE, TN 37211	NONE	PUBLIC	5-YEAR CAPITAL CAMPAIGN FOR CONSTRUCTION OF A "PERUVIAN LODGE"	200,000.
WILLIAMSON MEDICAL FOUNDATION, INC. 4321 CAROTHERS PARKWAY FRANKLIN, TN 37067	NONE	PUBLIC	CAPITAL SUPPORT FOR THE CLOSE TO HOME CAPITAL CAMPAIGN-PHASE II	250,000.
FRIENDS OF DUGAS COMMUNITY PARK PO BOX 1313 SCOTTSVILLE, KY 42164	NONE	PUBLIC	DUGAS COMMUNITY PARK-PHASE I	750,000.
Total from continuation sheets				1,417,000.

DUGAS FAMILY FOUNDATION II, INC.

46-1031688

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WHY WE CAN'T WAIT, INC. 220 NATHAN DRIVE GOODLETTSVILLE, TN 37072	NONE	PUBLIC	CAPITAL SUPPORT	150,000.
WILLIAMSON MEDICAL CENTER FOUNDATION INC. 4321 CARTHERS PARKWAY FRANKLIN, TN 37067	NONE	PUBLIC	CAPITAL SUPPORT FOR THE CLOSE TO HOME CAPITAL CAMPAIGN- PHASE II	250,000.
Total from continuation sheets				400,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	300,381.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	462,055.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>7/6 INVESTMENT K-1</u>	211110	-4,728.	14	12,458.	
b <u>BEDELIA STREET K-1</u>			14	3,094.	
c <u>DG STORE III, LP K-1</u>	531120	16,742.	14	18,014.	
d <u>TD REAL ESTATE LP K-1</u>			14	-71,493.	
e <u>TURSON, LP K-1</u>	211110	-4,129.	14	3,619.	
12 Subtotal Add columns (b), (d), and (e)		7,885.		728,128.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	736,013.

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM					
K-1S	177,302.	0.	177,302.	177,302.	
INTEREST FROM K-1S	110,535.	0.	110,535.	110,012.	
NORTHERN TRUST	12,544.	0.	12,544.	12,544.	
TO PART I, LINE 4	300,381.	0.	300,381.	299,858.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
7/6 INVESTMENT K-1	7,730.	12,458.	
BEDELIA STREET K-1	3,094.	3,094.	
DG STORE III, LP K-1	34,756.	18,014.	
TD REAL ESTATE LP K-1	-71,493.	-71,493.	
TURSON, LP K-1	-510.	3,619.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-26,423.	-34,308.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	73,275.	33,551.		39,724.
TO FORM 990-PF, PG 1, LN 16B	73,275.	33,551.		39,724.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	1,000.	1,000.		0.
TO FORM 990-PF, PG 1, LN 16C	1,000.	1,000.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	1,000.	0.		0.
FOREIGN TAXES WITHHELD	9,316.	9,316.		0.
STATE INCOME TAX	100.	100.		0.
TO FORM 990-PF, PG 1, LN 18	10,416.	9,416.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & MEMBERSHIPS	2,509.	0.		2,509.
FOOD & BEVERAGE	639.	288.		351.
MISCELLANEOUS	1,941.	155.		1,786.
SEMINARS, BOOKS, EDUCATION	1,221.	549.		672.
OFFICE SUPPLIES	2,101.	0.		2,101.
FROM K-1: 7/6 INVESTMENT PARTNERSHIP CHARITABLE	16.	0.		16.
FROM K-1: 7/6 INVESTMENT PARTNERSHIP	80,187.	77,280.		0.
FROM K-1: HCTS CASH MANAGEMENT PARTNERSHIP	805.	805.		0.
FROM K-1: TURSON LP	57,511.	56,928.		0.
FROM K-1: BEDELIA STREET PARTNERS, LP	6,301.	6,301.		0.
FROM K-1: TD REAL ESTATE LP	14,497.	14,478.		0.
FROM K-1: DG STORE III, LP	3,474.	3,474.		0.
TO FORM 990-PF, PG 1, LN 23	171,202.	160,258.		7,435.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HCTS CASH MANAGEMENT PARTNERSHIP	COST	8,458.	9,337.
TURSON, LP	COST	5,727,929.	4,688,544.
7/6 INVESTMENT PARTNERSHIP	COST	4,102,258.	2,698,683.
BEDELIA STREET PARTNERS, LP	COST	202,703.	116,000.
DG STORE III, LP	COST	-43,159.	328,000.
TD REAL ESTATE, LP	COST	885,137.	881,762.
DUCK SCULPTURES AND CABINET	COST	139,000.	139,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,022,326.	8,861,326.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LAURA JO TURNER DUGAS 138 SECOND AVENUE NORTH, SUITE 200 NASHVILLE, TN 37201	VICE PRESIDENT 1.00	5,000.	0.	0.
CHRISTIAN TAYLOR DUGAS 138 SECOND AVENUE NORTH, SUITE 200 NASHVILLE, TN 37201	DIRECTOR 1.00	0.	0.	0.
PAMELA L. DUGAS 138 SECOND AVENUE NORTH, SUITE 200 NASHVILLE, TN 37201	PRESIDENT 1.00	5,000.	0.	0.
CABOT PYLE 138 SECOND AVENUE NORTH, SUITE 200 NASHVILLE, TN 37201	ASST SECRETARY 1.00	0.	0.	0.
BRITTNIE DUGAS 138 SECOND AVENUE NORTH, SUITE 200 NASHVILLE, TN 37201	SECRETARY/TREASURER 1.00	5,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		15,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CABOT PYLE TURNER FAMILY FOUNDATIONS
138 SECOND AVENUE NORTH, SUITE 200
NASHVILLE, TN 37201

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
615-846-2053	DFF GRANT PROGRAM

FORM AND CONTENT OF APPLICATIONS

APPLICATION FORM PROVIDED BY THE FOUNDATION. INCLUDE: DOCUMENTATION OF TAX EXEMPT STATUS, LIST OF OFFICERS & DIRECTORS, MOST RECENT AUDITED FINANCIAL STATEMENTS, INTERNAL FINANCIAL STATEMENTS, OPERATING BUDGET, AND PROJECTED BUDGET.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS FOR: INDIVIDUALS, LOANS TRAVEL OR SEMINARS, POLITICAL PURPOSES, DINNER EVENTS, OTHER PRIVATE FOUNDATIONS, TELETHONs.