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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 , and ending

Name of foundation: ROBERT & POLLY DUNN FOUNDATION INC

A Employer identification number: 58-1671255

Number and street (or P O box number if mail is not delivered to street address): 3428 PACES FERRY CIRCLE | Room/suite

B Telephone number (see instructions): 770-444-0071

City or town, state or province, country, and ZIP or foreign postal code: SMYRNA GA 30080

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

04

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) ▶ $ 13,516,190

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	Check ▶ X if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	25,301	25,301	25,301	
4	Dividends and interest from securities	256,352	256,352	256,352	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	456,513			
b	Gross sales price for all assets on line 6a 7,215,883				
7	Capital gain net income (from Part IV, line 2)		456,513		
8	Net short-term capital gain			0	
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) STMT 1	666	382	666	
12	**Total** Add lines 1 through 11	738,832	738,548	282,319	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	56,000	12,000		44,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits	3,544	1,772		1,772
16a	Legal fees (attach schedule) SEE STMT 2	2,908	1,454		1,454
b	Accounting fees (attach schedule) STMT 3	5,239	2,620		2,619
c	Other professional fees (attach schedule) STMT 4	104,625	104,625		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	26,995	26,995		
19	Depreciation (attach schedule) and depletion STMT 6				
20	Occupancy	4,225	2,112		2,113
21	Travel, conferences, and meetings	1,791			1,791
22	Printing and publications				
23	Other expenses (att sch) STMT 7	7,018	377		6,641
24	**Total operating and administrative expenses.** Add lines 13 through 23	212,345	151,955	0	60,390
25	Contributions, gifts, grants paid	711,657			711,657
26	**Total expenses and disbursements.** Add lines 24 and 25	924,002	151,955	0	772,047
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-185,170			
b	**Net investment income** (if negative, enter -0-)		586,593		
c	**Adjusted net income** (if negative, enter -0-)			282,319	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash – non-interest-bearing			
2 Savings and temporary cash investments	953,434	725,776	725,776
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 (att schedule) ▶			
Less allowance for doubtful accounts ▶ 0			
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) SEE STMT 8	4,464,708	4,580,256	6,011,640
c Investments – corporate bonds (attach schedule) SEE STMT 9	910,799	715,032	734,753
11 Investments – land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach sch) ▶			
12 Investments – mortgage loans			
13 Investments – other (attach schedule) SEE STATEMENT 10	6,252,811	6,375,467	6,012,368
14 Land, buildings, and equipment basis ▶ 12,053			
Less accumulated depreciation (attach sch) ▶ STMT 11 12,053			
15 Other assets (describe ▶ SEE STATEMENT 12)	31,602	31,653	31,653
16 **Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	12,613,354	12,428,184	13,516,190
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			
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	9,743,214	9,743,214	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	2,870,140	2,684,970	
30 **Total net assets or fund balances** (see instructions)	12,613,354	12,428,184	
31 **Total liabilities and net assets/fund balances** (see instructions)	12,613,354	12,428,184	

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	12,613,354
2 Enter amount from Part I, line 27a	2	-185,170
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	12,428,184
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	12,428,184

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE WORKSHEET			
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				

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				

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	456,513
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	-36,504

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	695,199	13,932,004	0.049899
2016	585,693	13,564,182	0.043179
2015	598,039	13,199,398	0.045308
2014	565,239	12,437,193	0.045447
2013	572,967	11,596,350	0.049409

2	Total of line 1, column (d)	2	0.233242
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	0.046648
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	14,627,040
5	Multiply line 4 by line 3	5	682,322
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,866
7	Add lines 5 and 6	7	688,188
8	Enter qualifying distributions from Part XII, line 4	8	772,047

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ X and enter 1% of Part I, line 27b	1	5,866
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	5,866
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	5,866
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 14,300		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	14,300
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	98
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	8,336
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 0 Refunded ▶	11	8,336

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KAREN WILBANKS Telephone no ▶ 770-444-0071
3248 WEST PACES FERRY CIR
Located at ▶ SMYRNA GA ZIP+4 ▶ 30080

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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ 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) N/A	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) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))? ☐ 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 N/A	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? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ 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. 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
KAREN C WILBANKS 3428 PACES FERRY CIR	SMYRNA GA 30080	EXEC DIR 40.00	44,000	0	0
RICHARD B FREEMAN 6065 ROSWELL RD SUITE 605	ATLANTA GA 30328	TRUSTEE 1.00	4,000	0	0
ANDREW PERRY 707 WHITLOCK AVE SE SUITE A-42	MARIETTA GA 30064	TRUSTEE 1.00	4,000	0	0
PRESTON HAYES 46 RABBIT LANE	FRANKLIN NC 28734	TRUSTEE 1.00	4,000	0	0

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions 3	
Total Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	13,651,807
b	Average of monthly cash balances	1b	1,166,327
c	Fair market value of all other assets (see instructions)	1c	31,653
d	**Total** (add lines 1a, b, and c)	1d	14,849,787
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	14,849,787
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	222,747
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,627,040
6	**Minimum investment return.** Enter 5% of line 5	6	731,352

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	731,352
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 5,866		
b	Income tax for 2018 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	5,866
3	Distributable amount before adjustments Subtract line 2c from line 1	3	725,486
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	725,486
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	725,486

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	772,047
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	772,047
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	5,866
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	766,181

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					725,486
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only				625,567	
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2018					
a From 2013					
b From 2014					
c From 2015					
d From 2016					
e From 2017					
f **Total** of lines 3a through e					
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 772,047					
a Applied to 2017, but not more than line 2a				625,567	
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2018 distributable amount					146,480
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					579,006
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a					
10 Analysis of line 9					
a Excess from 2014					
b Excess from 2015					
c Excess from 2016					
d Excess from 2017					
e Excess from 2018					

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

N/A

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

N/A

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

KAREN WILBANKS 770-444-0071
3248 PACES FERRY CIR SMYRNA GA 30080

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

SEE STATEMENT 13

c Any submission deadlines

NONE

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

SEE STATEMENT 14

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				
ATLANTA AIDS FUND 191 PEACHTREE STREET NE ATLANTA GA 30303		501(C)(3)	OPERATIONS	3,000
ATLANTA MUSIC PROJECT 883 DILL AVENUE SW ATLANTA GA 30310		501(C)(3)	OPERATIONS	4,170
CALVARY CHILDRENS HOME 1430 LOST MOUNTAIN ROAD POWDER SPRINGS GA 30127		501(C)(3)	OPERATIONS	33,000
CAMP SUNSHINE 1850 CLAIRMONT ROAD DECATUR GA 30033		501(C)(3)	OPERATIONS	5,000
CENTER FOR CHILDREN AND YOUNG ADULT 2221 AUSTELL ROAD SW MARIETTA GA 30008		501(C)(3)	OPERATIONS	7,050
CENTER FOR CIVIC INNOVATION 117 MARTIN LUTHER KING JR ATLANTA GA 30303		501(C)(3)	OPERATIONS	1,300
CHILDRENS RESTORATION NETWORK 11285 ELKINS ROAD ROSWELL GA 30076		501(C)(3)	OPERATIONS	15,000
CHRIS 180 1030 FAYETTEVILLE ROAD ATLANTA GA 30316		501(C)(3)	OPERATIONS	39,675
COMMUNITIES IN SCHOOLS OF MARIETTA 328 ALEXANDER ST SE MARIETTA GA 30060		501(C)(3)	OPERATIONS	5,000
CULTURE LINK INC P.O. BOX 6623 MARIETTA GA 30065		501(C)(3)	OPERATIONS	3,500
Total			▶ 3a	711,657
b Approved for future payment N/A				
Total			▶ 3b	

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*				
LITTLE RIVER ELEMENTARY 3170 TRICKUM ROAD WOODSTOCK GA 30188		501(C)(3)	OPERATIONS	127
MACON TRACS P.O. BOX 101 OTTO NC 28763		501(C)(3)	OPERATIONS	13,000
MAKE A WISH FOUNDATION 1702 EAST HIGHLAND AVE PHOENIX AZ 85016		501(C)(3)	OPERATIONS	1,200
MARIST SCHOOL 3790 ASHFORD DUNWOODY RD ATLANTA GA 30319-1899		501(C)(3)	OPERATIONS	30,000
MOVING IN THE SPIRIT 544 ANGIER AVE NE ATLANTA GA 30308		501(C)(3)	OPERATIONS	15,000
NOBIS WORKS 1480 BELLS FERRY ROAD MARIETTA GA 30066		501(C)(3)	OPERATIONS	25,000
NORTHWEST PRESBYTERIAN CHURCH 4300 NORTHSIDE DRIVE NW ATLANTA GA 30327		501(C)(3)	OPERATIONS	7,000
PRINCESS GRACE FOUNDATION 150 EAST 58TH STREET NEW YORK NY 10155		501(C)(3)	OPERATIONS	4,500
PRODIGAL CHILD MINISTRIES 721 DENMEAD MILL MARIETTA GA 30067		501(C)(3)	OPERATIONS	10,000
REACH 2082 EAST EXCHANGE PLACE TUCKER GA 30084		501(C)(3)	OPERATIONS	7,500
Total			▶ 3a	
b *Approved for future payment* N/A				
Total			▶ 3b	

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*				
RELIANT CHURCH 700 MARS HILL ROAD KENNESAW GA 30152		501(C)(3)	OPERATIONS	4,000
SAFEPATH CHILDRENS ADVOCACY CENTER 736 WHITLOCK AVE NW #600 MARIETTA GA 30064		501(C)(3)	OPERATIONS	15,455
SHADY DALE RODEO 22019 HIGHWAY 83 NORTH SHADY DALE GA 31085		501(C)(3)	OPERATIONS	10,000
STREET GRACE 5995 FINANCIAL DRIVE #180 NORCROSS GA 30071		501(C)(3)	OPERATIONS	15,000
THE HAVEN SHELTER P.O. BOX 1267 WARSAW VA 22572		501(C)(3)	OPERATIONS	1,000
THE LEDWIN LEWIS FREE CLINIC P.O. BOX 2313 TAPPAHANNOCK VA 22560		501(C)(3)	OPERATIONS	1,000
UNIVERSITY OF VIRGINIA LAW SCHOOL 580 MASSIE ROAD CHARLOTTESVILLE VA 22903		501(C)(3)	OPERATIONS	1,000
WATOTO TRUST INC. 945 MANCHESTER PLACE NW ATLANTA GA 30328		501(C)(3)	OPERATIONS	25,000
YOUTH SPARK 395 PRYOR STREET SW ATLANTA GA 30312		501(C)(3)	OPERATIONS	72,500
Total			▶ 3a	
b *Approved for future payment* N/A				
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 WILLIAMSBURG VILLAGE LP	531120	284			
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	25,301	
4 Dividends and interest from securities			14	256,352	
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			15	382	
8 Gain or (loss) from sales of assets other than inventory			18	456,513	
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)	-	284		738,548	0

13 Total. Add line 12, columns (b), (d), and (e) 13 738,832

(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)
N/A	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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
N/A		

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

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

Karen C. Wilbanks | 11/12/2019 | EXEC DIR

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
W. BARRY HENRY	W. Barry Henry CPA	11/8/19	
Firm's name ▶ SMITH, ADCOCK AND COMPANY LLP		PTIN	P00194977
Firm's address ▶ 90 W WIEUCA RD. SUITE 100		Firm's EIN ▶	58-0979080
ATLANTA, GA 30342		Phone no	404-252-2208

Capital Gains and Losses for Tax on Investment Income

Form 990-PF — 2018

For calendar year 2018, or tax year beginning , and ending

Name: ROBERT & POLLY DUNN FOUNDATION INC

Employer Identification Number: 58-1671255

	(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)	SEE ATTACHED -RAYMOND JAMES 138	P		
(2)	SEE ATTACHED - RAYMOND JAMES 231	P		
(3)	SEE ATTACHED - RAYMOND JAMES 231	P		
(4)	SEE ATTACHED - RAYMOND JAMES 544	P		
(5)	SEE ATTACHED - RAYMOND JAMES 544	P		
(6)	SEE ATTACHED - RAYMOND JAMES 594	P		
(7)	SEE ATTACHED - RAYMOND JAMES 849	P		
(8)	SEE ATTACHED - RAYMOND JAMES 849	P		
(9)	SEE ATTACHED - RAYMOND JAMES 939	P		
(10)	RAYMOND JAMES 544			
(11)	WILLIAMSBURG VILLAGE LP			
(12)	ALLIANCE RESOURCE PARTNERS			
(13)				
(14)				
(15)				

	(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)
(1)	417,697		419,396	-1,699
(2)	58,732		48,273	10,459
(3)	72,075		60,217	11,858
(4)	119,525		144,090	-24,565
(5)	189,189		171,983	17,206
(6)	220,423		192,501	27,922
(7)	3,967,830		3,990,228	-22,398
(8)	1,877,560		1,638,056	239,504
(9)	149,298		94,626	54,672
(10)	220			220
(11)	143,464			143,464
(12)	-130			-130
(13)				
(14)				
(15)				

	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	
(1)				-1,699
(2)				10,459
(3)				11,858
(4)				-24,565
(5)				17,206
(6)				27,922
(7)				-22,398
(8)				239,504
(9)				54,672
(10)				220
(11)				143,464
(12)				-130
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	$ 382	$ 382	$ 382
WILLIAMSBURG VILLAGE LP	284		284
TOTAL	$ 666	$ 382	$ 666

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT LEGAL FEES	$ 2,908	$ 1,454	$	$ 1,454
TOTAL	$ 2,908	$ 1,454	$ 0	$ 1,454

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	$ 5,239	$ 2,620	$	$ 2,619
TOTAL	$ 5,239	$ 2,620	$ 0	$ 2,619

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MANAGEMENT FEES	$ 97,484	$ 97,484	$	$
EXECUTIVE DIRECTOR FEE	7,141	7,141		
TOTAL	$ 104,625	$ 104,625	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	$ 4,468	$ 4,468	$	$
990-PF TAXES	22,032	22,032		
OTHER TAXES	495	495		
TOTAL	$ 26,995	$ 26,995	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Description: Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
FURNITURE							
7/31/03	$ 1,356	$ 1,356	200DB	7	$	$	$
COMPUTERS/SOFTWARE							
4/30/99	4,508	4,508	200DB	5			
COMPUTER							
9/09/00	997	997	200DB	5			
PRINTER							
3/04/02	189	189	200DB	5			
DELL LAPTOP COMPUTER							
5/20/02	1,218	1,218	200DB	5			
DELL LAPTOP COMPUTER							
7/09/05	2,221	2,221	200DB	5			
COMPUTER							
5/15/11	1,564	1,564	200DB	5			
TOTAL	$ 12,053	$ 12,053			$ 0	$ 0	$ 0

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
OFFICE EXPENSE	466			466
POSTAGE	291			291
TELEPHONE	1,126			1,126
UTILITIES	964			964
MISCELLANEOUS	3,794			3,794
INVESTMENT DEPRECIATION	377	377		
TOTAL	$ 7,018	$ 377	$ 0	$ 6,641

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SECURITIES	$ 4,464,708	$ 4,580,256	COST	$ 6,011,640
TOTAL	$ 4,464,708	$ 4,580,256		$ 6,011,640

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US TRUST	$ 910,799	$ 715,032	COST	$ 734,753
TOTAL	$ 910,799	$ 715,032		$ 734,753

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TRUSCO	$ 6,252,811	$ 6,375,467	COST	$ 6,012,368
TOTAL	$ 6,252,811	$ 6,375,467		$ 6,012,368

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
EQUIPMENT	$	$ 12,053	$ 12,053	$
TOTAL	$ 0	$ 12,053	$ 12,053	$ 0

Federal Statements

Statement 12 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
1.8% INTEREST - WILLIAMSBURG VILLAGE	$ 31,602	$ 31,653	$ 31,653
TOTAL	$ 31,602	$ 31,653	$ 31,653

Statement 13 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER OF REQUEST AND COPY OF IRS DETERMINATION LETTER OF TAX EXEMPT STATUS.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Statement 14 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

RESTRICTED TO THE SOUTHEASTERN UNITED STATES WITH AN EMPHASIS ON METROPOLITAN ATLANTA, GA