

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 , 2018, and ending , 20

Name of foundation **LOUIS R. DRAUGHON FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) **REGIONS BANK, TRUST DEPT. P O BOX 11647**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code **BIRMINGHAM, AL 35202**

A Employer identification number
62-1147685

B Telephone number (see instructions)
205-420-7753

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 ☐

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 **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **5,605,998.**

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

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	140,971.	139,921.		STMT 1
5a	Gross rents	14,400.	14,400.		
b	Net rental income or (loss) -19,507.				
6a	Net gain or (loss) from sale of assets not on line 10	150,579.			
b	Gross sales price for all assets on line 6a 1,348,202.				
7	Capital gain net income (from Part IV, line 2) .		150,579.		
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)	-3,023.	-3,056.		STMT 2
12	Total. Add lines 1 through 11	302,927.	301,844.		
13	Compensation of officers, directors, trustees, etc. . .	10,000.	NONE		10,000.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3.	3,550.	NONE	NONE	3,550.
c	Other professional fees (attach schedule) STMT 4.	65,725.	65,725.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5.	15,088.	3,059.		
19	Depreciation (attach schedule) and depletion .	1,244.			
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 6.	35,959.	35,939.		20.
24	Total operating and administrative expenses. Add lines 13 through 23.	131,566.	104,723.	NONE	13,570.
25	Contributions, gifts, grants paid	320,860.			320,860.
26	Total expenses and disbursements. Add lines 24 and 25	452,426.	104,723.	NONE	334,430.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-149,499.			
b	Net investment income (if negative, enter -0-)		197,121.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	423.	79,511.	77,431.
	2	Savings and temporary cash investments	135,384.	119,478.	119,478.
	3	Accounts receivable ▶ 17,253.			
		Less: allowance for doubtful accounts ▶		17,253.	17,253.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)	166,283.		
	b	Investments - corporate stock (attach schedule)	1,696,625.		
	c	Investments - corporate bonds (attach schedule)	651,149.		
	11	Investments - land, buildings, and equipment basis ▶ 125,921.			STMT 23
Liabilities		Less: accumulated depreciation (attach schedule) ▶ 30,943.	96,222.	94,978.	820,500.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	2,118,259.	4,405,055.	4,571,336.
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,864,345.	4,716,275.	5,605,998.
	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)		NONE	
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	4,864,345.	4,716,275.	
	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)	4,864,345.	4,716,275.	
	31	Total liabilities and net assets/fund balances (see instructions)	4,864,345.	4,716,275.	

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	4,864,345.
2	Enter amount from Part I, line 27a	2	-149,499.
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJ	3	8,086.
4	Add lines 1, 2, and 3	4	4,722,932.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 39	5	6,657.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,716,275.

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)
1 a PUBLICLY TRADED SECURITIES					
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 1,348,202.		1,197,623.	150,579.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			150,579.		
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	150,579.	
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 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	341,100.	6,275,548.	0.054354
2016	339,099.	6,098,964.	0.055599
2015	322,520.	6,350,678.	0.050785
2014	361,350.	6,441,059.	0.056101
2013	423,378.	6,428,883.	0.065856
2 Total of line 1, column (d)			2 0.282695
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 0.056539
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 6,252,477.
5 Multiply line 4 by line 3.			5 353,509.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,971.
7 Add lines 5 and 6			7 355,480.
8 Enter qualifying distributions from Part XII, line 4 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.			8 334,430.

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	3,942.
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	NONE
3 Add lines 1 and 2		3	3,942.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,942.
6 Credits/Payments.			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	6,016.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	3,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,016.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,074.	
11 Enter the amount of line 10 to be credited to 2019 estimated tax ☐ 3,944. Refunded ☐ 1,130.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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 General Instruction T		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?	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	X	
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 General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ REGIONS BANK TRUST DEPT Telephone no ▶ (251) 690-1024 Located at ▶ 201 MILAN PARKWAY, BIRMINGHAM, AL ZIP+4 ▶ 35211		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ 15		
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		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		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?		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 ▶ , , ,		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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

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? . . . **STMT. 40** . . . ☐ 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?
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?

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

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
JAMES E WILLHITE	PRES/DIR			
116 PLEASANT HILL DR, SPRINGFIELD, TN 37075	1	2,500	-0-	-0-
DR JOE JACKSON	COMMITTEE MEMBER			
125 N. COUNTRY CLUB DR, HENDERSONVILLE, TN 37237	1	2,500.	-0-	-0-
JEROME ELLIS	DIRECTOR			
113 BLACK PATCH DRIVE, SPRINGFIELD, TN 37172	1	2,500.	-0-	-0-
SUSAN D OWENS	COMMITTEE MEMBER			
4115 LAHR ROAD, SPRINGFIELD, TN 37172	1	2,500.	-0-	-0-

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

[illegible]

Total number of other employees paid over \$50,000	NONE
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3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	NONE
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Expenses

Part IX-B **Summary of Program-Related Investments** (see instructions)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	6,347,692.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,347,692.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	6,347,692.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	95,215.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,252,477.
6	Minimum investment return. Enter 5% of line 5	6	312,624.

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	312,624.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	3,942.
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b.	2c	3,942.
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	308,682.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	308,682.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	308,682.

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	334,430.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	334,430.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	334,430.

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				308,682.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2018.				
a From 2013	118,188.			
b From 2014	41,559.			
c From 2015	6,597.			
d From 2016	38,103.			
e From 2017	33,336.			
f Total of lines 3a through e	237,783.			
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$ 334,430.				
a Applied to 2017, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount				308,682.
e Remaining amount distributed out of corpus . .	25,748.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	263,531.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				NONE
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	118,188.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	145,343.			
10 Analysis of line 9				
a Excess from 2014 . . .	41,559.			
b Excess from 2015 . . .	6,597.			
c Excess from 2016 . . .	38,103.			
d Excess from 2017 . . .	33,336.			
e Excess from 2018 . . .	25,748.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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(1)(3) or

4942(1)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

Tax year

Prior 3 years

(a) 2018

(b) 2017

(c) 2016

(d) 2015

(e) Total

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.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 48				320,860.
Total			▶ 3a	320,860.
b Approved for future payment				
Total			▶ 3b	

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

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


Signature of officer or trustee

Date _____

Title _____

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

SHAWN P. HANLON

Preparer's signature

[Handwritten signature] C. PA

Date

11/04/2019

Check ☒ if self-employed

PTIN	
------	--

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's address ► 600 GRANT STREET

PITTSBURGH, PA

15219

Phone no

412-355-6000

Form 990-PF (2018)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DIVIDENDS	79,586.	79,586.
INTEREST	59,388.	59,388.
INTEREST FROM PASS THROUGHs	947.	947.
RETURN OF CAPITAL	1,050.	
	-----	-----
TOTAL	140,971.	139,921.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME FROM PASSTHROUGHS	-3,056.	-3,056.
CLASS ACTION SETTLEMENTS	33.	
	-----	-----
TOTALS	-3,023.	-3,056.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEES	3,550.			3,550.
TOTALS	3,550.	NONE	NONE	3,550.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
REGIONS BANK AGENT FEES	65,725.	65,725.
	-----	-----
TOTALS	65,725.	65,725.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,788.	1,788.
FEDERAL TAX PAYMENT - PRIOR YE	6,013.	
FEDERAL ESTIMATES - PRINCIPAL	6,016.	
FOREIGN TAXES ON QUALIFIED FOR	1,130.	1,130.
FOREIGN TAXES ON NONQUALIFIED	141.	141.
	-----	-----
TOTALS	15,088.	3,059.
	=====	=====

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION

"UNITED STATES TREASURY DTD
"UNITED STATES TREASURY DTD
"UNITED STATES TREASURY DTD

TOTALS

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION

ABAXIS, INC.
ABBVIE INC
ACTIVISION BLIZZARD INC
ADOBE SYSTEMS INC
AGILENT TECHNOLOGIES INC
AIA GROUP LTD. SP ADR
AIRBUS SE -UNSP ADR
AKAMAI TECHNOLOGIES INC
ALBEMARLE CORP
ALEXION PHARMACEUTICALS INC
"ALIBABA GROUP HOLDING LTD
ALLEGHENY TECHNOLOGIES INC
ALPHABET INC CA-CL A
ALPHABET INC CA-CL C
AMAZON.COM INC
AMERICAN TOWER CORPORATION CL
AMERISOURCEBERGEN CORP
AMPHENOL CORP CL A
ANSYS INC
APTARGROUP INC
"AQR MANAGED FUTURES STRATEGY
ARTISAN PARTNERS ASSET MGMT
ASPEN TECHNOLOGY INC
AUTODESK INC
AUTOHOME INC ADR
BAIDU, INC. ADR
"BANCO BILBAO VIZCAYA ARGENTA
BANCO LATINO AMERICANO DE COM
"BAYER A G SPONSORED ADRS ONE

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

BB&T CORP
"BHP BILLITON LTD SPONSORED AD
BIO-RAD LABORATORIES INC CL A
BLACK KNIGHT FINANCIAL CLASS A
BOEING CO
BOK FINANCIAL CORPORATION
BORG WARNER INC
BOSTON PROPERTIES INC
"BP PLC SPONSORED ADR ONE ADR
"BRITISH AMERN TOB PLC SPONSOR
C H ROBINSON WORLDWIDE INC
CABOT CORP
CALAMOS MARKET NEU INC FD-I
CANADIAN NATIONAL RAILWAY
CARDINAL HEALTH INC
CATERPILLAR INC
CBRE GROUP INC
CDW CORP/DE
CHEVRON CORP
CHINA BIOLOGIC PRODUCTS INC
CHUBB LIMITED
CIMAREX ENERGY CO
CISCO SYSTEMS INC
"COGNIZANT TECHNOLOGY SOLUTION
CONOCOPHILLIPS
CONTINENTAL AG SPONSORED ADR
CONTINENTAL RESOURCES INC OK
COPART INC
CORE LABORATORIES N V

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

COSTCO WHOLESALE CORP
CR BARD INC
"CREDICORP LTD TIRES & RUBBER
"CRH PLC SPONSORED ADR ONE ADR
CSL LIMITED -SPONSORED ADR
CSX CORP
CUMMINS INC
DANAHER CORP DEL
DANSKE BANK A/S - SPON ADR
DARDEN RESTAURANTS INC
DAVITA INC
DENTSPLY SIRONA INC
DEXCOM INC
DONALDSON INC
DOVER CORP
DR REDDYS LABS LTD
DRIEHAUS ACTIVE INCOME FUND
DRIL-QUIP INC
EAST JAPAN RAILWAY CO - ADR
EASTMAN CHEMICAL CO
"EATON CORP PLC ISIN:
EATON VANCE CORP COM NON VTG
ECHOSTAR CORPORATION
ECOLAB INC
ELBIT SYSTEMS LTD
ELI LILLY & CO
EXELON CORP
EXPERIAN GROUP LTD - SPON ADR
EXPONET INC

FORM 990PF, PART II - CORPORATE STOCK

[illegible]

DESCRIPTION

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"FEDERAL NATL MTG ASSN POOL
FIDELITY NATIONAL FINANCIAL
FLEETCOR TECHNOLOGIES INC
FORD MOTOR COMPANY COM PAR \$0.
FORTIVE CORPORATION
FOX FACTORY HOLDING CORP
GATX CORP
GENERAL DYNAMICS CORP
GENPACT LIMITED
GLOBAL PMTS INC

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

GRACO INC
"GRUPO FINANCIERO BANORTE -SPO
HANG LUNG PROPERTIES - SP ADR
HARRIS CORP
HEALTHSOUTH CORP
HELMERICH & PAYNE INC
HENKEL KGAA - SPONS ADR PFD
HENRY JACK & ASSOC INC
HFF INC -CLASS A
"HONDA MOTOR CO LTD SPONS ADR
HOYA CORP
IBM CORP
ICICI BANK LIMITED
"INFOSYS LIMITED SPON ADR 1/4
"ING GROEP N V SPONSORED ADR O
INTERCONTINENTALEXCHANGE
INTUIT INC
INTUITIVE SURGICAL INC
INVESCO LTD
ITAU UNIBANCO HOLDING, S.A - A
J P MORGAN CHASE & CO
"JAPAN TOBACCO INC UNSPONSORED
JOHNSON & JOHNSON
KEYCORP
KEYSIGHT TECHNOLOGIES INC
KOC HOLDING AS UNSPON ADR
"KONINKLIJKE PHILIPS N.V. SP A
"KONINLIJKE DSM NV SPONSORED O
"KOREA ELECTRIC POWER CORP

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

L BRANDS INC.
L.G. DISPLAY COMPANY LTD ADR
"LABORATORY CORP OF AMERICA C
LAUDER ESTEE COS INC CL A
LINDE AG - SPONSORED ADR
LUKOIL PJSC-SPON ADR
"LVMH MOET HENNESSY LOUIS VUIT
"LYONDELLBASELL INDUSTRIES - C
M & T BK CORP
MAINGATE MLP FUND
MARKETAXESS HOLDINGS INC
MASCO CORP
MATTEL INC
MEAD JOHNSON NUTRITION COMPANY
MEDNAX, INC MEDNAX
METLIFE INC
MICHELIN (CGDE) -UNSPON ADR
MICROSOFT CORP
MORGAN STANLEY GROUP INC
MOSAIC CO - WI
MUENCHENER RUECK - UNSPON ADR
NETEASE, INC. ADR
NEWFIELD EXPL CO
"NISSAN MOTOR CO LTD SPONSORED
"NOMURA HLDGS INC ADR ONE ADR
NORDEA BANK SPONSORED ADR
NVR INC
NXP SEMICONDUCTORS NV
OCCIDENTAL PETE CORP

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION

OLD DOMINION FGHT LINES INC
PACKAGING CORP OF AMERICA
PANDORA A/S - ADR
PAYPAL HOLDINGS INC W/I
PEPSICO INC
PHILLIPS 66
PING AN INSURANCE ADR
POLARIS INDS INC
POOL CORPORATION
POTASH CORP OF SASKATCHEWAN
PRICESMART INC
PRIMERICA INC
PROCTER & GAMBLE CO
PROGRESSIVE CORP OHIO
PRUDENTIAL HIGH YIELD FUND CL
"PT ASTRA INTERNATIONAL TBK -U
QUALCOMM INC
RAKUTEN INC ADR
RAYMOND JAMES FINL INC
RBC BEARINGS INC.
REINSURANCE GROUP OF AMERICA
RELX NV - SPON ADR
RENAISSANCE RE HLDGS LTD
REPUBLIC SVCS INC CL A
RLI CORP
"ROCHE HOLDINGS LTD SPONSORED
ROPER TECHNOLOGIES INC
ROYAL BANK OF CANADA
ROYAL DUTCH SHELL PLC-ADR

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

RYOHIN KEIKAKU CO LTD UNSP ADR
SAFRAN SA -UNSPN ADR
SALESFORCE.COM INC
SAMPO OYJ - A SHS-UNSP ADR
SBA COMMUNICATIONS CORP
SCHLUMBERGER LTD
SCOTT'S MIRACLE-GRO CO - CL A
SEALED AIR CORP
"SHIRE PLC SPONSORED ADR ONE A
SHUTTERSTOCK INC.
SMITH & NEPHEW P L C
SMITH (A.O.) CORP
SNAP ON INC
SODEXHO -SPONSORED ADR
"SOFTBANK GROUP CORPORATION -
STANLEY BLACK & DECKER INC.
STARBUCKS CORP
STIFEL FINL CORP
SUNCOR ENERGY INC
SWAN DEFINED RISK FUND
SYNCHRONY FINANCIAL
SYNOPSYS INC
"TAIWAN SEMICONDUCTOR MFG LTD
TARGET CORP
"TATA MOTORS LTD SPONSORED AD
"TDK CORP ONE ADR REPRESENTS
"TE CONNECTIVITY LTD SEDOL
TECHTRONIC INDUSTRIES COMPANY
TELEDYNE TECHNOLOGIES INC

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION

"TELEKOMUNIKASI INDONESIA PT
TEMPLETON GLOBAL BOND FUND ADV
"TENCENT HOLDINGS LTD UNSPONSO
TEXAS INSTRUMENTS INC
TJX COS INC
TOKIO MARINE HOLDINGS - ADR
TORO CO
"TOTAL S A SPONSORED ADR ONE
TOTAL SYS SVCS INC
TRIPADVISOR INC. - W/I
UNDER ARMOUR INC CLASS A
UNDER ARMOUR INC CLASS C
"UNILEVER N V N Y SHS NEW ONE
UNION PAC CORP
US BANCORP DEL
VALERO ENERGY CORP
"VANGUARD FTSE EMERGING MARKET
VERIZON COMMUNICATIONS
VISA INC - CLASS A SHRS
VWR CORP
WABCO HOLDINGS INC
WABTEC
WAL MART STORES INC
WEC ENERGY GROUP INC
"WILLIAM BLAIR MACRO ALLOCATIO
WOODWARD INC
XILINX INC
D R HORTON INC

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

TOTALS

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION

"AMERICAN EXPRESS CREDIT CORP
"AMGEN INC CALLABLE DTD
"ANHEUSER-BUSCH INBEV FIN DTD
"APPLE INC DTD 05/03/2013 1%
"ASTRAZENECA PLC DTD 11/16/201
"AT&T INC CALLABLE DTD 05/04/2
"AT&T INC DTD 05/13/08 5.6%
"BANK OF AMERICA CORP DTD
"BANK OF MONTREAL SERIES: MTN
"CA INC DTD 11/13/09 5.375%
"CATERPILLAR INC DTD 12/05/08
"CHEVRON CORP DTD 11/17/2015
"CISCO SYSTEMS INC CALLABLE DT
"CISCO SYSTEMS INC DTD 02/29/2
"CITIGROUP INC DTD 10/26/2015
"COMCAST CORP DTD 06/18/09 5.7
"DEUTSCHE BANK AG DTD 02/13/20
"FIFTH THIRD BANK CALLABLE DTD
"FORD MOTOR CREDIT DTD 06/06/2
"GENERAL ELECTRIC CAPITAL CORP
"GILEAD SCIENCES INC CALLABLE
"GLAXOSMITHKLINE CAP PLC CALLA
"GOLDMAN SACHS GROUP INC DTD
"IBM CORP DTD 02/19/2016 3.45%
"INTEL CORP DTD 09/19/2011 3.3
"J P MORGAN CHASE & CO DTD
"JOHN DEERE CAPITAL CORP SERIE
"KROGER CO/THE CALLABLE DTD
"LOCKHEED MARTIN CORP CALLABLE

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION

"MARATHON OIL CORP CALLABLE DT
"MERRILL LYNCH & CO INC SERIES
"MOLSON COORS BREWING CO DTD
"MORGAN STANLEY DTD 10/23/2014
"MORGAN STANLEY SERIES: MTN DT
"ORACLE CORPORATION DTD 04/09/
"PEPSICO INC SERIES: 1 DTD
"PRUDENTIAL FINANCIAL DTD
"ROYAL BANK OF CANADA DTD
"SHELL INTL FIN DTD 05/10/2016
"SUNTRUST BKS INC CALLABLE DTD
"TARGET CORP CALLABLE 5.375%
"TEVA PHARMACEUTICALS NE DTD
"TORONTO-DOMINION BANK SERIES
"TOYOTA MOTOR CREDIT CORP SERI
"UNITED HEALTH GROUP INC DTD
"VALERO ENERGY CORP CALLABLE
"VERIZON COMMUNICATIONS DTD
"WACHOVIA CORP DTD 06/08/07 5.
"WAL MART STORES INC DTD
"WALGREENS BOOTS ALLIANCE
"WELLS FARGO & COMPANY DTD
FREDDIE MAC GOLD POOL FG G0593
FREDDIE MAC GOLD POOL FG G0540
FREDDIE MAC GOLD POOL FG G0550
FREDDIE MAC GOLD POOL FG G1449
FREDDIE MAC GOLD POOL FG G0863
FREDDIE MAC GOLD POOL FG G0868
FREDDIE MAC GOLD POOL FG G0869

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION

FREDDIE MAC GOLD POOL FG G1853	
FREDDIE MAC GOLD POOL FG G1855	
FREDDIE MAC GOLD POOL FG J1805	
FREDDIE MAC GOLD POOL FG J1750	
FREDDIE MAC GOLD POOL FG A9062	
FREDDIE MAC GOLD POOL FG A9514	
FREDDIE MAC GOLD POOL FG A1280	
FREDDIE MAC GOLD POOL FG G6008	
FANNIE MAE POOL FN AH5575 4% 0	
FANNIE MAE POOL FN AH6827 4% 0	
FANNIE MAE POOL FN AJ7715 3% 0	
FANNIE MAE POOL FN AL0393 4.5%	
FANNIE MAE POOL FN AL0442 5.5%	
FANNIE MAE POOL FN AQ0546 3.5%	
FANNIE MAE POOL FN AS6191 3.5%	
FANNIE MAE POOL FN AT2062 2.5%	
FANNIE MAE POOL FN AT2720 3% 0	
FANNIE MAE POOL FN AU3735 3% 0	
FANNIE MAE POOL FN 725424 5.5%	
FANNIE MAE POOL FN 725598 5.5%	
FANNIE MAE POOL FN 735580 5% 0	
FANNIE MAE POOL FN 739821 5% 0	
FANNIE MAE POOL FN 745079 5% 0	
FANNIE MAE POOL FN 847931 5% 0	
FANNIE MAE POOL FN 852029 6% 0	
FANNIE MAE POOL FN 888021 6% 0	
FANNIE MAE POOL FN 888029 6% 0	
FANNIE MAE POOL FN 888677 5.5%	
FANNIE MAE POOL FN 928205 6% 0	

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION

FANNIE MAE	POOL	FN	931675	5.5%
FANNIE MAE	POOL	FN	938134	6% 0
FANNIE MAE	POOL	FN	959596	6% 0
FANNIE MAE	POOL	FN	AA4584	4.5%
FANNIE MAE	POOL	FN	AA7236	4% 0
FANNIE MAE	POOL	FN	MA1062	3% 0
FANNIE MAE	POOL	FN	AD0963	5.5%
FANNIE MAE	POOL	FN	AD6432	4.5%
FANNIE MAE	POOL	FN	AE0981	3.5%
FANNIE MAE	POOL	FN	AE3066	3.5%

TOTALS

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
AMSOUTH TIMBER CO TE LLC	C		
ABB LTD ADR EACH REPR 1 CHF2.5	C		
ACCENTURE PLC	C		
ADVISERS INVT TR JOHCM INTL SL	C		
AMGEN INC	C		
ANHEUSER-BUSCH INBEV NV	C		
AO SMITH CORP	C		
AON PLC COM USD0.01 CL A	C		
APPLE INC 2.1% 12 SEP 2022	C		
APPLE INC 2.3% 11 MAY 2022	C		
ARROW ELECTRONICS INC	C		
ASSTEAD GROUP PLC	C		
ASSA ABLOY AB	C		
ASTRAZENECA ADR EACH REP 1 ORD	C		
BANCA MEDIOLANUM SPA	C		
BANK OF AMERICA CORP 6.875% 25	C		
BARON EMERGING MARKETS FUND	C		
BIOGEN INC 2.9% 15 SEP 2020	C		
BWX TECHNOLOGIES INC	C		
CAPITAL ONE FINANCIAL CORP 2.5	C		
CARLSBERG A/S	C		
CCH I LLC - CLASS A	C		
CIE FINANCIERE RICHEMONT SA	C		
CIE GENERALE DES ETABLISSEMENT	C		
CISCO SYSTEMS INC 1.6% 28 FEB	C		
COMPASS GROUP PLC SPON ADR EAC	C		
CONVATEC GROUP PLC	C		
DAIWA HOUSE INDUSTRY CO LTD	C		
DBS GROUP HOLDINGS LTD	C		

LOUIS R. DRAUGHON FOUNDATION

62-1147685

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
DEUTSCHE BANK AG/LONDON 1.875%	C		
DEUTSCHE POST AG	C		
EDWARDS LIFESCIENCES CORP	C		
ELECTRONIC ARTS INC	C		
ESTEE LAUDER COS INC/THE	C		
FANUC CORP	C		
FEDERAL HOME LOAN MORTGAGE COR	C		
FERGUSON PLC SPONSORED ADR	C		
FNF GROUP	C		
FRESENIUS SE & CO KGAA	C		
GILEAD SCIENCES INC	C		
HP INC	C		
INFORMA PLC	C		
INTEL CORP	C		
ISHARES CORE S&P 500 ETF	C		
JABIL CIRCUIT INC	C		
JACK HENRY & ASSOCIATES INC	C		
JPMORGAN CHASE & CO VARIABLE 3	C		
KAO CORP SPONS ADR EACH REPR 1	C		
KBC GROEP NV	C		
KDDI CORP	C		
KOMATSU LTD	C		
MAKITA CORP	C		
MANHATTAN ASSOCIATES INC	C		
MEDTRONIC PLC	C		
MORGAN STANLEY 2.75% 19 MAY 20	C		
NIELSEN HOLDINGS PLC	C		
NOVARTIS AG ADR-EACH REPR 1 CH	C		
NOVO NORDISK A/S	C		

LOUIS R. DRAUGHON FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
PHILIPS ELECTRONICS(KONINKLIJK	C		
PRICELINE GROUP INC/THE	C		
PRUDENTIAL PLC	C		
RED ELECTRICA CORP SA	C		
RYANAIR HOLDINGS PLC	C		
SAP AG SPON ADR EACH REP 1 ORD	C		
SONY CORP ADR-EACH CNV INTO 1	C		
STATOIL ASA SPON ADR EACH REP	C		
SUMITOMO MITSUI FINANCIAL GROU	C		
TAPESTRY INC COM	C		
TELENOR ASA	C		
THERMO FISHER SCIENTIFIC INC	C		
TOKYO ELECTRON LTD	C		
TORONTO-DOMINION BANK/THE 2.62	C		
UNITED STATES TREASURY NOTE/BO	C		
UNITED STATES TREASURY NOTE/BO	C		
UNITED STATES TREASURY NOTE/BO	C		
VALEO SA	C		
VINCI SA	C		
WELLS FARGO & CO 4.65% 04 NOV	C		
WOLTERS KLUWER NV	C		
ZOETIS INC	C		
518439104 ESTEE LAUDER COMPANI	C	6,447.	9,107.
57060D108 MARKETAXESS HLDGS IN	C	4,783.	9,298.
59022CAJ2 MERRILL LYNCH & CO I	C	9,292.	9,891.
60871R209 MOLSON COORS BREWING	C	4,972.	4,212.
68389XBR5 ORACLE CORP 2.625% 1	C	9,975.	9,753.
780259206 ROYAL DUTCH SHELL PL	C	8,109.	9,556.
833034101 SNAP ON INC	C	3,993.	4,940.

LOUIS R. DRAUGHON FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
876030107 TAPESTRY INC	C	8,156.	6,379.
879360105 TELEDYNE TECHNOLOGIE	C	7,191.	16,980.
10373QAB6 BP CAP MARKETS AMERI	C	10,010.	10,048.
128119880 CALAMOS MARKET NEU I	C	193,972.	186,856.
14040HBP9 CAPITAL ONE FINANCIA	C	9,998.	9,871.
17275R102 CISCO SYS INC	C	6,452.	11,526.
17275RBL5 CISCO SYSTEMS INC 2.	C	10,948.	10,254.
172967424 CITIGROUP INC	C	6,566.	4,790.
235851102 DANAHER CORP COMMON	C	7,472.	10,209.
24906P109 DENTSPLY SIRONA INC	C	3,169.	2,195.
262037104 DRIL-QUIP INC	C	10,348.	5,946.
28176E108 EDWARDS LIFESCIENCES	C	4,671.	7,812.
285512109 ELECTRONIC ARTS	C	12,441.	8,759.
29446M102 EQUINOR ASA-SPON ADR	C	2,835.	3,430.
3128PXKV7 FHLMC GOLD J17508	C	8,986.	8,736.
3138X3EH1 FNMA POOL 0AU3735	C	11,608.	11,413.
31408HSS5 FN 852029 6% 01 JAN	C	946.	1,012.
31412LGN4 FN 928205 6% 01 APR	C	2,058.	2,163.
31412XV35 FN 938134 6% 01 JUL	C	1,042.	1,130.
31418UEE0 FNMA POOL 0AD6432	C	3,084.	3,130.
369604103 GENERAL ELECTRIC CO	C		2,180.
40418F108 HFF INC	C	7,329.	8,655.
40434L105 H P INC	C	5,210.	6,036.
44932HAM5 IBM CREDIT LLC 3.6%	C	9,999.	10,090.
459200JG7 I B M CORP	C	9,996.	9,726.
46637K265 JPMORGAN HEDGED EQUI	C	191,253.	186,578.
50540R409 LABORATORY CORP AMER	C	2,839.	3,033.
521865204 LEAR CORP W/I	C	1,717.	1,720.
55261F104 M & T BK CORP	C	6,519.	8,874.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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65558R109 NORDEA BK ABP SPONSO	C	8,597.	6,006.
679580100 OLD DOMINION FGHT LI	C	8,578.	13,954.
74432QBP9 PRUDENTIAL FINANCIAL	C	10,202.	10,229.
759351604 REINSURANCE GROUP AM	C	2,567.	4,768.
76657Y101 RIGHTMOVE PLC-UNSP A	C	16,290.	13,156.
776696106 ROPER INDS INC NEW	C	7,419.	11,194.
824348106 SHERWIN-WILLIAMS COM	C	10,264.	10,230.
867224107 SUNCOR ENERGY INC	C	8,474.	7,048.
87236YAH1 TD AMERITRADE HOLDIN	C	9,978.	10,169.
87944W105 TELENOR ASA	C	6,018.	6,973.
912828R36 U S TREASURY NOTE	C	20,724.	20,544.
001317205 AIA GROUP LTD	C	3,972.	3,781.
00287Y109 ABBVIE INC	C	4,262.	6,085.
00373L102 ABN AMRO GROUP NV-UN	C	6,116.	4,981.
037833CQ1 APPLE INC 2.3% 11 MA	C	9,982.	9,759.
052769106 AUTODESK INC COM	C	11,667.	16,462.
11282X103 BROOKFIELD PROPERTY	C	1,909.	1,691.
12514G108 C D W CORP/DE	C	8,136.	16,129.
127055101 CABOT CORPORATION CO	C	1,822.	1,718.
172908105 CINTAS CORP	C	9,309.	8,735.
20825C104 CONOCOPHILLIPS	C	1,806.	2,806.
22160K105 COSTCO WHSL CORP NEW	C	6,811.	9,574.
24422ESS9 JOHN DEERE CAPITAL C	C	10,044.	9,943.
257651109 DONALDSON CO INC COM	C	3,180.	5,163.
258620509 DOUBLELINE EMG MKTS	C	58,516.	55,775.
3128MWTk9 FG G18553 2.5% 01 MA	C	1,749.	1,702.
31296MDN6 FG A12809 4.5% 01 AU	C	1,652.	1,592.
3135G0K36 FED NATL MTG ASSN	C	10,158.	10,478.
3138EGNK6 FNMA POOL AL0393	C	3,780.	3,842.

LOUIS R. DRAUGHON FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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3138WPJG0 FNMA POOL # AT2062	C	10,001.	9,859.
31402DDB3 FEDERAL NAT'L MTGE A	C	1,088.	1,183.
31402RFV6 FNMA POOL 735580	C	4,712.	4,815.
31402V4E7 FEDERAL NAT'L MTGE A	C	9,328.	9,352.
31416RBE2 FNMA POOL AA7236	C	3,966.	3,967.
31620R303 FNF GROUP	C	2,247.	2,830.
37940X102 GLOBAL PMTS INC	C	1,902.	6,600.
466313103 JABIL CIRCUIT INC	C	3,634.	3,124.
674599105 OCCIDENTAL PETROLEUM	C	9,738.	8,409.
743315103 PROGRESSIVE CORP OHI	C	2,383.	5,430.
743606105 PROSPERITY BANCSHARE	C	6,467.	5,856.
74440Y801 PRUDENTIAL HIGH YIEL	C	108,545.	109,647.
783513203 RYANAIR HOLDINGS PLC	C	7,309.	4,922.
78410G104 SBA COMMUNICATIONS C	C	6,911.	11,656.
85771PAN2 STATOIL ASA	C	10,131.	10,186.
860630102 STIFEL FINANCIAL COR	C	2,758.	2,858.
872540109 TJX COS INC NEW	C	12,599.	14,764.
880208400 TEMPLETON GLOBAL BD	C	55,467.	55,443.
891906109 TOTAL SYS SVCS INC	C	3,931.	6,259.
907818108 UNION PACIFIC CORP	C	3,026.	4,976.
92343V104 VERIZON COMMUNICATIO	C	7,426.	7,533.
92852T201 VIVENDI SA-UNSPON AD	C	8,479.	7,970.
931427AH1 WALGREENS BOOTS ALLI	C	10,087.	9,848.
94974BGE4 WELLS FARGO & COMPAN	C	9,977.	9,414.
N22717107 CORE LABORATORIES N	C	3,660.	2,028.
031999998 AMSOUTH TIMBER COMPA	C		
00203H859 AQR MANAGED FUTURES	C	105,313.	92,544.
01741R102 ALLEGHENY TECHNOLOGI	C	3,729.	3,766.
023135106 AMAZON COM INC	C	6,997.	15,020.

LOUIS R. DRAUGHON FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
03524A108 ANHEUSER BUSCH INBEV	C	11,595.	7,173.
038336103 APTARGROUP INC	C	3,458.	4,515.
045327103 ASPEN TECHNOLOGY INC	C	5,332.	11,998.
06416CAB4 BANK OF NOVA SCOTIA	C	10,794.	10,875.
09215C105 BLACK KNIGHT INC	C	4,657.	4,010.
126650DA5 CVS HEALTH CORP 3.12	C	10,009.	9,980.
136375102 CANADIAN NATL RY CO	C	4,320.	4,891.
231021106 CUMMINS ENGINE INC	C	11,257.	12,295.
234062206 DAIWA HOUSE IND LTD	C	7,631.	7,409.
25746U109 DOMINION RES INC VA	C	6,354.	6,146.
26441CAW5 DUKE ENERGY CORP 2.4	C	9,773.	9,607.
278265103 EATON VANCE CORP COM	C	3,061.	2,779.
3128M7NZ5 FG G05508 5% 01 FEB	C	2,268.	2,231.
3128PX5L6 FG J18051 3% 01 FEB	C	3,069.	2,985.
31335ACR7 FILMC POOL #G6-008	C	14,069.	13,736.
3138A8SR8 FNMA POOL AH6827	C	4,227.	4,275.
31402C4H2 FEDERAL NAT'L MTGE A	C	14,293.	15,118.
31419BCT0 FNMA POOL 0AE098	C	7,987.	7,737.
369550108 GENERAL DYNAMICS COR	C	2,249.	3,773.
458140AJ9 INTEL CORP	C	10,299.	10,106.
459200101 INTERNATIONAL BUSINE	C	4,746.	3,978.
46120E602 INTUITIVE SURGICAL I	C	5,621.	12,931.
539439AR0 LLOYDS BANKING GROUP	C	9,999.	9,487.
574599106 MASCO CORPORATION	C	2,791.	3,947.
60871RAD2 MOLSON COORS BREWING	C	10,091.	9,413.
749607107 R L I CORP	C	3,278.	3,794.
759530108 RELX PLC	C	8,877.	8,516.
760759100 REPUBLIC SVCS COM	C	4,304.	7,281.
78392U105 RVOHIN KEIKAKU CO -U	C	7,404.	8,228.

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FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
803054204 SAP AKTIENGESSELLSCHA	C	12,473.	11,647.
81211K100 SEALED AIR CORP NEW	C	3,107.	3,345.
86562M209 SUMITOMO MITSUI SPON	C	7,515.	6,679.
89233P5F9 TOYOTA MOTOR CREDIT	C	10,289.	10,078.
912828Y79 US TREASURY N/B 2.87	C	11,027.	11,192.
931142ED1 WALMART INC 3.55% 26	C	9,978.	10,110.
G0408V102 AON CORP	C	8,764.	9,739.
G29183103 EATON CORP PLC	C	3,435.	4,738.
N6596X109 NXP SEMICONDUCTORS N	C	6,529.	5,349.
RF0008878 50% INT 1508 MEMORIA	C		
012653101 ALBEMARLE CORP COM	C	4,353.	3,545.
03073E105 AMERISOURCEBERGEN CO	C	2,842.	3,199.
03662Q105 ANSYS INC	C	2,543.	4,574.
09062XAC7 BIOGEN INC	C	20,304.	19,851.
902973304 US BANCORP DEL	C	4,756.	5,164.
969251750 WILLIAM BLAIR MACRO	C	94,919.	93,782.
977874205 WOLTERS KLUWER N V S	C	6,820.	9,213.
98978V103 ZOETIS INC	C	10,229.	15,141.
G3922B107 GENPACT LTD USD 0.00	C	7,724.	8,070.
00507V109 ACTIVISION BLIZZARD	C	914.	2,561.
00912XAU8 AIR LEASE CORP 2.125	C	9,843.	9,856.
03755L104 APERGY CORP	C	2,653.	2,356.
042735100 ARROW ELECTRONICS IN	C	3,355.	3,034.
04316A108 ARTISAN PARTNERS ASS	C	5,885.	4,267.
05605H100 BWX TECHNOLOGIES INC	C	7,471.	5,085.
088606108 BHP BILLITON LIMITED	C	7,485.	11,058.
101121101 BOSTON PPTYS INC	C	2,124.	2,251.
166764100 CHEVRONTEXACO CORP	C	7,240.	8,486.
204319107 COMPAGNIE FINANCIERE	C	3,840.	2,986.

LOUIS R. DRAUGHON FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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23331A109 D R HORTON INC	C	3,419.	5,234.
237194105 DARDEN RESTAURANTS I	C	2,080.	4,394.
262028855 DRIEHAUS ACTIVE INCO	C	199,237.	187,086.
277432100 EASTMAN CHEMICAL CO	C	3,924.	3,802.
3128M7KV7 FG G05408 5% 01 DEC	C	2,537.	2,575.
3128MJXK1 FHLMC GOLD G08681	C	22,682.	22,136.
312943WG4 FG A95147 4% 01 NOV	C	5,492.	5,428.
31418NB90 FN AD0963 5.5% 01 SE	C	1,455.	1,506.
31502A204 FERGUSON PLC-ADR	C	6,246.	5,943.
375558103 GILEAD SCIENCES INC	C	5,478.	4,941.
45866F104 INTERCONTINENTALEXCH	C	3,942.	7,458.
59156R108 METLIFE INC	C	6,007.	6,200.
59410T106 MICHELIN (CGDE) -UNSP	C	6,581.	4,939.
61744YAH1 MORGAN STANLEY 2.75%	C	10,066.	9,729.
695156109 PACKAGING CORP AMER	C	5,531.	6,176.
713448108 PEPSICO INC	C	4,685.	5,414.
754730109 RAYMOND JAMES FINL I	C	3,132.	4,985.
775109200 ROGERS COMMUNICATION	C	7,849.	7,945.
79466L302 SALESFORCE COM INC	C	6,986.	12,327.
867914BM4 SUNTRUST BANKS INC 2	C	9,988.	9,753.
87612E106 TARGET CORP	C	6,486.	5,948.
891092108 TORO COMPANY	C	4,100.	6,538.
904767704 UNILEVER PLC AMER SH	C	8,274.	7,838.
92927K102 WABCO HLDGS INC	C	12,044.	12,129.
92939U106 WEC ENERGY GROUP INC	C	3,395.	4,571.
962166104 WEYERHAEUSER CO COM	C	4,984.	3,060.
G7496G103 RENAISSANCE HLDGS	C	2,679.	3,476.
00971T101 AKAMAI TECHNOLOGIES	C	4,002.	4,092.
031162100 AMGEN INC	C	5,961.	6,619.

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
031162CH1 AMGEN INC	C	9,944.	9,465.
05278C107 AUTOHOME INC	C	8,647.	23,000.
054937107 BB&T CORP COM	C	1,860.	2,556.
142795202 CARLSBERG AS-B-SPON	C	5,811.	5,738.
20449X401 COMPASS GROUP PLC-SP	C	9,039.	8,632.
23304Y100 DBS GROUP HLDGS LTD	C	6,330.	7,251.
252131107 DEXCOM INC	C	5,632.	9,704.
3134A4KX1 FEDERAL HOME LN MTG	C	30,863.	29,376.
3140GYKA6 FN BH9288 4% 01 FEB	C	17,492.	17,374.
31410FSJ5 FNMA POOL 088802	C	4,813.	4,987.
31416NCW0 FNMA POOL # AA4584	C	8,739.	8,732.
345397XK4 FORD MOTOR CREDIT CO	C	10,141.	9,799.
361448103 GATX CORP COM	C	2,944.	4,249.
384109104 GRACO INC	C	9,385.	13,685.
423452101 HELMERICH & PAYNE IN	C	3,271.	2,493.
426281101 HENRY JACK & ASSOC I	C	4,199.	6,959.
493267108 KEYCORP NEW COM	C	2,814.	3,326.
49338L103 KEYSIGHT TECHNOLOGIE	C	3,110.	5,836.
60786M105 MOELIS & CO	C	9,569.	6,257.
66987V109 NOVARTIS AG SPNSRD A	C	13,032.	13,472.
31408DA87 FN 847931 5% 01 DEC	C	166.	171.
31410GJW4 FNMA POOL 888677	C	824.	846.
339041105 FLEETCOR TECHNOLOGIE	C	3,964.	5,014.
375558BF9 GILEAD SCIENCES INC	C	9,983.	9,802.
461202103 INTUIT INC COM	C	9,200.	20,472.
485537401	C	4,141.	4,843.
494368103 KIMBERLY-CLARK CORP	C	4,906.	5,127.
560877300 MAKITA CORP ADR NEW	C	7,176.	6,754.
594918104 MICROSOFT CORP COM	C	8,405.	8,430.

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
73278L105 POOL CORP	C	6,267.	10,851.
74164M108 PRIMERICA INC	C	7,124.	15,047.
756568101 RED ELECTRIC COR-UN	C	8,822.	9,042.
786584102 SAFRAN SA-UNSPON ADR	C	8,646.	9,236.
79588J102 SAMPO OYJ-A SHS-UNSP	C	9,492.	8,771.
810186106 SCOTTS COMPANY	C	2,109.	2,213.
858912108 STERICYCLE INC	C	4,496.	2,385.
912828WZ9 U S TREASURY NOTE	C	15,560.	15,629.
91913YAU4 VALERO ENERGY CORP 3	C	10,778.	10,091.
928662501 VOLKSWAGEN AG-UNSP A	C	8,360.	7,528.
980745103 WOODWARD GOVERNOR CO	C	2,913.	4,532.
H84989104 TE CONNECTIVITY LTD	C	4,466.	4,462.
RF0008241 ROBERTSON CO HWY 431	C		
00912X302 AIR LEASE CORP	C	4,122.	2,991.
01609W102 ALIBABA GROUP HOLDIN	C	7,072.	6,305.
02665WCD1 AMERICAN HONDA FINAN	C	14,979.	14,831.
026874784 AMERICAN INTERNATION	C	8,686.	6,227.
045387107 ASSA ABLOY AB - UNSP	C	9,594.	7,788.
046353108 ASTRAZENeca PLC SPON	C	3,336.	3,722.
05561Q201 BOK FINL CORP COM NE	C	3,506.	5,206.
06367THQ6 BANK OF MONTREAL	C	9,982.	9,925.
06828M876 BARON EMERGING MARKE	C	314,017.	295,572.
090572207 BIO RAD LABS INC CL	C	1,883.	3,483.
099724106 BORG WARNER INC	C	3,676.	2,849.
126408HJ5 CSX CORP 3.8% 01 MAR	C	9,993.	9,811.
156700106 CENTURYTEL INC	C	4,904.	3,969.
171798101 CIMAREX ENERGY CO	C	4,004.	2,466.
172967KB6 CITIGROUP INC	C	14,981.	14,801.
26078J100 DOWDUPONT INC	C	3,997.	3,155.

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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303075105 FACTSET RESH SYS INC	C	6,783.	8,606.
3128MJV72 FG G08637 4% 01 APR	C	1,815.	1,777.
3128MMS20 FHLMC GOLD G18536	C	18,451.	17,807.
3138A7FR4 FNMA POOL 0AH557	C	7,265.	7,329.
3138E0SD2 FN AJ7715 3% 01 DEC	C	7,222.	7,010.
3138WF2Z8 FNMA POOL # AS6191	C	12,858.	12,466.
31403CXG1 FNMA POOL 745079	C	1,471.	1,549.
3140Q75P8 FN CA0853 3.5% 01 DE	C	19,529.	19,714.
31410FSS5 FNMA POOL 888029	C	1,789.	1,947.
31413YRR4 FEDERAL NAT'L MTGE A	C	806.	876.
34959J108 FORTIVE CORP.	C	6,754.	9,337.
372303206 GENMAB A/S -SP ADR	C	1,469.	1,153.
441593100 HOULIHAN LOKEY INC	C	4,373.	3,128.
458140100 INTEL CORPORATION	C	7,295.	9,715.
500458401 KOMATSU LTD NEW	C	4,850.	4,243.
500472303 KONINKLIJKE PHILIPS	C	7,112.	8,672.
501044DE8 KROGER CO 2.65% 15 O	C	10,890.	9,795.
562750109 MANHATTAN ASSOCS INC	C	3,352.	3,008.
609207105 MONDELEZ INTERNATION	C	3,136.	3,002.
617446448 MORGAN STANLEY DEAN	C	8,754.	8,128.
651290108 NEWFIELD EXPL CO	C	4,130.	1,950.
70450Y103 PAYPAL HOLDINGS INC	C	5,570.	12,361.
741511109 PRICESMART INC	C	9,975.	7,919.
74435K204 PRUDENTIAL PLC ADR	C	14,061.	10,894.
871607107 SYNOPSYS INC COM	C	2,246.	5,054.
87166B102 SYNEOS HEALTH INC CL	C	4,962.	4,329.
883556102 THERMO ELECTRON CORP	C	8,317.	11,637.
89236TEU5 TOYOTA MOTOR CREDIT	C	9,993.	10,002.
90348R102 UBISOFT ENTERTAIN-UN	C	6,249.	5,368.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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912810SA7 US TREASURY N/B 3% 1	C	20,518.	20,903.
91913Y100 VALERO ENERGY CORP N	C	1,551.	2,174.
G5960L103 MEDTRONIC PLC	C	17,251.	18,647.
H1467J104 CHUBB LTD	C	4,841.	5,167.
00724F101 ADOBE SYS INC COM	C	3,724.	9,050.
02079K107 ALPHABET INC	C	8,918.	12,427.
032095101 AMPHENOL CORP NEW	C	6,063.	8,993.
055622104 BP P L C SPONS ADR	C	4,045.	5,043.
09857L108 BOOKING HOLDINGS INC	C	9,820.	8,612.
12504L109 CBRE GROUP INC	C	3,407.	5,646.
20030N101 COMCAST CORP NEW CL	C	4,918.	4,733.
212015101 CONTINENTAL RES INC	C	4,034.	4,220.
26078JAB6 DOWDUPONT INC 4.205%	C	10,001.	10,222.
278768106 ECHOSTAR HLDG CORP	C	2,297.	1,909.
3128M74W3 FG G05937 4.5% 01 AU	C	3,111.	3,143.
3128MDGD9 FG G14496 3% 01 JUN	C	1,320.	1,282.
3138MFTC1 FNMA POOL AQ0546	C	9,684.	9,783.
31418AFC7 FN MA1062 3% 01 MAY	C	5,560.	5,480.
31419DMQ1 FNMA POOL 0AE3066	C	4,623.	4,635.
31677QBG3 FIFTH THIRD BANK	C	9,988.	9,762.
369622SM8 GENERAL ELEC CAP COR	C	10,377.	10,012.
38141GWM2 GOLDMAN SACHS GROUP	C	9,879.	9,526.
45672B305 INFORMA PLC-SP ADR	C	3,614.	3,436.
464287200 ISHARES S&P 500 INDE	C	578,209.	613,174.
46625HRY8 JPMORGAN CHASE & CO	C	20,479.	19,414.
61761JVL0 MORGAN STANLEY	C	10,083.	9,834.
67077M108 NUTRIEN LTD	C	8,307.	7,755.
75524B104 RBC BEARINGS INC	C	4,193.	8,784.
78012KKU0 ROYAL BANK OF CANADA	C	10,000.	9,885.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
806857108 SCHLUMBERGER LIMITED	C	9,535.	5,340.
808513AW5 THE CHARLES SCHWAB C	C	10,007.	10,049.
83569C102 SONOVA HOLDING-UNSP	C	2,376.	2,459.
876664103 TAUBMAN CTRS INC COM	C	6,284.	5,004.
882508104 TEXAS INSTRUMENTS IN	C	1,824.	3,308.
912810RB6 U S TREASURY NOTE	C	74,865.	73,336.
92343VAW4 VERIZON COMMUNICATIO	C	9,909.	10,087.
927320101 VINCI S A-ADR	C	6,717.	6,399.
92826C839 VISA INC	C	8,549.	14,513.
931142103 WAL MART STORES INC	C	5,798.	8,384.
94988J5N3 WELLS FARGO BANK NA	C	9,997.	9,876.
983919101 XILINX INC	C	3,261.	6,303.
G1151C101 ACCENTURE PLC IRELAN	C	9,342.	10,717.
G51502105 JOHNSON CONTROLS INT	C	6,488.	5,278.
000375204 ABB LTD	C	5,887.	4,619.
00206RCP5 AT&T INC	C	10,587.	9,876.
00770G847 JOHCM INTERNATIONAL	C	260,470.	255,560.
00846U101 AGILENT TECHNOLOGIES	C	2,842.	4,790.
0258M0DX4 AMERICAN EXPRESS CRE	C	10,004.	9,898.
03027X100 AMERICAN TOWER CORP-	C	2,308.	4,588.
037833DC1 APPLE INC 2.1% 12 SE	C	9,914.	9,663.
045055100 ASHTEAD GROUP PLC-UN	C	3,867.	3,941.
110709BN1 BRITISH COLUMBIA PRO	C	9,909.	9,990.
126408103 CSX CORP COM	C	1,918.	4,598.
20030NCK5 COMCAST CORP 4% 01 M	C	10,447.	10,023.
217204106 COPART INC	C	5,862.	14,907.
260003108 DOVER CORPORATION	C	2,543.	3,122.
3128MJXY1 FHLMC POOL #G0-869	C	1,212.	1,171.
312938VU4 FG A90627 4.5% 01 JA	C	2,303.	2,267.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
3138EGP40 FN AL0442 5.5% 01 JU	C	10,769.	10,935.
3138WKUK9 FN AS9585 4% 01 MAY	C	19,573.	19,668.
3138WQAW2 FNMA POOL AT2720 3%	C	11,580.	11,156.
		-----	-----
TOTALS		4,405,055.	4,571,336.
		=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND TIMING DIFFERENCE	2,064.
PURCHASE OF ACCRUED INTEREST CO	141.
WASH SALE ADJUSTMENT	3,476.
BARON ROC ADJ	55.
PRICESMART INC ROC ADJ	20.
JABIL ROC ADJ	12.
ARTISIAN ROC ADJ	889.

TOTAL	6,657.
	=====

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

=====

NAME:

SPRINGFIELD LIONS CLUB

ADDRESS:

PO BOX 584

SPRINGFIELD, IL 37172

GRANT DATE: 12/17/2018

GRANT AMOUNT 3,000.

GRANT PURPOSE:

PROVIDE EYE EXAMS, GLASSES AND HEARING AIDS FOR RESIDENTS OF ROBERTSON
COUNTY THAT CANNOT AFFORD THEM

AMOUNT EXPENDED BY GRANTEE 3,000.

ANY DIVERSION BY GRANTEE:

NO FUNDS WERE DIVERTED FROM THE STATED PURPOSE OF THE GRANT

DATES OF REPORTS BY GRANTEE:

09/18/2019

DATE OF VERIFICATION: 09/18/2019

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OF THE REPORT.
NO INDEPENDENT VERIFICATION PERFORMED

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
DECEMBER	6,347,692.	NONE	NONE
	-----	-----	-----
TOTAL	6,347,692.	NONE	NONE
	=====	=====	=====
AVERAGE FMV	6,347,692.	NONE	NONE
	=====	=====	=====

=====

RECIPIENT NAME:

LIPSCOMB UNIVERSITY

ADDRESS:

ONE UNIVERSITY PARK DRIVE

NASHVILLE, TN 37204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 65,000.

RECIPIENT NAME:

AGAPE

ADDRESS:

4555 TROUSDALE DRIVE

NASHVILLE, TN 37204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

COLUMBIA ACADEMY

ADDRESS:

1101 WEST 7TH STREET

COLUMBIA, TN 38401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPOORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

=====

RECIPIENT NAME:

EZELL-HARDING CHRISTIAN SCHOOL

ADDRESS:

574 BELL ROAD

ANTIOCH, TN 37013-2149

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

FREED-HARDEMAN UNIVERSITY

ADDRESS:

158 E MAIN ST

HENDERSON, TN 38340-239

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 65,000.

RECIPIENT NAME:

GIRL SCOUTS OF MIDDLE TENNESSEE

ADDRESS:

4522 GRANNY WHITE PIKE

NASHVILLE, TN 37204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

MIDDLE TN CHRISTIAN SCHOOL

ADDRESS:

711 SOUTH 7TH STREET

NASHVILLE, TN 37206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

RAINBOW OMEGA

ADDRESS:

P. O. BOX 740

EASTABOGA, AL 36260-7363

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

GOODPASTURE CHRISTIAN SCHOOL

ADDRESS:

619 W DUE WEST AVE

MADISON, TN 37115-4480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

=====

RECIPIENT NAME:

SPRINGFIELD LION'S CLUB

ADDRESS:

PO BOX 584

SPRINGFIELD, TN 37172

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

NORTH CREST HOSPICE

ADDRESS:

101 MOORELAND DRIVE

SPRINGFIELD, TN 37172-3974

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BYRUM-PORTER SENIOR CENTER

ADDRESS:

9123 STATE HIGHWAY 49 EAST

ORLINDA, TN 37141-2025

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

ROBERTSON COUNTY HISTORICAL SOCIETY

ADDRESS:

124 WEST 6TH AVENUE

SPRINGFIELD, TN 37172-2405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 960.

RECIPIENT NAME:

SECOND HARVEST FOOD BANK OF MIDDLE TN

ADDRESS:

331 GREAT CIRCLE ROAD

NASHVILLE, TN 37228-1703

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

ROBERTSON COUNTY YMCA

ADDRESS:

3332 TOM AUSTIN HWY

SPRINGFIELD, TN 37172

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

BIG BROTHERS/BIG SISTERS OF MIDDLE TN

ADDRESS:

415 N MAPLE ST

MURFREESBORO, TN 37130-2831

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,400.

RECIPIENT NAME:

MAIN STREET CHURCH OF CHRIST

ADDRESS:

216 EAST MAIN STREET

MURFREESBORO, TN 37130-3729

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:

TN KIDS NUTRITION, INC

ADDRESS:

319 N MAIN STREET

SPRINGFIELD, TN 37212

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

STUDYJESUS.COM

ADDRESS:

P.O. BOX 1007

HENDERSONVILLE, TN 37077

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FRIENDS OF TN SCHOOL FOR THE BLIND

ADDRESS:

115 STEWARTS FERRY PIKE

Nashville, TN 37210

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

POTTER CHILDREN'S HOME

ADDRESS:

2350 NASHVILLE ROAD

BOWLING GREEN, KY 42101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

TOTAL GRANTS PAID:

320,860.

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RENT AND ROYALTY SUMMARY

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PROPERTY -----	TOTAL INCOME -----	DEPLETION/ DEPRECIATION -----	OTHER EXPENSES -----	ALLOWABLE NET INCOME -----
ROBERTSON CO HWY 431			29,233.	-29,233.
50.00 % INT 1508 MEM	14,400.		4,674.	9,726.
	-----	-----	-----	-----
TOTALS	14,400.		33,907.	-19,507.
	=====	=====	=====	=====