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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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018

, and ending 12-31-2018

Name of foundation THE RATLIFF CHARITABLE FOUNDATION		A Employer identification number 63-1198327	
Number and street (or P O box number if mail is not delivered to street address) 1900 CRESTWOOD BOULEVARD NO 300		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35210		B Telephone number (see instructions) (205) 951-4479	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 14,185,501		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,306			
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,171	9,171		
	4 Dividends and interest from securities	220,513	212,203		
	5a Gross rents	117,606	117,606		
	b Net rental income or (loss) -247,701				
	6a Net gain or (loss) from sale of assets not on line 10	271,850			
	b Gross sales price for all assets on line 6a 7,992,096				
	7 Capital gain net income (from Part IV, line 2)		271,850		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	78,181	82,409		
	12 Total. Add lines 1 through 11	700,627	693,239		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,500	2,250		2,250
	c Other professional fees (attach schedule)	236,478	236,478		0
	17 Interest	4,150	4,150		0
	18 Taxes (attach schedule) (see instructions)	6,070	6,070		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)	365,307	365,307		0	
24 Total operating and administrative expenses. Add lines 13 through 23	616,505	614,255		2,250	
25 Contributions, gifts, grants paid	716,550			716,550	
26 Total expenses and disbursements. Add lines 24 and 25	1,333,055	614,255		718,800	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-632,428			
	b Net investment income (if negative, enter -0-)		78,984		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

<b>Part II Balance Sheets</b>		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		
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .					
	<b>2</b> Savings and temporary cash investments . . . . .	555,851	241,702	241,702		
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b> Grants receivable . . . . .					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b> Inventories for sale or use . . . . .					
	<b>9</b> Prepaid expenses and deferred charges . . . . .					
	<b>10a</b> Investments—U S and state government obligations (attach schedule)					
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	8,921,055	9,329,656	8,841,359		
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b> Investments—mortgage loans . . . . .					
	<b>13</b> Investments—other (attach schedule) . . . . .	5,672,739	4,945,859	5,102,440		
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b> Other assets (describe ▶ _____)						
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	15,149,645	14,517,217	14,185,501			
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .					
	<b>18</b> Grants payable . . . . .					
	<b>19</b> Deferred revenue . . . . .					
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b> Other liabilities (describe ▶ _____)					
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b> Unrestricted . . . . .					
	<b>25</b> Temporarily restricted . . . . .					
	<b>26</b> Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>					
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	0	0			
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds	15,149,645	14,517,217			
<b>30</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	15,149,645	14,517,217				
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	15,149,645	14,517,217				

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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)	<b>1</b>	15,149,645
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-632,428
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	14,517,217
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	14,517,217

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	271,850
<b>3</b> 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	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	509,798	14,622,196	0 034865
2016	16,240	9,976,420	0 001628
2015	254,982	9,906,390	0 025739
2014	40,000	10,454,040	0 003826
2013	276,450	7,924,229	0 034887

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 100945
<b>3</b> 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	<b>3</b>	0 020189
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	15,580,204
<b>5</b> Multiply line 4 by line 3	<b>5</b>	314,549
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	790
<b>7</b> Add lines 5 and 6	<b>7</b>	315,339
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	718,800

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	790
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	790
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	790
<b>6</b>	Credits/Payments		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	11,246
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	11,246
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	10,456
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <input type="checkbox"/> 10,456 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . . If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> 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	<b>2</b>	No
<b>3</b> 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 . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	No
<b>7</b> 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 . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL		
<b>b</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 .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	<b>10</b>	No

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

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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. . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ▶ <u>CARL LESSMAN</u> Telephone no ▶ <u>(205) 951-4479</u>			

Located at ▶ 1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM AL ZIP+4 ▶ 35210


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

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . .	<b>1b</b>		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>			
<b>c</b>	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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to		<b>Yes</b>	<b>No</b>
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.		<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. 	<input type="checkbox"/>		
<b>c</b>	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>	
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM T RATLIFF III 1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM, AL 35210	PRES/TREAS/DIRECTOR 1 00	0	0	0
CARL A LESSMAN 1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM, AL 35210	DIRECTOR 1 00	0	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. . . . .		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	Expenses
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . .	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	11,473,688
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	449,602
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	3,894,176
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	15,817,466
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	15,817,466
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	237,262
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	15,580,204
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	779,010

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	779,010
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	790
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	790
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	778,220
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	778,220
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	778,220

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	718,800
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	718,800
<b>5</b>	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.	<b>5</b>	790
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	718,010

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				778,220
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			703,436	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 718,800				
<b>a</b> Applied to 2017, but not more than line 2a			703,436	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				15,364
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				762,856
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

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

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

**c** Any submission deadlines

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

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

Recipient	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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	

Enter gross amounts unless otherwise indicated

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

[illegible]

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets.	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets.	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements.	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees.	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations.	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

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

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

<b>Sign Here</b>	*****	2019-11-14	*****	May the IRS discuss this return with the preparer shown below? (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	JEFF W MAZE CPA MA		2019-11-14		P00105015
	Firm's name <b>▶</b> SOVEREIGN CPA GROUP LLC				Firm's EIN <b>▶</b> 27-2170003
Firm's address <b>▶</b> POST OFFICE BOX 361490 BIRMINGHAM, AL 35236					Phone no (205) 402-4245

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 ALTRA INDUSTRIA MOTION		2018-09-21	2018-10-02
1 BLUE BIRD CORP		2018-09-19	2018-10-22
BLUE BIRD CORP		2018-09-19	2018-10-19
CHARACTER GROUP PLC		2017-10-03	2018-03-21
CHARACTER GROUP PLC		2017-10-03	2018-06-12
CREDIT ACCEPTANCE CORP		2017-10-02	2018-01-24
CREDIT ACCEPTANCE CORP		2017-10-02	2018-01-25
CREDIT ACCEPTANCE CORP		2017-10-02	2018-09-17
CREDIT ACCEPTANCE CORP		2017-10-02	2018-10-02
DART GROUP PLC		2017-10-03	2018-04-06

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
9,015		8,706	309
1,755		2,276	-521
224		200	24
8,394		7,892	502
9,933		9,261	672
22,783		17,931	4,852
3,290		2,522	768
7,125		4,483	2,642
6,780		4,483	2,297
6,368		3,895	2,473

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			309
			-521
			24
			502
			672
			4,852
			768
			2,642
			2,297
			2,473

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
DART GROUP PLC		2017-10-03	2018-07-25
1 DART GROUP PLC		2017-10-03	2018-09-17
DECKERS OUTDOOR CORP		2017-10-02	2018-06-12
DECKERS OUTDOOR CORP			2018-11-02
GLOBAL SCAPE INC			2018-12-31
PULSE SEISMIC INC		2017-10-02	2018-06-12
RYANAIR HOLDINGS PLC		2018-08-10	2018-10-23
VIEMED HEALTHCARE INC		2018-03-05	2018-10-18
WILLDAN GROUP INC			2018-07-03
FORTIVE CORP		2018-09-21	2018-10-01

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,666		4,187	2,479
2,255		1,318	937
9,358		5,259	4,099
8,336		7,111	1,225
42,543		42,024	519
13,301		14,019	-718
752		864	-112
5,387		2,009	3,378
28,114		28,085	29
8,706		8,706	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			2,479
			937
			4,099
			1,225
			519
			-718
			-112
			3,378
			29
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
CHARACTER GROUP PLC		2017-10-03	2018-11-02
1 CREDIT ACCEPTANCE CORP		2017-10-02	2018-10-04
DECKERS OUTDOOR CORP		2017-10-02	2018-11-01
DECKERS OUTDOOR CORP		2017-10-02	2018-11-02
ECOLOGY & ENVIRON CL A			2018-10-18
ECOLOGY & ENVIRON CL A			2018-10-23
PULSE SEISMIC INC			2018-12-28
FIDELITY MED EQUIP & SYS PORT			2018-08-16
KINDER MORGAN INC		2018-04-02	2018-08-16
PIMCO TOTAL RETURN ESG		2017-12-27	2018-09-17

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,701		1,632	69
4,269		2,802	1,467
8,963		4,780	4,183
9,659		4,985	4,674
2,450		2,320	130
3,738		3,558	180
12,508		19,329	-6,821
334,636		300,100	34,536
120,598		97,693	22,905
222,393		229,813	-7,420

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			69
			1,467
			4,183
			4,674
			130
			180
			-6,821
			34,536
			22,905
			-7,420



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )
PIMCO SHORT TERM A			2018-12-31
1	PIMCO SHORT TERM C		2017-02-10
US TREASURY NOTE			2018-03-20
AMERISOURCEBERGEN			2018-02-05
MCKESSON CORP			2018-02-01
AT&T INC			2018-12-31
AETNA US HEALTHCARE MRG			2017-04-10
AMERISOURCEBERGEN			2017-01-31
ANTHEM INC			2017-01-31
CVS HEALTH CORP			2017-01-31

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
810,614		809,941	673
250,000		248,055	1,945
75,000		75,000	0
1,925			1,925
1,668			1,668
18,195			18,195
39,650		25,879	13,771
121,792		121,675	117
40,018		22,823	17,195
115,203		124,313	-9,110

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			673
			1,945
			0
			1,925
			1,668
			18,195
			13,771
			117
			17,195
			-9,110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
CARDINAL HEALTH INC			2018-04-13
1 CLEARBRIDGE MLP & MIDSTREAM		2015-08-28	2018-11-16
FIDELITY FDS EMERGING MKTS		2017-09-15	2018-10-22
FIDELITY CHEMS PORTF		2015-11-16	2018-12-31
JANUS HENDERSON EUROPEAN FUNDS		2015-09-25	2018-09-24
KAYNE ANDERSON MLP MIDSTREAM		2015-08-28	2018-11-16
KINDER MORGAN INC			2018-08-16
MATHEWS FDS INDIA INSTL		2017-09-12	2018-10-22
MCKESSON CORP		2017-01-31	2018-08-16
PIMCO SHORT TERM A		2017-02-10	2018-12-31

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
118,591		146,288	-27,697
56,962		88,169	-31,207
355,954		400,050	-44,096
296,093		225,050	71,043
479,804		500,000	-20,196
44,376		70,092	-25,716
120,608		98,140	22,468
170,233		200,050	-29,817
95,227		102,869	-7,642
504,386		500,662	3,724

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-27,697
			-31,207
			-44,096
			71,043
			-20,196
			-25,716
			22,468
			-29,817
			-7,642
			3,724

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
TEKLA HEALTHCARE INVS			2018-04-13
1 VANGUARD HEALTH CARE INVESTOR		2017-06-28	2018-12-31
VANGUARD FTSE EUROPE ETF		2017-06-13	2018-11-16
AT&T INC			2018-08-16
GKN PLC		2016-06-15	2018-01-12
SABRE CORP		2017-02-27	2018-01-31
ANTHEM INC		2016-02-17	2018-02-12
CBRE GROUP INC		2017-03-07	2018-02-12
GKN PLC		2016-06-15	2018-02-26
HILTON WORLDWIDE		2016-06-27	2018-02-12

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
183,011		264,011	-81,000
222,558		220,050	2,508
461,935		499,980	-38,045
164,662		152,205	12,457
11,909		8,180	3,729
6,584		6,908	-324
10,996		5,982	5,014
6,164		5,162	1,002
27,231		16,977	10,254
11,153		5,875	5,278

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-81,000
			2,508
			-38,045
			12,457
			3,729
			-324
			5,014
			1,002
			10,254
			5,278

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
MOODYS CORP			2017-03-08	2018-02-12
1	SABRE CORP		2017-02-27	2018-02-06
SLEEP NUMBER CORP			2017-07-18	2018-02-06
SOTHEBY CL A			2016-06-28	2018-03-13
CBRE GROUP INC			2017-03-07	2018-03-16
JONES LANG LASALLE INC			2017-03-07	2018-03-13
MASTERCARD INC			2017-03-27	2018-03-20
SLEEP NUMBER CORP			2016-05-06	2018-03-01
VISA INC			2017-04-24	2018-03-20
ASPEN INSURANCE HOLDINGS			2015-05-06	2018-06-22

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,573		4,615	1,958
39,185		42,753	-3,568
18,394		16,504	1,890
5,502		2,696	2,806
44,115		33,243	10,872
29,703		19,790	9,913
23,893		14,659	9,234
10,124		8,019	2,105
19,720		14,583	5,137
185,368		173,036	12,332

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,958
			-3,568
			1,890
			2,806
			10,872
			9,913
			9,234
			2,105
			5,137
			12,332

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
AIRBUS SE		2017-10-03	2018-06-18
1 ANTHEM INC		2016-02-19	2018-04-27
SOTHEBY'S INC		2016-06-28	2018-04-16
CARDINAL HEALTH INC		2016-11-21	2018-05-22
EBRO PULEVA SA			2018-06-29
GKN		2016-06-28	2018-04-03
HOWDEN JOINERY GR		2017-07-11	2018-05-15
JONES LANG LASALLE INC		2016-12-06	2018-05-25
MOODYS CORP		2017-03-09	2018-05-01
SABRE CORP		2017-02-27	2018-06-29

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
41,642		33,283	8,359
40,684		21,626	19,058
48,477		23,666	24,811
38,641		50,942	-12,301
47,047		47,956	-909
48,952		27,285	21,667
71,706		56,054	15,652
17,597		10,652	6,945
25,619		17,519	8,100
51,425		40,838	10,587

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			8,359
			19,058
			24,811
			-12,301
			-909
			21,667
			15,652
			6,945
			8,100
			10,587

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
EBRO PULEVA SA		2018-01-30	2018-07-09
1 ALPHABET INC		2017-07-21	2018-07-27
NATIONAL OILWELL VARCO INC		2015-02-17	2018-07-31
ALPHABET INC		2017-07-21	2018-08-14
NATIONAL OILWELL VARCO INC		2015-02-19	2018-08-21
VISA INC		2014-07-11	2018-08-14
VISA INC		2017-04-24	2018-08-14
CVS HEALTH CORP		2016-12-16	2018-09-05
SLEEP NUMBER CORP		2016-04-20	2018-09-07
ACI WORLDWIDE INC		2014-07-11	2018-10-23

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
38,547		40,087	-1,540
19,816		15,525	4,291
64,540		73,183	-8,643
30,899		24,257	6,642
21,094		22,309	-1,215
13,059		5,015	8,044
17,834		11,648	6,186
84,020		91,627	-7,607
15,369		13,430	1,939
5,983		4,325	1,658

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-1,540
			4,291
			-8,643
			6,642
			-1,215
			8,044
			6,186
			-7,607
			1,939
			1,658

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )
AETNA INC			2017-03-07
1	AXIS CAPITAL HOLDINGS		2017-11-06
CVS HEALTH CORP			2016-12-15
ORACLE CORP			2017-12-15
PARKER HANNIFAN			2016-05-02
SABRE CORP			2017-08-24
SLEEP NUMBER CORP			2016-04-20
CVS HEALTH CORP			2016-12-15
MCKESSON CORP			2016-08-18
ORACLE CORP			2014-07-11
			2018-10-26
			2018-10-31
			2018-10-09
			2018-10-02
			2018-10-11
			2018-10-16
			2018-10-30
			2018-11-14
			2018-11-21
			2018-11-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
107,044		88,127	18,917
24,608		23,817	791
38,487		38,261	226
37,812		35,686	2,126
37,928		34,948	2,980
57,633		44,185	13,448
23,736		19,203	4,533
65,649		55,257	10,392
24,578		38,093	-13,515
120,866		108,421	12,445

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			18,917
			791
			226
			2,126
			2,980
			13,448
			4,533
			10,392
			-13,515
			12,445

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
FIDELITY FUNDS PRIME RESERVES			2018-12-31
1 FROM PASSTHROUGH INVESTMENT K-1'S			2018-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
454,836		454,893	-57
		31,601	-31,601
128,889			128,889

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-57
			-31,601
			128,889



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
A EDUCATION PARTNERSHIP 1 RETAIL DRIVE 3RD FLOOR WEST MONTGOMERY, AL 36110	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
ALABAMA COALITION FOR IMMIGRANT JUSTICE 1826 6TH AVENUE SOUTH IRONDALE, AL 35210	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
ALAQUEST COLLABORATIVE FOR EDUCATION PO BOX 550241 BIRMINGHAM, AL 35255	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY FOUNDATION OF GREATER BIRMINGHAM 2100 FIRST AVENUE N STE 700 BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000
ECUMENICAL MINISTRIES INC 102 W SPRUCE AVE FOLEY, AL 36535	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000
EL FUTURO INC 136 EAST CHAPEL STREET DURHAM, NC 27701	NONE	PUBLIC CHARITY	GENERAL SUPPORT	11,250
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
FRACTURED ATLAS INC 248 WEST 35TH STREET 10TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	11,000
HIGHLANDER RESEARCH & EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET, TN 37820	NONE	PUBLIC CHARITY	GENERAL SUPPORT	130,900
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
INDIANAPOLIS MONUMENTAL MARATHON INC 202 E MARKET STREET INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
METRO WEST MINISTRIES 6101 DR MARTIN LUTHER KING JR DRIVE FAIRFIELD, AL 35064	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
NATIONAL CONFERENCE FOR COMMUNITY & JUSTICE 820A PROSPECT HILL ROAD WINDSOR, CT 06095	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
NEW YORK CARES INC 65 BROADWAY 19TH FLOOR NEW YORK, NY 10006	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
OASIS COUNSELING CENTER 1900 14TH AVENUE SOUTH BIRMINGHAM, AL 35205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	32,500
PROJECT SOUTH9 GAMMON AVE SE ATLANTA, GA 30315	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
ROTARY CLUB FOUNDATION OF BIRMINGHAM 2019 4TH AVENUE NORTH BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
REVERSE THE CYCLE OF INCARCERATION PO BOX 90338 EAST POINT, GA 30364	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
SHARED INTEREST INC 121 W 27TH STREET STE 805 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
SOUTHSIDE BAPTIST CHURCH 1016 19TH STREET SOUTH BIRMINGHAM, AL 35205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
SPRING VALLEY SCHOOL FOUNDATION 2701 SYDNEY DRIVE BIRMINGHAM, AL 35211	NONE	PUBLIC CHARITY	GENERAL SUPPORT	70,000
ST JUDES CHILDRENS RESEARCH HOSPITAL INC 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
ST LUKES EPISCOPAL CHURCH 3736 MONTROSE ROAD BIRMINGHAM, AL 35213	NONE	PUBLIC CHARITY	GENERAL SUPPORT	30,000
UNITED METHODIST CHILDRENS HOME 898 ARKADELPHIA ROAD BIRMINGHAM, AL 35204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	30,000
UNDER HIS WINGS INC 23640 MILDORF ROAD ROBERTSDALE, AL 36567	NONE	PUBLIC CHARITY	GENERAL SUPPORT	11,000
<b>Total . . . . . ▶ 3a</b>				716,550



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
BIRMINGHAM EDUCATION FOUNDATION 901 9TH AVENUE N BIRMINGHAM, AL 35204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	30,000
GRASSROOTS INTERNATIONAL 179BOYLSTON STREET 4TH FLOOR BOSTON, MA 02130	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
SLOSS FURNACES FOUNDATION INC 20 32ND ST N BIRMINGHAM, AL 35222	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
<b>Total . . . . .</b> ► <b>3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
SPORTMEN'S TENNIS & ENRICHMENT CENTER 950 BLUE HILL AVENUE DORCHESTER, MA 02124	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
YOUTH SERVE INC 2717 7TH AVENUE SOUTH 105 BIRMINGHAM, AL 35233	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000
YOUTH TOWERS INC 1916 LINDEN DRIVE BIRMINGHAM, AL 35214	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
<b>Total . . . . . ▶ 3a</b>				716,550

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
WIREFRASS HABITAT FOR HUMANITY 2086 MONTGOMERY HWY DOTHAN, AL 36303	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
YWCA OF CENTRAL ALABAMA 309 23RD ST N BIRMINGHAM, AL 35244	NONE	PUBLIC CHARITY	GENERAL SUPPORT	26,900
UNITED WAY OF WEST CENTRAL MISSISSIPPI 920 SOUTH STREET VICKSBURG, MS 39180	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
<b>Total . . . . . ▶ 3a</b>				716,550

**TY 2018 Accounting Fees Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,500	2,250		2,250

**TY 2018 Investments Corporate Stock Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
INVESTMENTS HELD - TD AMERITRADE	5,705,679	5,288,141
INVESTMENTS HELD - VULCAN VALUE PARTNERS LLC	2,708,494	2,686,378
INVESTMENTS HELD - INTERACTIVE BROKERS	915,483	866,840

**TY 2018 Investments - Other Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
INVESTMENT IN GRAHAM COMMERCIAL PROPERTIES LLC	AT COST	560,459	1,022,580
INVESTMENT IN INDEPENDENCE PLAZA PARTNERS	AT COST	287,964	287,964
INVESTMENT IN MAXEX LLC	AT COST	107,516	0
INVESTMENTS HELD - WELLS FARGO	AT COST	1,376,827	1,208,264
INVESTMENT IN BIRMINGHAM FINANCIAL CENTER LLC	AT COST	195,535	195,535
INVESTMENT IN CONCORD APARTMENTS LLC	AT COST	74,247	74,247
INVESTMENT IN STERLING SELF STORAGE III LP	AT COST	203,166	203,166
INVESTMENT IN STERLING FOREST LLC	AT COST	152,745	152,745
INVESTMENT IN SEER CAPITAL COMMERCIAL REAL ESTATE DEBT FD I	AT COST	246,175	292,029
INVESTMENT IN CRAYHILL PRINCIPAL STRATEGIES	AT COST	259,819	187,210
INVESTMENT IN PARK OASIS AT UNIVERSITY LLC	AT COST	463,142	463,142
INVESTMENT IN ARCH LAKEWOOD ON HENDERSON LP	AT COST	189,122	189,122
INVESTMENT IN FOUR MILE COVE HOLDING LLC	AT COST	469,803	469,803
INVESTMENT IN STERLING SELF STORAGE FUND IV	AT COST	56,662	56,662
INVESTMENT IN PARC AT POOLER	AT COST	252,706	250,000
INVESTMENT IN STERLING REAL ESTATE FUND II LP	AT COST	49,971	49,971

**TY 2018 Other Expenses Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NET RENTAL LOSS	53,861	53,861		0
NET RENTAL LOSS	25,257	25,257		0
NET RENTAL LOSS	107,108	107,108		0
NET RENTAL LOSS	30,197	30,197		0
NET RENTAL LOSS	23,713	23,713		0
NET RENTAL LOSS	3,449	3,449		0
NET RENTAL LOSS	29	29		0
NET RENTAL LOSS	121,693	121,693		0

**TY 2018 Other Income Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER PORTFOLIO INCOME CRAYHILL FUND	6,689	6,689	6,689
OTHER PORTFOLIO INCOME KKR SPEC SITUATIONS II ASP	4,284	4,284	4,284
OTHER PORTFOLIO INCOME PARC AT POOLER	5,794	5,794	5,794
OTHER PORTFOLIO INCOME SEER CAPITAL PARTNERS ASP FUND	4,247	4,247	4,247
OTHER PORTFOLIO INCOME CRE DEBT FUND	18,947	18,947	18,947
OTHER PORTFOLIO INCOME TRICADIA CREDIT STRATEGIES II ASP FUND	11,824	11,824	11,824
OTHER PORTFOLIO INCOME FORTRESS SPECIAL OPPTY ASP FUND	30,624	30,624	30,624
FORTRESS SPECIAL OPPORTUNITIES ASP FUND	8,869		8,869
STERLING FOREST LLC	-13,097		-13,097



**TY 2018 Other Professional Fees Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGEMENT FEES	236,080	236,080		0
K-1 PORTFOLIO DEDUCTIONS	398	398		0

**TY 2018 Taxes Schedule****Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES	6,070	6,070		0