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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning 7/01, 2018, and ending 6/30, 2019

Warren P. and Ava F. Sewell
Foundation, Inc
217 Davis Blvd.
Bremen, GA 30110

A Employer identification number
58-1791240

B Telephone number (see instructions)

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, column (c), line 16)
\$ 4,397,981.
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)
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3/4 Revenue

- 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
- 5a Gross rents
- b Net rental income or (loss)
- 6a Net gain or (loss) from sale of assets not on line 10
- b Gross sales price for all assets on line 6a 2,080,091
- 7 Capital gain net income (from Part III line 2)
- 8 Net short term cap
- 9 Income modification
- 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)
- 12 Total Add lines 1 through 11

	80,699.	80,699.	80,699.	
	77,475.	77,475.	77,475.	
	178,364.			
		178,364.		
			0.	
	336,538.	336,538.	158,174.	

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Operating and Administrative Expenses

- 13 Compensation of officers, directors, trustees, etc.
- 14 Other employee salaries and wages
- 15 Pension plans, employee benefits
- 16a Legal fees (attach schedule)
- b Accounting fees (attach sch) See St 1
- c Other professional fees (attach sch) See St 2
- 17 Interest
- 18 Taxes (attach schedule) (see instrs) See Stm 3
- 19 Depreciation (attach schedule) and depletion
- 20 Occupancy
- 21 Travel, conferences, and meetings
- 22 Printing and publications
- 23 Other expense (attach schedule) See Statement 4
- 24 Total operating and administrative expenses Add lines 13 through 23
- 25 Contributions, gifts, grants paid Stmt 5
- 26 Total expenses and disbursements Add lines 24 and 25

	27,000.	8,100.	8,100.	18,900.
	14,425.	3,606.	3,606.	10,819.
	25,783.	25,783.	25,783.	
	1,786.	1,786.		
	153.	153.		
	69,147.	39,428.	37,489.	29,719.
	173,600.			173,600.
	242,747.	39,428.	37,489.	203,319.

- 27 Subtract line 26 from line 12
- a Excess of revenue over expenses and disbursements
- b Net investment income (if negative, enter -0-)
- c Adjusted net income (if negative, enter -0-)

	93,791.			
		297,110.		
			120,685.	

3a purpose

922

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	55,491.	64,194.	64,194.
	2 Savings and temporary cash investments	518,059.	879,046.	879,043.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)	134,693.	133,716.	133,343.
	b Investments — corporate stock (attach schedule)	1,945,130.	1,763,478.	1,744,789.
	c Investments — corporate bonds (attach schedule)	1,537,314.	1,511,332.	1,471,308.
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	114,091.	50,137.		
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe See Statement 6)	18,078.	14,744.	105,304.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item i)	4,322,856.	4,416,647.	4,397,981.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,322,856.	4,416,647.	
	30 Total net assets or fund balances (see instructions)	4,322,856.	4,416,647.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,322,856.	4,416,647.	

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	4,322,856.
2 Enter amount from Part I, line 27a	2	93,791.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,416,647.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,416,647.

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 See Statement 7				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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				
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	178,364.
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	-8,741.

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

(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	229,275.	4,394,371.	0.052175
2016	246,594.	4,166,608.	0.059183
2015	239,807.	4,332,112.	0.055356
2014	235,413.	4,890,651.	0.048135
2013	233,681.	4,848,893.	0.048193
2 Total of line 1, column (d)			2 0.263042
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 0.052608
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,971.
7 Add lines 5 and 6			7 2,971.
8 Enter qualifying distributions from Part XII, line 4			8 203,319.

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)

1 a 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	2,971.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	0.
3 Add lines 1 and 2		3	2,971.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,971.
6 Credits/Payments			
a 2018 estimated tax pmts and 2017 overpayment credited to 2018	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8		97.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		3,068.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a 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?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered See instructions GA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	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	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>The Meigs Group, PC</u> Telephone no <u>(770) 537-2326</u> Located at <u>217 Davis Blvd. Bremen GA</u> ZIP + 4 <u>30110</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country

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

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

	Yes	No
1 a 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 Organizations relying on a current notice regarding disaster assistance, check here ☐	1 b	N/A
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?	1 c	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 <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

5b N/A

Organizations relying on a current notice regarding disaster assistance, check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration

or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Robin S. Worley 115 Pacific Avenue Bremen, GA 30110	Trustee 1.00	0.	0.	0.
L. Richard Plunkett 196 Folds Road Carrollton, GA 30116	Trustee 1.00	0.	0.	0.
Virginia Sewell Penn 3220 Weston Place Atlanta, GA 30327	Trustee 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		
		0

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	0.

Total. Add lines 1 through 3

0.

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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	1 a	
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	0.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6 Minimum investment return. Enter 5% of line 5	6	0.

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	
2a Tax on investment income for 2018 from Part VI, line 5	2 a	2,971.
b Income tax for 2018 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	2,971.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	-2,971.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	-2,971.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.

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	1 a	203,319.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	203,319.
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	2,971.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	200,348.

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				0.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017	81,157.			
f Total of lines 3a through e	81,157.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 203,319.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2018 distributable amount				0.
e Remaining amount distributed out of corpus	203,319.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	284,476.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	284,476.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017	81,157.			
e Excess from 2018	203,319.			

BAA

Form 990-PF (2018)

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

Recipient Name and address (home or business) <i>a Paid during the year</i>	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
<u>See Schedule 5</u>				
Total			3 a	
b Approved for future payment				
Total			3 b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					80,699.
4	Dividends and interest from securities					77,475.
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					178,364.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					336,538.
13	Total. Add line 12, columns (b), (d), and (e)					336,538.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B	Relationship of Activities to the Accomplishment of Exempt Purposes
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[illegible]

2018

Federal Statements

Page 1

Warren P. and Ava F. Sewell
Foundation, Inc

58-1791240

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
606Accounting	\$ 14,425.	\$ 3,606.	\$ 3,606.	\$ 10,819.
Total	\$ 14,425.	\$ 3,606.	\$ 3,606.	\$ 10,819.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Management Fees	\$ 25,783.	\$ 25,783.	\$ 25,783.	
Total	\$ 25,783.	\$ 25,783.	\$ 25,783.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Taxes	\$ 1,786.	\$ 1,786.		
Total	\$ 1,786.	\$ 1,786.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Checks	\$ 153.	\$ 153.		
Total	\$ 153.	\$ 153.	\$ 0.	\$ 0.

Statement 5
Form 990-PF, Part I, Line 25
Contributions, Gifts, and GrantsCash Grants and Allocations

Class of Activity:

Donee's Name:

Relationship of Donee:

Building Improvements

Advocates for Remarkable CiAlice's House

Carrollton GA 30117

N/A

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Organizational Status of Donee:	Public	
Amount Given:		\$ 500.
Class of Activity:	Operational Expense	
Donee's Name:	Arts for All, Inc	
	Carrollton Ga 30117	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public Charity	
Amount Given:		2,000.
Class of Activity:	Operational Expense	
Donee's Name:	Bremen Educational Foundation	
	Bremen GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		3,000.
Class of Activity:	Program Expense	
Donee's Name:	Buchanan United Methodist Church	
	Buchanan GA 30113	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		300.
Class of Activity:	Operational Expense	
Donee's Name:	Carroll County Mental Health Advocates	
	Carrollton GA 30117	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		1,000.
Class of Activity:	Asset Acquisition	
Donee's Name:	City of Bowdon, Ga.	
	Bowdon Ga 30108	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		5,000.
Class of Activity:	Program Expense	
Donee's Name:	Ferst Readers, Inc.	
	Bremen GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		7,500.
Class of Activity:	Program Expense	
Donee's Name:	Univ of West Georgia Foundation	
	Carrollton GA 30118	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		7,500.
Class of Activity:	Program Expense	
Donee's Name:	Carroll County Child Advocacy	
	Bremen GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 1,000.

Class of Activity: Program Expense
Donee's Name: Historic High Country Travel Association
Villa Rica GA 30180

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 500.

Class of Activity: Program Expense
Donee's Name: Lifegate Church
Bremen GA 30110
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,500.

Class of Activity: Building Improvements
Donee's Name: Carrollton First United Methodist Church
Bremen GA 30110
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 20,000.

Class of Activity: Operational Expense
Donee's Name: Murphy Harpst
Cedartown GA 30125
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 6,000.

Class of Activity: Operational Expense
Donee's Name: Mere Christianity Forum, Inc.
Greenville SC 29608
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 22,500.

Class of Activity: Program Expense
Donee's Name: Central High School
Carrollton Ga 30117
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,000.

Class of Activity: Asset Acquisition
Donee's Name: Sewell Mill
Bremen GA 30110
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 20,000.

Class of Activity: Program Expense
Donee's Name: Lifeline Animal Project
Atlanta GA 30333
Relationship of Donee: N/A
Organizational Status of Donee: Public

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given:		\$	500.
Class of Activity:	Program Expense		
Donee's Name:	National Monument Foundation		
	Atlanta GA 30363		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			10,000.
Class of Activity:	Program Expense		
Donee's Name:	Signs of Christmas		
	Willard NC 28478		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			500.
Class of Activity:	Program Expense		
Donee's Name:	Feed The Sheep Ministries		
	Gainesville Fl 32608		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			300.
Class of Activity:	Program Expense		
Donee's Name:	Grow Haralson, Inc.		
	Waco GA 30182		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			10,000.
Class of Activity:	Program Expense		
Donee's Name:	Tanner Foundation		
	Carrollton GA 30117		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			3,500.
Class of Activity:	Outreach Funding		
Donee's Name:	Tragedy Assistance for Survivors (TAPS)		
	Arlington VA 22201		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			1,500.
Class of Activity:	Program Expense		
Donee's Name:	Hebron Colony Ministries, Inc.		
	Boone NC 28607		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			2,500.
Class of Activity:	Operational Expense		
Donee's Name:	Oak Grove Baptist Church		
	Carrollton GA 30117		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 1,500.

Class of Activity: Operational Expense
Donee's Name: Haralson County Council on Aging
Carrollton GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 250.

Class of Activity: Program Expense
Donee's Name: KidsPeace
Bowdon GA 30108
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 20,000.

Class of Activity: Operational Expense
Donee's Name: Haralson County Historical Society
Bremen GA 30110
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 750.

Class of Activity: Operational Expense
Donee's Name: Impact West Georgia
Bowdon GA 30108
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 250.

Class of Activity: Asset Acquisition
Donee's Name: RAPHA Clinic of West Georgia, Inc.
Temple GA 30179
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 2,500.

Class of Activity: Operational Expense
Donee's Name: Oak Mountain Academy
Bremen GA 30110
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 10,000.

Class of Activity: Program Expense
Donee's Name: Shady Grove Christian Church
Villa Rica GA 30180
Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,000.

Class of Activity: Asset Acquisition
Donee's Name: Warren P. Sewell Memorial Library
Bowdon GA 30108
Relationship of Donee: N/A
Organizational Status of Donee: Public

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 4,500.

Class of Activity: Maintenance Expense
Donee's Name: The Gresham Cemetery, Inc.
Canton GA 30115Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 250.Class of Activity: Operational Expense
Donee's Name: The Blake House
Bremen GA 30110Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 2,000.Class of Activity: Operational Expense
Donee's Name: West Georgia Autism Foundation
Carrollton Ga 30112Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 2,500.Total \$ 173,600.**Statement 6**
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Accrued Interest Receivable	\$ 14,744.	\$ 14,744.
Exchange Traded Funds		84,422.
Other Intangible Assets		6,138.
Total	\$ <u>14,744.</u>	\$ <u>105,304.</u>

Statement 7
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	30 Morgan Stanley Dean Witter	Purchased	9/08/2014	7/30/2018
2	55 Pitney Bowes	Purchased	6/04/2012	8/02/2018
3	25 Peabody Energy	Purchased	6/30/2018	9/10/2018
4	8 RR DONNELLY & SONS	Purchased	2/07/2011	10/15/2018
5	50 Petrobras Global Finl	Purchased	8/22/2013	12/21/2018
6	71 Potlatchdeltic Corp	Purchased	9/11/2015	1/31/2019
7	35 Centel Capital	Purchased	12/30/2010	5/31/2019
8	38 Nabors Inds	Purchased	12/19/2014	6/14/2019
9	50 Dell Inc	Purchased	1/25/2013	6/17/2019

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
10	93 Biogen Inc	Purchased	10/22/2015	7/18/2018
11	4,581 General Electric	Purchased	12/28/2017	7/18/2018
12	587 Ross Stores	Purchased	7/17/2017	7/19/2018
13	170 Amgen Inc	Purchased	10/22/2015	7/19/2018
14	293 Polaris Inds	Purchased	12/28/2015	7/19/2018
15	8,570 MIMEDX GROUP INC	Purchased	1/02/2015	8/07/2018
16	588 Ross Stores, Inc.	Purchased	7/17/2017	8/08/2018
17	437 Exxon Mobil	Purchased	11/02/2017	8/08/2018
18	4,125 DSW Inc	Purchased	11/02/2017	8/31/2018
19	437 Exact Sciences	Purchased	7/16/2018	8/31/2018
20	840 Lowes Cos	Purchased	7/17/2017	9/06/2018
21	2,286 Toll Brothers Inc	Purchased	7/16/2018	10/02/2018
22	1,323 Anixter Intl	Purchased	7/16/2018	1/03/2019
23	1,064 Haliburton Company	Purchased	8/17/2018	1/03/2019
24	3,184 Tanger Factory Outlet	Purchased	12/27/2017	1/03/2019
25	4,600 Tata Motors Ltd	Purchased	6/04/2018	1/03/2019
26	8,873 Sun Run Inc	Purchased	11/29/2017	3/11/2019
27	3,859 PPL Corp	Purchased	6/04/2018	3/11/2019
28	1,400 IShares Trst MSCI Emg Mkt	Purchased	9/21/2017	3/11/2019
29	644 Smucker JM Co	Purchased	10/04/2017	4/04/2019
30	16,538 Lee Enterprises	Purchased	1/23/2018	4/04/2019
31	621 General Mills	Purchased	6/06/2018	4/04/2019
32	1,421 US Steel Corp	Purchased	8/17/2018	4/10/2019
33	2,125 Designer Brands Inc	Purchased	11/02/2017	4/10/2019
34	3,720 Federated Investors	Purchased	7/16/2018	4/10/2019
35	2,339 Iron Mountain Inc	Purchased	7/16/2018	4/10/2019
36	1,050 LGI Homes Inc	Purchased	4/01/2016	4/10/2019
37	1,244 General Mills	Purchased	6/06/2018	5/14/2019
38	2,766 Aberdeen Chile Fund	Purchased	7/28/2016	6/24/2019

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	30,000.		30,058.	-58.				\$ -58.
2	56,205.		55,301.	904.				904.
3	42.		0.	42.				42.
4	8,480.		8,103.	377.				377.
5	48,250.		44,283.	3,967.				3,967.
6	73,303.		72,846.	457.				457.
7	35,000.		35,453.	-453.				-453.
8	38,570.		37,257.	1,313.				1,313.
9	50,000.		50,016.	-16.				-16.
10	32,801.		23,783.	9,018.				9,018.
11	63,736.		79,390.	-15,654.				-15,654.
12	50,870.		32,118.	18,752.				18,752.
13	33,019.		27,797.	5,222.				5,222.
14	36,480.		25,352.	11,128.				11,128.
15	35,874.		79,238.	-43,364.				-43,364.
16	52,484.		32,173.	20,311.				20,311.
17	34,972.		36,496.	-1,524.				-1,524.
18	70,690.		40,567.	30,123.				30,123.
19	32,707.		28,307.	4,400.				4,400.
20	92,392.		64,223.	28,169.				28,169.
21	75,430.		84,905.	-9,475.				-9,475.
22	71,010.		84,871.	-13,861.				-13,861.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
23	28,150.		42,180.	-14,030.				\$ -14,030.
24	64,211.		83,479.	-19,268.				-19,268.
25	56,020.		95,779.	-39,759.				-39,759.
26	133,537.		53,952.	79,585.				79,585.
27	124,019.		104,472.	19,547.				19,547.
28	58,925.		63,954.	-5,029.				-5,029.
29	74,947.		67,636.	7,311.				7,311.
30	55,938.		41,168.	14,770.				14,770.
31	31,598.		26,353.	5,245.				5,245.
32	28,186.		42,228.	-14,042.				-14,042.
33	46,840.		40,267.	6,573.				6,573.
34	115,846.		86,797.	29,049.				29,049.
35	84,843.		84,894.	-51.				-51.
36	68,936.		24,975.	43,961.				43,961.
37	64,039.		52,790.	11,249.				11,249.
38	21,741.		18,266.	3,475.				3,475.
Total								\$ 178,364.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Warren P. and Ava F. Sewell Foundation,
Name: Richard Meigs
Care Of: The Meigs Group, PC
Street Address: 217 Davis Blvd.
City, State, Zip Code: Bremen, GA 30110
Telephone: 770-537-2326
E-Mail Address:
Form and Content: Written in letter form
Submission Deadlines: N/A
Restrictions on Awards: Primarily charities in Haralson and Carroll Counties,
Georgia and East Alabama