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EXTENDED TO NOVEMBER 16, 2020

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.

1912

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending .

Name of foundation
THE BEN MAY CHARITABLE TRUST
HANCOCK WHITNEY BANK, SUCCESSOR TRUSTEE

A Employer identification number
23-7145009

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
25 W I-65 SERVICE RD N

B Telephone number
(228)822-4366

City or town, state or province, country, and ZIP or foreign postal code
MOBILE, AL 36608

C If exemption application is pending, check here ▶ ☐ 6

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation 04

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 32,552,005.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	23,359.	23,359.		STATEMENT 1
4 Dividends and interest from securities	445,783.	445,783.		STATEMENT 2
5a Gross rents	36,142.	36,142.		STATEMENT 3
b Net rental income or (loss) 36,142.				
6a Net gain or (loss) from sale of assets not on line 10	2,851,619.			
b Gross sales price for all assets on line 6a 15,919,962.				
7 Capital gain net income (from Part IV, line 2)		2,851,619.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	1,933.	816.		STATEMENT 4
12 **Total** Add lines 1 through 11	3,358,836.	3,357,719.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	114,549.	22,776.		91,773.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 5	15,307.	11,801.		3,506.
b Accounting fees STMT 6	46,719.	15,496.		31,223.
c Other professional fees STMT 7	2,678.	2,678.		0.
17 Interest				
18 Taxes STMT 8	39,756.	27,656.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	26,951.	0.		26,951.
22 Printing and publications				
23 Other expenses STMT 9	39,051.	39,051.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	285,011.	119,458.		153,453.
25 Contributions, gifts, grants paid	1,388,246.			1,388,246.
26 **Total expenses and disbursements** Add lines 24 and 25	1,673,257.	119,458.		1,541,699.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,685,579.			
b **Net investment income** (if negative, enter -0-)		3,238,261.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2019)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	519,602.	484,920.	484,920.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	5,070.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 11	2,070,235.	3,303,294.	3,303,294.
	b Investments - corporate stock STMT 12	11,263,246.	12,696,584.	12,696,584.
	c Investments - corporate bonds STMT 13	1,750,181.	1,601,624.	1,601,624.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	15,370,260.	14,465,583.	14,465,583.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	30,978,594.	32,552,005.	32,552,005.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.**			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ [X] and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	30,978,594.	32,552,005.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	29 **Total net assets or fund balances**	30,978,594.	32,552,005.	
	30 **Total liabilities and net assets/fund balances**	30,978,594.	32,552,005.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	30,978,594.
2 Enter amount from Part I, line 27a	2	1,685,579.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,664,173.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	112,168.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	32,552,005.

Form **990-PF** (2019)

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	40 AC BALDWIN CNTY AL	P	VARIOUS	12/30/19
b	PUBLICLY TRADED SECURITIES	P		
c	TIMBER	P		
d	CAPITAL GAINS DIVIDENDS			
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	80,000.		12,675.	67,325.
b	15,513,361.		13,040,197.	2,473,164.
c	309,413.		15,471.	293,942.
d	17,188.			17,188.
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				67,325.
b				2,473,164.
c				293,942.
d				17,188.
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 2,851,619.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,659,324.	32,515,633.	.051032
2017	1,552,251.	32,579,192.	.047645
2016	1,535,107.	30,662,927.	.050064
2015	1,496,399.	31,486,780.	.047525
2014	1,494,308.	31,736,619.	.047085

2	**Total** of line 1, column (d)	2	.243351
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	.048670
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	31,630,236.
5	Multiply line 4 by line 3	5	1,539,444.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	32,383.
7	Add lines 5 and 6	7	1,571,827.
8	Enter qualifying distributions from Part XII, line 4	8	1,541,699.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	64,765.
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	64,765.
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	64,765.
6	Credits/Payments:			
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a 12,054.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 66,000.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	78,054.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	1,712.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11,577.
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 11,577. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G?* If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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

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

Website address ▶ N/A

14 The books are in care of ▶ HANCOCK WHITNEY BANK, SUCCESSOR TRU Telephone no. ▶ 228-822-4366

Located at ▶ 25 W I-65 SERVICE RD N, MOBILE, AL ZIP+4 ▶ 36608

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2019, 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		X

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

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b		X
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? SEE STATEMENT 16	☒ 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		114,549.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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.	Expenses
1 N/A	
2	
3	
4	

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	16,186,259.
b	Average of monthly cash balances		1b	1,166,416.
c	Fair market value of all other assets		1c	14,759,240.
d	**Total** (add lines 1a, b, and c)		1d	32,111,915.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	32,111,915.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	481,679.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	31,630,236.
6	**Minimum investment return.** Enter 5% of line 5		6	1,581,512.

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	1,581,512.
2a	Tax on investment income for 2019 from Part VI, line 5	2a 64,765.		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	64,765.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,516,747.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,516,747.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,516,747.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,541,699.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,541,699.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,541,699.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,516,747.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			1,497,418.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 1,541,699.				
a Applied to 2018, but not more than line 2a			1,497,418.	
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 2019 distributable amount				44,281.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (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	0.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				1,472,466.
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 2014 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2020** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

THE BEN MAY CHARITABLE TRUST, 228-822-4366
HANCOCK WHITNEY BANK, 25 W I-65 SERVICE RD N, MOBILE, AL 36608

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

LETTER APPLICATION ALONG WITH COPY OF THE IRS TAX EXEMPTION LETTER

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: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALABAMA HUMANITIES FOUNDATION 1000 IRELAND RD STE 202 BIRMINGHAM, AL 35205		PUBLIC	ALABAMA HISTORY DAY COMPETITION	5,000.
ALABAMA SHAKESPEARE FESTIVAL INC. 1 FESTIVAL DR. MONTGOMERY, AL 36117		PUBLIC	SPONSOR 2020 PRODUCTION OF COMEDY OF ERRORS	25,000.
AMERICAN CHESTNUT FDN. 538 RIVERVIEW DR FLORENCE, AL 35630		PUBLIC	CHESTNUT GENOME PROJECT	5,000.
AMERICAN COMMITTEE FOR THE WEIZMANN INSTITUTE OF SCIENCE 633 THIRD AVE NEW YORK, NY 10017		PUBLIC	BEN MAY CENTER FOR CHEMICAL THEORY AND COMPUTATION	250,000.
AMERICAN FRIENDS OF THE PERES INSTITUTE FOR PEACE 200 S BISCAYNE BLVD, STE 1680 MIAMI, FL 33131		PUBLIC	GENERAL PURPOSES	50,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,388,246.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AVODAH THE JEWISH SERVICE CORPS 125 MAIDEN LN #8B NEW YORK, NY 10038		PUBLIC	GENERAL PURPOSES	7,500.
BOYS & GIRLS CLUB PO BOX 6724 MOBILE, AL 36660		PUBLIC	GENERAL PURPOSES	10,000.
CHILDREN OF THE WORLD 22787 US 98 FAIRHOPE, AL 36532		PUBLIC	CAREPORTAL PROGRAM	25,000.
CONGREGATION B'NAI JESHURUN 257 W 88TH ST NEW YORK, NY 10024		PUBLIC	GENERAL PURPOSES	20,000.
DAUPHIN ISLAND SEA LAB 101 BIENVILLE BLVD DAUPHIN ISLAND, AL 36528		PUBLIC	GENERAL PURPOSES	5,000.
DMG PRODUCTIONS 3378 MOFFETT RD MOBILE, AL 36607		PUBLIC	GENERAL PURPOSES	30,000.
DOE FUND 232 E 84TH ST NEW YORK, NY 10028		PUBLIC	GENERAL PURPOSES	10,000.
DOROT FOUNDATION 171 W 85TH ST NEW YORK, NY 10024		PUBLIC	GENERAL PURPOSES	10,000.
EMMANUEL CONNECTION 11055 HWY 39 N DALEVILLE, MS 39326		PUBLIC	GENERAL PURPOSES	2,000.
FEEDING THE GULF COAST 5248 MOBILE S ST THEODORE, AL 36582		PUBLIC	PROVIDE MEALS FOR CENTRAL GULF COAST CHILDREN	10,000.
Total from continuation sheets				1,053,246.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOUNDATION FOR NEW MEDIA PO BOX 218 STONE RIDGE, NY 12484		PUBLIC	SUPPORT OF THE FILM SINK THE ALABAMA	20,000.
GOVERNMENT STREET PRESBYTERIAN CHURCH 300 GOVERNMENT ST. MOBILE, AL 36602		PUBLIC	MUSIC PROGRAM	5,000.
ISRAEL POLICY FORUM 355 LEXINGTON AVE 14TH FLOOR NEW YORK, NY 10017		PUBLIC	GENERAL PURPOSES	10,000.
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027		PUBLIC	GENERAL PURPOSES	68,000.
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027		PUBLIC	CENTER FOR PASTORAL EDUCATION	25,000.
LEARNING TREE 205 LAMBERT AVE STE B MOBILE, AL 36604		PUBLIC	NEW PLAYGROUND	10,000.
LEROY VOLUNTEER FIRE DEPT. PO BOX 95 LEROY, AL 36548		PUBLIC	CONSTRUCTION OF NEW BUILDING	50,000.
LIBERTY LEARNING FOUNDATION 3414 GOVERNORS DR SW STE 215 HUNTSVILLE, AL 35805		PUBLIC	SUPER CITIZENS PROGRAM IN MOBILE & BALDWIN COUNTIES	15,000.
LITTLE SISTERS OF THE POOR 1655 MCGILL AVE MOBILE, AL 36604		PUBLIC	GENERAL PURPOSES	5,000.
MAIN STREET MOBILE PO BOX 112 MOBILE, AL 36601		PUBLIC	AID COST OF BRINGING IMPLEMENTAL DEVELOPMENT ALLIANCE TO MOBILE	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MCGILL TOOLEN CATHOLIC SCHOOL 1501 OLD SHELL RD MOBILE, AL 36604		PUBLIC	ST. AUGUSTINE SCHOLARSHIP FUND	25,000.
MOBILE AREA JEWISH FEDERATION 705 REGENTS WAY MOBILE, AL 36609		PUBLIC	GENERAL PURPOSES	5,400.
MOBILE ARTS COUNCIL 318 DAUPHIN ST MOBILE, AL 36602		PUBLIC	GENERAL PURPOSES	5,000.
MOBILE BAYKEEPER 450 GOVERNMENT ST MOBILE, AL 36602		PUBLIC	GENERAL PURPOSES	5,000.
MULHERIN CUSTODIAL HOME 2496 HALLS MILL RD MOBILE, AL 36606		PUBLIC	BUILDING REPAIRS AND LIFE ESSENTIALS SUPPORT	10,000.
MUSEUM OF THE SOUTHERN JEWISH EXPERIENCE 4915 I-55 #100 JACKSON, MS 39206		PUBLIC	FULFILLMENT OF PLEDGE FOR FUNDING OF MUSEUM	33,333.
NATIONAL ASSOCIATION OF SCHOLARS 420 MADISON AVE 7TH FLOOR NEW YORK, NY 10017		PUBLIC	GENERAL PURPOSES	5,000.
PEF ISRAEL ENDOWMENT FUND 630 3RD AVE NEW YORK, NY 10017		PUBLIC	MENTOR PROGRAM	30,000.
PINE GROVE UNITED METHODIST CHURCH 2075 POWELL CUT-OFF RD LEROY, AL 36548		PUBLIC	STUDENT BACKPACK PROGRAM	7,500.
PRESBYTERIAN HOME FOR CHILDREN PO BOX 577 TALLADEGA, AL 35161		PUBLIC	ASCENSION LEADERSHIP ACADEMY	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRICHARD PREPARATORY SCHOOL 743 MT SINAI AVE MOBILE, AL 36612		PUBLIC	ACADEMIC BRIDGE PROGRAM	10,000.
RAMAH DAROM 6400 POWERS FERRY RD, STE 215 ATLANTA, GA 30339		PUBLIC	MAINTAIN "BEN MAY CABIN" AT CAMP	5,000.
RONALD MCDONALD HOUSE 1626 SPRINGHILL AVE MOBILE, AL 36604		PUBLIC	ONE GUEST ROOM FOR A YEAR	4,380.
SHUBUTA MEMORIAL CEMETERY TRUST PO BOX 375 SHUBUTA, MS 39360		NC	PENETRATING RADAR SURVEY TO DETECT UNMARKED GRAVES AND DRAINAGE WORK	3,000.
SHUBUTA UNITED METHODIST CHURCH PO BOX 464 SHUBUTA, MS 39360		PUBLIC	RESTORATION OF THE CHURCH	4,000.
SOUTH ALABAMA BOTANICAL & HORTICULTURAL SOCIETY 5151 MUSEUM DR MOBILE, AL 36608		PUBLIC	GENERAL PURPOSES	5,000.
SPRINGHILL AVENUE TEMPLE 1769 SPRINGHILL AVE MOBILE, AL 36607		PUBLIC	BEN MAY ENRICHMENT FUND	7,500.
ST. IGNATIUS 3704 SPRINGHILL AVE MOBILE, AL 36608		PUBLIC	NEW CHURCH CONSTRUCTION	15,000.
ST. LUKE'S EPISCOPAL SCHOOL 1400 S UNIVERSITY BLVD. MOBILE, AL 36609		PUBLIC	REPAIRS & PLAYGROUND EQUIPMENT	15,000.
ST. STEPHENS NUTRITIONAL CENTER 2311 COUNTY RD 34 ST STEPHENS, AL 36569		PUBLIC	BUILDING REPAIRS	5,000.
Total from continuation sheets				

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THE BEN MAY CHARITABLE TRUST
HANCOCK WHITNEY BANK, SUCCESSOR TRUSTEE 23-7145009

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. STEPHENS VOLUNTEER FIRE DEPT. PO BOX 81 ST STEPHENS, AL 36569		PUBLIC	GENERAL PURPOSES	5,000.
TECHNOSERVE 1777 N KENT ST STE 1100 ARLINGTON, VA 22209		PUBLIC	GENERAL PURPOSES	5,000.
THE UNIVERSITY OF CHICAGO 929 E 57TH ST, W421C CHICAGO, IL 60637		PUBLIC	CANCER RESEARCH FUNDING	250,000.
UNITED JEWISH APPEAL 130 E 59TH ST NEW YORK, NY 10022		PUBLIC	GENERAL PURPOSES	25,000.
VICTORY HEALTH PARTNERS 3750 PROFESSIONAL PKWY MOBILE, AL 36609		PUBLIC	GENERAL PURPOSES	5,000.
YMCA OF SOUTH ALABAMA, INC. 3 S ROYAL ST, STE 300 MOBILE, AL 36602		PUBLIC	BIG BROTHERS BIG SISTERS	10,000.
ALABAMA POLICY INSTITUTE 2213 MORRIS AVE. BIRMINGHAM, AL 35203		PUBLIC	DEFENSE OF ALABAMA ACCOUNTABILITY ACT	10,000.
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 199 WATER ST 11TH FL NEW YORK, NY 10038		PUBLIC	GENERAL PURPOSES	2,500.
COLUMBIA UNIVERSITY 11 ST & BRAODWAY NEW YORK, NY 10027		PUBLIC	BUSINESS SCHOOL	5,000.
GILDA'S CLUB NEW YORK 195 W HOUSTON ST NEW YORK, NY 10014		PUBLIC	GENERAL PURPOSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INSTITUTE OF SOUTHERN JEWISH LIFE INC, 4915 I-55 #100 JACKSON, MS 39206		PUBLIC	GENERAL PURPOSES	18,000.
WILMER HALL 3811 OLD SHELL RD MOBILE, AL 36608		PUBLIC	UPDATE LIGHTING AND RESTORATION	10,000.
WOUNDED WARRIOR PROJECT 4899 BELFORT RD STE 300 JACKSONVILLE, FL 32256		PUBLIC	GENERAL PURPOSES	5,000.
DUMAS WESLEY COMMUNITY CENTER 126 MOBILE ST MOBILE, AL 36607		PUBLIC	GENERAL PURPOSES	25,000.
FAIRHOPE FILM FESTIVAL 122 FAIRHOPE AVE STE 3 FAIRHOPE, AL 36532		PUBLIC	GENERAL PURPOSES	1,000.
SALVATION ARMY 1009 DAUPHIN ST MOBILE, AL 36604		PUBLIC	CHRISTMAS PROGRAM	2,000.
ST. JUDE CHILDRENS RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105		PUBLIC	GENERAL PURPOSES	3,000.
AZALEA CITY CENTER FOR THE ARTS 63 MIDTOWN PK E MOBILE, AL 36606		PUBLIC	GENERAL PURPOSES	10,000.
JUDAISM & DEMOCRACY ACTION ALLIANCE 364 W 117TH ST #4C NEW YORK, NY 10026		PUBLIC	GENERAL PURPOSES	2,833.
MOBILE INFIRMARY ASSOCIATION 166 MOBILE INFIRMARY BLVD MOBILE, AL 36607		PUBLIC	GENERAL PURPOSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MOUNT VERNON LADIES ASSOC. OF THE UNION 3200 MOUNT VERNON MEMORIAL HWY MOUNT VERNON, VA 22121		PUBLIC	GEORGE WASHINGTON TEACHER INSTITUTE FOR ALABAMA EDUCATORS	30,000.
SENIOR CITIZENS SERVICES INC. 1717 DAUPHIN ST MOBILE, AL 36604		PUBLIC	GENERAL PURPOSES	5,000.
SHRINER'S HOSPITAL FOR CHILDREN 2900 ROCKY POINT DR TAMPA, FL 33607		PUBLIC	GENERAL PURPOSES	3,000.
NATURE CONSERVANCY 2100 FIRST AVE N STE 500 BIRMINGHAM, AL 35203		PUBLIC	CONTINUE & EXPAND MARINE PROGRAM IN COASTAL ALABAMA	10,000.
ORDER OF ST. JOHN 1850 M ST NW #1070 WASHINGTON, DC 20036		PUBLIC	PEACE IN SIGHT PROGRAM	35,000.
THE UNIVERSITY OF ALABAMA 801 UNIVERSITY BLVD TUSCALOOSA, AL 35487		PUBLIC	GENERAL PURPOSES	2,500.
THE UNIVERSITY OF ALABAMA LAW SCHOOL FOUNDATION 101 PAUL W BRYANT DR E TUSCALOOSA, AL 35487		PUBLIC	BEN MAY ENDOWED SCHOLARSHIP	5,500.
USS ALABAMA BATTLESHIP FOUNDATION PO BOX 65 MOBILE, AL 36601		PUBLIC	GENERAL PURPOSES	1,000.
GOVERNMENT STREET PRESBYTERIAN CHURCH 300 GOVERNMENT ST. MOBILE, AL 36602		PUBLIC	FUNDING FOR ASSOCIATE PASTOR POSITION	7,500.
FRIENDS OF MAGNOLIA CEMETERY PO BOX 6383 MOBILE, AL 36660		NC	REPAIR/REPAVING OF DRIVEWAY	1,800.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	23,359.	
4 Dividends and interest from securities			14	445,783.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	36,142.	
6 Net rental income or (loss) from personal property					
7 Other investment income	531120	1,117.	01	816.	
8 Gain or (loss) from sales of assets other than inventory			18	2,851,619.	
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)		1,117.		3,357,719.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 3,358,836.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Katherine A Parker CPA VP&TO | 11/15/2020 | VP & TO

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
J WILBERT JORDAN, JR	J WILBERT JORDAN,	11/12/20		P00275848
Firm's name ▶ SMITH DUKES & BUCKALEW LLP			Firm's EIN ▶ 63-0191630	
Firm's address ▶ 3800 AIRPORT BLVD MOBILE, AL 36608-1667			Phone no. (251)343-1200	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SHORT TERM INVESTMENT FUNDS	23,359.	23,359.	
TOTAL TO PART I, LINE 3	23,359.	23,359.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BOND INTEREST	51,757.	0.	51,757.	51,757.	
CORPORATE DIVIDENDS	352,151.	17,188.	334,963.	334,963.	
US INTEREST INCOME	59,063.	0.	59,063.	59,063.	
TO PART I, LINE 4	462,971.	17,188.	445,783.	445,783.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
HUNTING LEASE INCOME	1	36,142.
TOTAL TO FORM 990-PF, PART I, LINE 5A		36,142.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
HARBERT REAL ESTATE FD	-1,266.	-1,266.	
HARBERT REAL ESTATE FD	1,117.	0.	
BP SETTLEMENT CLAIMS	2,082.	2,082.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,933.	816.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	15,307.	11,801.		3,506.
TO FM 990-PF, PG 1, LN 16A	15,307.	11,801.		3,506.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	46,719.	15,496.		31,223.
TO FORM 990-PF, PG 1, LN 16B	46,719.	15,496.		31,223.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	2,678.	2,678.		0.
TO FORM 990-PF, PG 1, LN 16C	2,678.	2,678.		0.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX, NET	12,000.	0.		0.
REAL ESTATE TAXES	26,267.	26,267.		0.
FOREIGN TAX	1,389.	1,389.		0.
STATE INCOME TAXES, NET	100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	39,756.	27,656.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROAD & TIMBER MAINTENANCE	35,157.	35,157.		0.
INSURANCE	1,891.	1,891.		0.
MISCELLANEOUS	95.	95.		0.
ADR FEES	458.	458.		0.
APPRAISAL	1,450.	1,450.		0.
TO FORM 990-PF, PG 1, LN 23	39,051.	39,051.		0.

FORM 990-PF — OTHER DECREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 10

DESCRIPTION	AMOUNT
INCREASE (DECREASE) IN UNREALIZED GAINS	112,168.
TOTAL TO FORM 990-PF, PART III, LINE 5	112,168.

FORM 990-PF — U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS — STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS - SEE ATTACHED LIST	X		3,303,294.	3,303,294.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,303,294.	3,303,294.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,303,294.	3,303,294.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED LIST	9,129,495.	9,129,495.
EQUITY MUTUAL FUNDS - SEE ATTACHED LIST	3,567,089.	3,567,089.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,696,584.	12,696,584.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS - SEE ATTACHED LIST	1,601,624.	1,601,624.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,601,624.	1,601,624.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TIMBERLANDS & MINERALS	FMV	14,348,772.	14,348,772.
K2 OVERSEAS INVESTORS I LTD.	FMV	90,677.	90,677.
HARBERT REAL ESTATE FUND III	FMV	26,134.	26,134.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,465,583.	14,465,583.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
REGIONS BANK P.O. DRAWER 1628 MOBILE, AL 36629	TRUSTEE 5.00	5,064.	0.	0.
LYNETTE P. KOPPEL 245 E 93RD ST NEW YORK, NY 10128	DIST. COMMITTEE MEMBER 2.30	0.	0.	0.
JOHN D. PEEBLES 118 N ROYAL ST MOBILE, AL 36602	DIST. COMMITTEE MEMBER 2.00	25,000.	0.	0.
STEVEN KOPPEL 245 E 93RD ST NEW YORK, NY 10128	DIST. COMMITTEE MEMBER 2.00	0.	0.	0.
VIVIAN G. JOHNSTON III 813 DOWNTOWNER BLVD MOBILE, AL 36609	DIST. COMMITTEE CHAIRMAN 1.00	25,000.	0.	0.
ALLISON H. PEEBLES 118 N ROYAL ST MOBILE, AL 36602	DIST. COMMITTEE MEMBER 1.70	8,333.	0.	0.
VIVIAN G. JOHNSTON V P.O. BOX 41105 MOBILE, AL 36640	DIST. COMMITTEE MEMBER 2.70	8,333.	0.	0.
KEN NIEMEYER 7 FELS AVE FAIRHOPE, AL 36532	SECRETARY 2.40	10,000.	0.	0.
HANCOCK WHITNEY BANK 25 W I-65 SERVICE RD N MOBILE, AL 36608	TRUSTEE 5.00	32,819.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		114,549.	0.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 16
PART VII-B, LINE 5C

GRANTEE'S NAME

FRIENDS OF MAGNOLIA CEMETERY

GRANTEE'S ADDRESS

P.O. BOX 6383
MOBILE, AL 36660

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
1,800.	12/03/19	1,800.

PURPOSE OF GRANT

REPAIRS/REPAVING OF CEMETERY DRIVEWAY

DATES OF REPORTS BY GRANTEE

OCTOBER 30, 2020

ANY DIVERSION BY GRANTEE

NONE