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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

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation
THE GOODMAN FOUNDATION INC

A Employer identification number
56-6034757

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 1040

Room/suite

B Telephone number (see instructions)
(704) 633-5982

City or town, state or province, country, and ZIP or foreign postal code
SALISBURY, NC 28145

C If exemption application is pending, check here

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

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

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

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) \$ 11,009,075

J Accounting method

Cash

Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

1 Contributions, gifts, grants, etc , received (attach schedule)
2 Check 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
7 Capital gain net income (from Part IV, line 2)
8 Net short-term capital gain
9 Income modifications
10a Gross sales less returns and allowances
b Less Cost of goods sold
c Gross profit or (loss) (attach schedule)
11 Other income (attach schedule)
12 Total. Add lines 1 through 11

249,098

1,338

295,822

85,392

2,500,030

85,392

631,650

370,621

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 schedule)
c Other professional fees (attach schedule)
17 Interest
18 Taxes (attach schedule) (see instructions)
19 Depreciation (attach schedule) and depletion
20 Occupancy
21 Travel, conferences, and meetings
22 Printing and publications
23 Other expenses (attach schedule)
24 Total operating and administrative expenses.
Add lines 13 through 23
25 Contributions, gifts, grants paid
26 Total expenses and disbursements. Add lines 24 and 25

45,647

10,672

386

56,705

492,600

549,305

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-)

82,345

320,907

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2019)

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	16,033	10,682	10,682
	2 Savings and temporary cash investments	103,651	336,027	336,027
	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 schedule) ▶ _____ 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)	255,840	279,464	279,464
	b Investments—corporate stock (attach schedule)	4,663,577	6,152,986	6,152,986
	c Investments—corporate bonds (attach schedule)	2,297,467	2,160,264	2,160,264
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,730,974	2,069,652	2,069,652
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,067,542	11,009,075	11,009,075	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
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	9,067,542	11,009,075	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg , and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	9,067,542	11,009,075	
30 Total liabilities and net assets/fund balances (see instructions) .	9,067,542	11,009,075		

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	9,067,542
2 Enter amount from Part I, line 27a	2	82,345
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,859,188
4 Add lines 1, 2, and 3	4	11,009,075
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 29 .	6	11,009,075

Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
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	85,392
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	426,570	9,871,972	0 043210
2017	445,969	9,321,753	0 047842
2016	414,242	8,280,773	0 050025
2015	396,785	8,339,250	0 047580
2014	383,769	8,357,770	0 045918

2 Total of line 1, column (d) { }	2	0 234575
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 046915
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 { }	4	10,278,444
5 Multiply line 4 by line 3 { }	5	482,213
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	3,209
7 Add lines 5 and 6 { }	7	485,422
8 Enter qualifying distributions from Part XII, line 4 { }	8	492,600

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	3,209
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	
3	Add lines 1 and 2.	3	3,209
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,209
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	4,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	4,000
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	791
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ☐ 0 Refunded ☐	11	791

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NC		
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? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ ARTHUR L HATTAWAY JR Telephone no ▶ (704) 633-5982			

Located at **▶** PO BOX 1040 SALISBURY NC ZIP+4 **▶** 281451040

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			
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	Yes	No
	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		
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		
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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		Yes	No
(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	
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment 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, 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
JEFFREY V GOODMAN PO BOX 1040 SALISBURY, NC 281451040	PRESIDENT & 000 00	0	0	0
MICHAEL A GOODMAN PO BOX 1040 SALISBURY, NC 281451040	VICE PRESIDE 000 00	0	0	0
GAIL G SETTLE P O BOX 1040 SALISBURY, NC 28145	SECRETARY 000 00	0	0	0
ARTHUR L HATTAWAY JR PO BOX 1040 SALISBURY, NC 281451040	ASST SECRET 000 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.				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	10,287,441
b	Average of monthly cash balances.	1b	147,528
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,434,969
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,434,969
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	156,525
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,278,444
6	Minimum investment return. Enter 5% of line 5.	6	513,922

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	513,922
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	3,209
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,209
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	510,713
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	510,713
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	510,713

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	492,600
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	492,600
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	3,209
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	489,391

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				510,713
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			480,908	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 492,600				
a Applied to 2018, but not more than line 2a			480,908	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				11,692
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				499,021
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.				
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)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	492,600
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated				
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	1,338	
4 Dividends and interest from securities. . . .		14	295,822	
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		14	85,392	
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). .			382,552	
13 Total. Add line 12, columns (b), (d), and (e).				382,552

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

[illegible]

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

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

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

b If "Yes," complete the following schedule

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

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

Sign Here	*****	2020-07-08	*****	May the IRS discuss this return with the preparer shown below? (see instr.) ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	ARTHUR L HATTAWAY JR		2020-07-08		P00296397
	Firm's name ▶ ARTHUR L HATTAWAY JR CPA				Firm's EIN ▶ 56-2219353
	Firm's address ▶ 2855 W INNES STREET SALISBURY, NC 28144				Phone no (704) 603-3418

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AGRICULTURAL DEVELOPMENT FUND 3400 BURNETT TANDY DRIVE FORT WORTH, TX 761073056		PC	CHARITABLE USE	500
ALL SOULS COUNSELING CENTER 35 ARLINGTON STREET ASHEVILLE, NC 28801		PC	CHARITABLE USE	300
ALZHEIMERS ASSOCIATION 31 COLLEGE PLACE SUITE D-307 ASHEVILLE, NC 28801		PC	CHARITABLE USE	5,200
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY PO BOX 511 ATLANTA, GA 303025111		PC	CHARITABLE USE	1,000
ANNUAL GIVING FOR NCSU CAMPUS BOX 7474 RALEIGH, NC 27695		PC	CHARITABLE USE	20,000
APPALACHIAN REGIONAL HEALTHCARE SYS PO BOX 2600 BOONE, NC 28607		PC	CHARITABLE USE	15,500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASHEVILLE HUMANE SOCIETY 14 FOREVER FRIEND LANE ASHEVILLE, NC 28806		PC	CHARITABLE USE	2,000
ASHEVILLE SCHOOL 360 ASHEVILLE SCHOOL ROAD ASHEVILLE, NC 28806		PC	CHARITABLE USE	1,000
BLACK MOUNTAIN HOME FOR CHILDREN 80 LAKE EDEN RD BLACK MOUNTAIN, NC 28711		PC	CHARITABLE USE	1,000
Total ► 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BREVARD MUSIC CENTER CHARITABLE USE3498 ANDANTE LANE BREVARD, NC 28712		PC	CHARITABLE USE	1,500
BUDDIES PLACE CAT RESCUE PO BOX 123593 FORT WORTH, TX 76121		PC	CHARITABLE USE	5,400
CAROLINA RESOURCE CENTER FOR DISORDERED EATING 50 S FRENCH BROAD AVE SUITE 250 ASHEVILLE, NC 28801		PC	CHARITABLE USE	25,500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATAWBA CHIEFS CLUB 2300 WEST INNES STREET SALISBURY, NC 28144		PC	CHARITABLE USE	3,000
CENTRAL UNITED METHODIST CHURCH 27 CHURCH STREET ASHEVILLE, NC 28803		PC	CHARITABLE USE	47,000
COOK CHILDREN'S HEALTH FOUNDATION 801 7TH AVENUE FORT WORTH, TX 76104		PC	CHARITABLE USE	5,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DANIEL BOONE COUNCIL BOY SCOUTS OF 3333 N HAYWOOD STREET ASHEVILLE, NC 28801		PC	CHARITABLE USE	100
DAVID GOODMAN MEMORIAL GOLF 620 CATAWBA ROAD SALISBURY, NC 28144		PC	CHARITABLE USE	1,000
FORT WORTH COUNTRY DAY (FWCD FUND) 4200 COUNTRY DAY LANE FORT WORTH, TX 76109		PC	CHARITABLE USE	5,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FORT WORTH STOCK SHOW & CALF SCRAMB PO BOX 150 FORT WORTH, TX 76101		PC	CHARITABLE USE	500
GILRS ON THE RUN OF WNC 50 S FRENCH BROAD AVE SUITE 204 ASHEVILLE, NC 28801		PC	CHARITABLE USE	500
GOODFELLOWS FUNDPO BOX 1870 FORT WORTH, TX 76101		PC	CHARITABLE USE	1,000
Total ► 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GRACE LUTHERAN CHURCH 115 E KING STREET BOONE, NC 28607		PC	CHARITABLE USE	1,000
GRANDFATHER MOUNTAIN STEWARDSHIP FOUNDATION PO BOX 129 LINVILLE, NC 28646		PC	CHARITABLE USE	10,000
GREENSBORO COLLEGE 815 WEST MARKET STREET GREENSBORO, NC 27401		PC	CHARITABLE USE	5,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAYWOOD STREET CONGREGATION PO BOX 2982 ASHEVILLE, NC 28802		PC	CHARITABLE USE	2,000
HELPMATEPO BOX 2263 ASHEVILLE, NC 28802		PC	CHARITABLE USE	1,000
HIGH COUNTRY BREAST CANCER FOUNDATIONPO BOX 1029 BOONE, NC 28605		PC	CHARITABLE USE	1,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HIGH COUNTRY UNITED WAY PO BOX 247 BOONE, NC 28607		PC	CHARITABLE USE	1,000
HOSPITALITY HOUSEPO BOX 309 BOONE, NC 28607		PC	CHARITABLE USE	3,000
JPS FOUNDATION1223 S MAIN STREET FORT WORTH, TX 76104		PC	CHARITABLE USE	500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOHN F KEEVER JR SOLACE CENTER PO BOX 5779 ASHEVILLE, NC 28813		PC	CHARITABLE USE	100
LAKE HILLS CHURCH370 LAKE DRIVE BALTIMORE LAKE, NC 28715		PC	CHARITABLE USE	100
LITERACY COUNCIL OF BUNCOMBE COUNCI 31 COLLEGE PLACE B221 ASHEVILLE, NC 28801		PC	CHARITABLE USE	100
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 77210		PC	CHARITABLE USE	5,000
MEALS ON WHEELS OF ASHEVILLE & BUNCOMBE COUNTY 146 VICTORIA ROAD ASHEVILLE, NC 28801		PC	CHARITABLE USE	500
MEMORYCARE100 FAR HORIZONS LANE ASHEVILLE, NC 28803		PC	CHARITABLE USE	3,300
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MOUNTAIN CHILD ADVOCACY CENTER 11 VANDERBILT PARK DRIVE SUITE A ASHEVILLE, NC 28803		PC	CHARITABLE USE	500
NC ABORETUM SOCIETY 100 FREDERICK LAW OLMSTED ASHEVILLE, NC 28806		PC	CHARITABLE USE	1,000
NATIONAL PARK FOUNDATION PO BOX 17394 BRIGHTON, MA 02135		PC	CHARITABLE USE	500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL TAY SACHS AND ALLIED DISEASES2001 BEACON STREET NO 204 BRIGHTON, MA 02135		PC	CHARITABLE USE	2,000
NC STATE UNIVERSITY STUDENT AID ASSOCIATIONPO BOX 37100 RALIEGH, NC 27627		PC	CHARITABLE USE	11,400
NCSU COLLEGE OF VETERINARY MEDICINE FOUNDATIONCAMPUS BOX 7207 RALEIGH, NC 276977207		PC	CHARITABLE USE	10,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTH CAROLINA STATE UNIVERSITY FOUNDATIONCAMPUS BOX 7207 RALEIGH, NC 27695		PC	CHARITABLE USE	10,000
NOVANT HEALTH ROWAN MEDICAL CENTER FOUNDATION130 MOCKSVILLE AVENUE SALISBURY, NC 28144		PC	CHARITABLE USE	200,000
OUTRIGHT YOUTH OF CATAWBA VALLEY PO BOX 2222 HICKORY, NC 28603		PC	CHARITABLE USE	2,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PATRIOTS GOLF DAYDEPARTMENT 13 TULSA, OK 74182		PC	CHARITABLE USE	200
THE PEACE CENTER 101 W BROAD STREET GREENVILLE, SC 29601		PC	CHARITABLE USE	250
PISGAH LEGAL CENTERPO BOX 2276 ASHEVILLE, NC 288022276		PC	CHARITABLE USE	600
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SCHELL FAMILY MEMORIAL TRUST 2700 MCPHEARSON AVENUE FORT WORTH, TX 76109		PC	CHARITABLE USE	200
SMILEONADG INCPO BOX 584 VALLE CRUCIS, NC 28691		PC	CHARITABLE USE	1,000
SOUTHSIDE CHRISTIAN SCHOOL 2211 WOODRUFF RD SIMPSONVILLE, SC 29681		PC	CHARITABLE USE	25,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST ANDREWS UNIVERSITY 1700 DOGWOOD MILE LAURINBURG, NC 28352		PC	CHARITABLE USE	5,000
ST JOSEPH'S INDIAN SCHOOL PO BOX 300 CHAMBERLAIN, SD 573259919		PC	CHARITABLE USE	50
TARRANT AREA FOOD BANK 2525 CULLEN STREET FORT WORTH, TX 76107		PC	CHARITABLE USE	500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMYPO BOX 2956 ASHEVILLE, NC 288022956		PC	CHARITABLE USE	1,100
TRINITY HABITAT FOR HUMANITY 9333 N NORMANDALE STREET FORT WORTH, TX 76116		PC	CHARITABLE USE	500
UNC-TVPO BOX 600067 RALEIGH, NC 27675		PC	CHARITABLE USE	3,000
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF ASHEVILLE 50 S FRENCH BROAD AVE ASHEVILLE, NC 28801		PC	CHARITABLE USE	10,000
UT SOUTHWESTERNPO BOX 910888 DALLAS, TX 753910888		PC	CHARITABLE USE	15,500
VALLE CRUCIS PARKPO BOX 581 VALLE CRUCIS, NC 28691		PC	CHARITABLE USE	500
Total ▶ 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VETERINARY CARE FOUNDATION 16550 NW 46TH STREET MORRISTON, FL 32668		PC	CHARITABLE USE	5,000
WATAUGA HEALTH CARE FOUNDATION PO BOX 2600 BOONE, NC 28607		PC	CHARITABLE USE	10,000
WATAUGA HUMANE SOCIETY 312 PAWS WAY BOONE, NC 28607		PC	CHARITABLE USE	200
Total ► 3a				492,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNG AMERICA'S FOUNDATION 11480 COMMERCE PARK DRIVE 6TH FLOOR RESTON, VA 20191		PC	CHARITABLE USE	1,000
Total ▶ 3a				492,600

TY 2019 Investments Corporate Bonds Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LOOMIS SAYLES BOND FUND		
METROPOLITAN WEST HIGH		
METROPOLITAN WEST TOTAL		
OPPENHEIMER INTL BOND FD		
TEMPLETON GLOBAL BOND		
VANGUARD INFLATION	468,264	468,264
VANGUARD SHORT TERM	750,666	750,666
OPPENHEIMER SENIOR		
DFA INVESTMENT GRADE	570,702	570,702
EATON VANCE SHORT DUR	112,011	112,011
JPMORGAN CHASE	50,975	50,975
UNITED PARCEL SERV	50,785	50,785
GILEAD SCIENCES	53,079	53,079
COMCAST	53,191	53,191
TRUIST FINL CORP	50,591	50,591

TY 2019 Investments Corporate Stock Schedule

Name: THE GOODMAN FOUNDATION INC
EIN: 56-6034757

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AFLAC INC QTY		
AMGEN INC.	126,802	126,802
APPLE INC	472,775	472,775
BLACK ROCK INC	201,080	201,080
CARDINAL HEALTH INC	38,947	38,947
CHEVRON CORPORATION	137,984	137,984
CHINA MOBILE LTD		
CISCO SYSTEMS INC	251,790	251,790
COMCAST CLASS A	145,433	145,433
CVS CAREMARK CORP	112,624	112,624
DISCOVER FINANCIAL SVCS	127,230	127,230
DOVER CORPORATION	178,077	178,077
EMERSON ELECTRIC CO	105,239	105,239
EXXON MOBIL CORPORATION	62,802	62,802
GILEAD SCIENCES INC	54,258	54,258
HOME DEPOT INC	159,417	159,417
INTEL CORP	289,076	289,076
INTERPUBLIC GRP COS		
JOHNSON & JOHNSON	147,329	147,329
JPMORGAN CHASE & CO	259,284	259,284
KINDER MORGAN INC	80,446	80,446
MICROSOFT CORP	413,963	413,963
NOVO NORDISK A/S	141,227	141,227
ORACLE CORP	111,735	111,735
PEPSICO INCORPORATED	218,672	218,672
PNC FINL SERVICES GP INC	119,723	119,723
POLARIS INDUSTRIES	147,974	147,974
PROCTER & GAMBLE		
PRUDENTIAL FINANCIAL INC	117,175	117,175
RIO TINTO PLC SPON ADR F	150,774	150,774

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STRYKER CORP	235,133	235,133
SYSCO CORPORATION	180,489	180,489
TAIWAN SEMICONDUCTOR ADRF	280,042	280,042
TARGET CORPORATION	284,113	284,113
TOTAL S A ADR F	91,245	91,245
UNITED PARCEL SRVC	204,621	204,621
WAL-MART STORES INC	219,022	219,022
TRUIST FINL CORP	185,180	185,180
UNILEVER PLC	101,305	101,305

TY 2019 Investments Government Obligations Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757**US Government Securities - End
of Year Book Value:****US Government Securities - End
of Year Fair Market Value:****State & Local Government
Securities - End of Year Book
Value:**

279,464

**State & Local Government
Securities - End of Year Fair
Market Value:**

279,464

TY 2019 Investments - Other Schedule

Name: THE GOODMAN FOUNDATION INC

EIN: 56-6034757

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES RUSSELL 2000	FMV	159,043	159,043
DFA EMERGING MKTS CORE	FMV	150,116	150,116
DFA US SMALL CAP VALUE	FMV	239,022	239,022
MATTHEWS PACIFIC TIGER	FMV	153,545	153,545
WIDSOM EMRG MKTS	FMV	89,423	89,423
SELECT SECTOR INDUSTRIAL	FMV	107,052	107,052
OPPENHEIMER DEVLEOPING FUND	FMV		
SPDR S&P BIOTECH ETF	FMV	168,345	168,345
ISHARES GLOBAL TELECOM	FMV		
MATTHEWS PACIFIC TIGER FUND	FMV		
DELAWARE SMALL CAP VALUE	FMV		
AMERICAN FD EUROPACIFIC FUND	FMV	277,702	277,702
WISDOMTREE INTERNATIONAL	FMV	304,301	304,301
WISDOM US MIDCAP	FMV	421,103	421,103

TY 2019 Other Expenses Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK SERVICE CHARGES	244			
MISC OTHER FEES	142			

TY 2019 Other Increases Schedule

Name: THE GOODMAN FOUNDATION INC
EIN: 56-6034757

Description	Amount
INCREASE IN MARKET VALUE OF SECURITIES	1,859,188

TY 2019 Other Professional Fees Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISOR FEES	45,647	45,647		

TY 2019 Taxes Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	6,605			
FOREIGN TAXES ON DIVIDENDS	4,067	4,067		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047
		2019
Name of the organization THE GOODMAN FOUNDATION INC		Employer identification number 56-6034757

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
THE GOODMAN FOUNDATION INC

Employer identification number
56-6034757

Part I**Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AGGREGATE RESOURCES LLC PO BOX 1040 SALISBURY, NC 28145	\$ 32,000	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)
2	B V HEDRICK GRAVEL & SAND COMPANY PO BOX 1040 SALISBURY, NC 28145	\$ 147,086	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)
3	MATERIAL SALES COMPANY PO BOX 1040 SALIBURY, NC 28145	\$ 14,504	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)
4	CUMBERLAND GRAVEL & SAND COMPANY PO BOX 1040 SALISBURY, NC 28145	\$ 40,493	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)
5	SOUTHERN CONCRETE MATERIALS PO BOX 1040 SALISBURY, NC 28145	\$ 15,015	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions)

Name of organization THE GOODMAN FOUNDATION INC	Employer identification number 56-6034757
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions) Use duplicate copies of Part II if additional space is needed	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization THE GOODMAN FOUNDATION INC	Employer identification number 56-6034757
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	