

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

2019

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2019 or tax year beginning

, 2019, and ending

, 20

Name of foundation

THE SEAMEN'S FOUNDATION

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

Room/suite

REGIONS BANK TRUST DEPT, PO BOX 11647

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

BIRMINGHAM, AL 35202

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation 04

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

892,781.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

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

A Employer identification number

63-6018610

B Telephone number (see instructions)

205-420-7753

C If exemption application is pending, check here ☐ 6D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	18,898.	18,690.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	29,103.			
b Gross sales price for all assets on line 6a	232,298.			
7 Capital gain net income (from Part IV, line 2)		29,103.		
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	48,001.	47,793.		
13 Compensation of officers, directors, trustees, etc	6,875.	5,500.		1,375.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2	900.	NONE	NONE	900.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	2,277.	320.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 4	825.	825.		
24 Total operating and administrative expenses. Add lines 13 through 23.	10,877.	6,645.	NONE	2,275.
25 Contributions, gifts, grants paid	51,500.			51,500.
26 Total expenses and disbursements. Add lines 24 and 25	62,377.	6,645.	NONE	53,775.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-14,376.			
b Net investment income (if negative, enter -0-)		41,148.		
c Adjusted net income (if negative, enter -0-)				

ENVELOPE - MAY 15 2020
POSTMARK DATE

SCANNED SEP 08 2020

Batching Origin

Reopened in

JUL 27 2020

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			
	2 Savings and temporary cash investments	45,162.	18,486.	18,486.
	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 ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	STMT 5. 721,734.	734,041.	874,295.	
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)	766,896.	752,527.	892,781.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30			
	26 Capital stock, trust principal, or current funds	766,896.	752,527.	
	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)	766,896.	752,527.	
	30 Total liabilities and net assets/fund balances (see instructions)	766,896.	752,527.	

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	766,896.
2 Enter amount from Part I, line 27a	2	-14,376.
3 Other increases not included in line 2 (itemize) ▶ <u>COST BASIS ADJ</u>	3	159.
4 Add lines 1, 2, and 3	4	752,679.
5 Decreases not included in line 2 (itemize) ▶ <u>MUTUAL FUND TIMING ADJ</u>	5	152.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	752,527.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a 232,298.		203,195.	29,103.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			29,103.		
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	29,103.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(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	43,201.	840,612.	0.051392
2017	3,368.	822,058.	0.004097
2016	48,146.	781,311.	0.061622
2015	3,317.	807,349.	0.004109
2014	137,010.	836,720.	0.163747
2 Total of line 1, column (d)			2 0.284967
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 0.056993
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 854,287.
5 Multiply line 4 by line 3.			5 48,688.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 411.
7 Add lines 5 and 6			7 49,099.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 53,775.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	411.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	NONE
3 Add lines 1 and 2		3	411.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	411.
6 Credits/Payments			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	1,416.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,416.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,005.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input checked="" type="checkbox"/> 412. Refunded <input checked="" type="checkbox"/> 593.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input checked="" type="checkbox"/> 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X	
14 The books are in care of ▶ <u>REGIONS BANK TRUST DEPARTMENT</u> Telephone no ▶ <u>(251) 690-1024</u> Located at ▶ <u>201 MILAN PARKWAY, BIRMINGHAM, AL</u> ZIP+4 ▶ <u>35211</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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

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

5a	During the year, did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		6,875.		

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	867,296.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	867,296.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	867,296.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	13,009.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	854,287.
6	Minimum investment return. Enter 5% of line 5	6	42,714.

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	42,714.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	411.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b.	2c	411.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	42,303.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	42,303.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	42,303.

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	53,775.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	53,775.
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	411.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	53,364.

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				42,303.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2019				
a From 2014	15,376.			
b From 2015	NONE			
c From 2016	9,238.			
d From 2017	NONE			
e From 2018	2,583.			
f Total of lines 3a through e	27,197.			
4 Qualifying distributions for 2019 from Part XII, line 4 ► \$ 53,775.				
a Applied to 2018, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2019 distributable amount.				42,303.
e Remaining amount distributed out of corpus. . .	11,472.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	38,669.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .	15,376.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	23,293.			
10 Analysis of line 9				
a Excess from 2015 . . .	NONE			
b Excess from 2016 . . .	9,238.			
c Excess from 2017 . . .	NONE			
d Excess from 2018 . . .	2,583.			
e Excess from 2019 . . .	11,472.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			(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))

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. 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 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				
NATIONAL MARITIME MUSEUM GULF OF MEXICO 155 SOUTH WATER STREET MOBILE AL 36602	NONE	PC	GENERAL OPERATING	20,000.
BARTON ACADEMY 102 S CEDAR STREET MOBILE AL 36602	NONE	PC	GENERAL OPERATING	10,000.
APOSTLESHIP OF THE SEA 400 GOVERNMENT ST MOBILE AL 36602	NONE	PC	GENERAL OPERATING	5,000.
THE PROPELLER CLUB OF MOBILE P.O. BOX 831 MOBILE AL 36601	NONE	PC	GENERAL OPERATING	3,000.
MOBILE AREA CHAMBER OF COMMERCE 451 GOVERNMENT ST MOBILE AL 36602	NONE	PC	GENERAL OPERATING	5,000.
MIDDLE BAY LIGHTHOUSE PROJECT PO BOX 250 MOBILE AL 36601	NONE	PC	GENERAL OPERATING	2,500.
THE CATHOLIC MARITIME CLUB 3528 GOVERNMENT ST MOBILE AL 36602	NONE	PC	GENERAL OPERATING	5,000.
DRUG EDUCATION COUNCIL 3000 TELEVISION AVE MOBILE AL 36606	NONE	PC	GENERAL OPERATING	1,000.
Total			3a	51,500.
b Approved for future payment				
Total			3b	

(e)
Related or exempt
function income
(See instructions)

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

NOT APPLICABLE

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	249.	249.
FOREIGN INTEREST	355.	355.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	857.	857.
FOREIGN DIVIDENDS	2,074.	2,074.
NONDIVIDEND DISTRIBUTIONS	208.	
BOND PREMIUM AMORTIZATION-OTHER INTEREST	-404.	-404.
BOND PREMIUM AMORTIZATION-U.S. GOVERNMENT	-3.	-3.
BOND PREMIUM AMORTIZATION - FOREIGN INTE	-6.	-6.
DOMESTIC DIVIDENDS	6,045.	6,045.
NONQUALIFIED FOREIGN DIVIDENDS	582.	582.
NONQUALIFIED DOMESTIC DIVIDENDS	2,771.	2,771.
SECTION 199A DIVIDENDS	422.	422.
OTHER INTEREST	5,748.	5,748.
	-----	-----
TOTAL	18,898.	18,690.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	900.			900.
TOTALS	900.	NONE	NONE	900.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	301.	301.
FEDERAL TAX PAYMENT - PRIOR YE	541.	
FEDERAL ESTIMATES - PRINCIPAL	1,416.	
FOREIGN TAXES ON NONQUALIFIED	19.	19.
	-----	-----
TOTALS	2,277.	320.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	500.	500.
INVESTMENT EXPENSES-DIVIDEND I	325.	325.
TOTALS	----- 825. =====	----- 825. =====

THE SEAMEN'S FOUNDATION

63-6018610

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	----
912828PC8 U S TREASURY NOTE	C	6,519.	7,059.
912828R36 U S TREASURY NOTE	C	11,084.	11,873.
94988J5N3 WELLS FARGO BANK NA	C	2,000.	2,014.
98978V103 ZOETIS INC	C	5,084.	7,279.
H1467J104 CHUBB LTD	C	4,476.	6,226.
N53745100 LYONDELLBASELL INDU-	C	1,995.	2,551.
459200JG7 I B M CORP	C	1,994.	2,133.
501044DE8 KROGER CO 2.65% 15 O	C	2,913.	3,020.
579780206 MC CORMICK & CO INC	C		
713448108 PEPSICO INC	C	3,120.	7,654.
744320102 PRUDENTIAL FINANCIAL	C	1,026.	2,437.
85771PAN2 STATOIL ASA	C	2,021.	2,131.
863667101 STRYKER CORP	C	1,496.	4,829.
913017109 UNITED TECHNOLOGIES	C	2,938.	5,990.
92343VDD3 VERIZON COMMUNICATIO	C		
02665WCD1 AMERICAN HONDA FINAN	C	4,005.	4,037.
126650DA5 CVS HEALTH CORP 3.12	C		
17275RBL5 CISCO SYSTEMS INC 2.	C		
26078JAB6 DOWDUPONT INC 4.205%	C	2,001.	2,140.
278865100 ECOLAB INC	C	1,746.	3,281.
060505104 BANK AMER CORP	C		
09062XAC7 BIOGEN INC	C	5,034.	5,037.
17275R102 CISCO SYSTEMS INC	C	3,795.	6,427.
20030N101 COMCAST CORP	C	5,214.	6,251.
3128LXBH2 FHLMC GOLDDG01840	C	558.	598.
3128MJXK1 FHLMC GOLD G08681	C	3,920.	4,001.
312944PM7 FHLMC GOLD A95828	C	2,269.	2,360.
172967424 CITIGROUP INC	C	3,387.	4,793.
26875P101 EOG RESOURCES INC	C	6,152.	4,607.

THE SEAMEN'S FOUNDATION

63-6018610

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	----
3128MJL24 FHLMC POOL G0-8344	C	293.	311.
3132XCR64 FG G67709 3.5% 01 MA	C	4,970.	5,387.
31371NU86 FEDERAL NAT'L MTGE A	C	1,393.	1,589.
31371NV36 FNMA POOL 257234	C	117.	122.
31376KA30 FNMA POOL #035742	C	830.	864.
3138EGNK6 FNMA POOL AL0393	C	516.	547.
3138WGAM6 FN AS6311 3.5% 01 DE	C	1,812.	1,856.
742718109 PROCTER & GAMBLE CO/	C	2,315.	3,123.
778296103 ROSS STORES INC	C	3,991.	4,890.
89236TEU5 TOYOTA MOTOR CREDIT	C	2,000.	2,030.
911312106 UNITED PARCEL SERVIC	C	5,610.	5,970.
9128283W8 US TREASURY N/B 2.75	C	1,948.	2,131.
912828J27 U S TREASURY NOTE	C		
91324P102 UNITED HEALTH GROUP	C		
92343V104 VERIZON COMMUNICATIO	C	1,646.	5,280.
931142103 WAL MART STORES INC	C	5,955.	7,606.
00912XAU8 AIR LEASE CORP 2.125	C		
009158106 AIR PRODUCTS AND CHE	C		
023135106 AMAZON COM INC	C	5,880.	11,087.
256677105 DOLLAR GENERAL CORP	C	3,129.	4,679.
31402CVV1 FNMA POOL 725228	C	402.	446.
31416XJ84 FNMA POOL 0AB2086	C	1,896.	1,957.
31419DMQ1 FNMA POOL 0AE3066	C	552.	568.
445658107 JB HUNT TRANSPORT SE	C	2,824.	3,620.
464287598 ISHARES RUSSELL 1000	C		
580135101 MC DONALDS CORPORATI	C	2,720.	4,545.
58933Y105 MERCK & CO INC	C	2,315.	5,821.
61761JVL0 MORGAN STANLEY	C	5,062.	5,312.
3138WPPJ0 FNMA POOL # AT2062	C	1,013.	1,026.

THE SEAMEN'S FOUNDATION

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

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
31402RFV6 FNMA POOL 735580	C	599.	643.
3140Q75P8 FN CA0853 3.5% 01 DE	C	5,834.	6,197.
31419AGR2 FNMA POOL AE0207	C	532.	557.
532457108 ELI LILLY & CO	C	3,475.	5,914.
68389XBR5 ORACLE CORP 2.625% 1	C	1,995.	2,043.
79466L302 SALESFORCE COM INC	C	2,317.	2,765.
883556102 THERMO FISHER SCIENT	C	1,266.	7,147.
89233P5F9 TOYOTA MOTOR CREDIT	C	1,995.	2,052.
931142ED1 WALMART INC 3.55% 26	C	1,996.	2,149.
74440Y801 PRUDENTIAL HIGH YIEL	C		
78012KKU0 ROYAL BANK OF CANADA	C	2,000.	2,014.
867914103 SUNTRUST BANKS INC	C		
867914BM4 SUNTRUST BANKS INC 2	C	1,996.	2,028.
87236YAH1 TD AMERITRADE HOLDIN	C	1,996.	2,128.
880208400 TEMPLETON GLOBAL BD	C		
92647Q405 VICTORY RS SM CAP GR	C		
92826C839 VISA INC	C	6,882.	9,019.
06367THQ6 BANK OF MONTREAL	C		
26441CAW5 DUKE ENERGY CORP 2.4	C	1,954.	2,020.
30231G102 EXXON MOBIL CORP	C	4,806.	7,257.
31415P3Y2 FNMA POOL 985615	C	231.	250.
339128100 JPMORGAN MID CAP VAL	C	22,239.	27,104.
60871RAC4 MOLSON COORS BREWING	C	2,006.	2,056.
697435105 PALO ALTO NETWORKS I	C		
3138E0SD2 FN AJ7715 3% 01 DEC	C	830.	836.
3138WQAW2 FNMA POOL AT2720 3%	C	2,364.	2,393.
31419BCT0 FNMA POOL 0AE098	C	1,364.	1,402.
438516106 HONEYWELL INTERNATIO	C	2,326.	5,841.
3128MMS20 FHLMC GOLD G18536	C	2,077.	2,077.

THE SEAMEN'S FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
3135G0K36 FED NATL MTG ASSN	C	1,847.	2,030.
875921306 TARGET PORTFOLIO TR	C		
907818108 UNION PACIFIC CORP	C		
912828H52 UNITED STATES TREAS	C	3,933.	3,999.
008882771 AIM INTERNATIONAL GR	C		
02079K305 ALPHABET INC/CA	C	2,275.	6,697.
037833CQ1 APPLE INC 2.3% 11 MA	C	1,997.	2,024.
04314H600 ARTISAN MID CAP FUND	C	34,440.	27,684.
12572Q105 CME GROUP INC	C	3,051.	3,412.
3128M6T73 FHLMC GOLDDG04774	C	437.	461.
3128MCWR2 FHLMC GOLD G14056	C	401.	414.
3128MJU81 FHLMC GOLD G08606	C	2,950.	3,028.
3128PWBW7 FHLMC GOLDDJ16353	C	740.	759.
31335A5Z7 FG G60864 3% 01 FEB	C	2,193.	2,312.
3138LUTA3 FNMA POOL AO4144	C	903.	951.
3138X3EH1 FNMA POOL 0AU3735	C	1,086.	1,121.
369622SM8 GENERAL ELEC CAP COR	C	2,001.	2,063.
375558BF9 GILEAD SCIENCES INC	C	1,998.	2,154.
38141GWM2 GOLDMAN SACHS GROUP	C	1,976.	2,036.
65339F101 NEXTERA ENERGY INC	C	1,187.	5,328.
3138E2MD4 FNMA POOL AJ9355	C	751.	764.
3140GYKA6 FN BH9288 4% 01 FEB	C	6,832.	7,132.
594918104 MICROSOFT CORP COM	C	11,018.	18,451.
3138A8SR8 FNMA POOL AH6827	C	493.	510.
3138MFTC1 FNMA POOL AQ0546	C	1,087.	1,150.
3138WKUK9 FN AS9585 4% 01 MAY	C	5,335.	5,625.
31413NXZ3 FNMA POOL 950796	C	109.	121.
31416RBE2 FNMA POOL AA7236	C	408.	428.
31402RDV8 FN 735516 5% 01 FEB	C		

THE SEAMEN'S FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
31410FSJ5 FNMA POOL 088802	C	867.	958.
31677QBG3 FIFTH THIRD BANK	C	1,991.	2,011.
345397XK4 FORD MOTOR CREDIT CO	C	2,002.	2,008.
44932HAM5 IBM CREDIT LLC 3.6%	C		
461202103 INTUIT INC	C	760.	3,143.
539439AR0 LLOYDS BANKING GROUP	C	2,006.	2,206.
92939U106 WEC ENERGY GROUP INC	C	2,250.	2,951.
0258M0DX4 AMERICAN EXPRESS CRE	C	3,004.	3,011.
031162CH1 AMGEN INC	C	1,971.	2,019.
037833DC1 APPLE INC 2.1% 12 SE	C	1,976.	2,020.
06416CAB4 BANK OF NOVA SCOTIA	C	2,962.	2,999.
06828M876 BARON EMERGING MARKE	C	50,407.	60,166.
10373QAB6 BP CAP MARKETS AMERI	C	2,002.	2,165.
166764100 CHEVRONTXACO CORP	C	6,636.	7,472.
192446102 COGNIZANT TECHNOLOGY	C	1,569.	2,109.
3128PXXV7 FHLMC GOLD J17508	C	843.	846.
3138WF2Z8 FNMA POOL # AS6191	C	1,203.	1,226.
74432QBP9 PRUDENTIAL FINANCIAL	C	1,986.	2,045.
808513AW5 THE CHARLES SCHWAB C	C	2,002.	2,039.
912828WZ9 U S TREASURY NOTE	C	3,927.	4,013.
G29183103 EATON CORP PLC	C	4,044.	6,252.
91913YAU4 VALERO ENERGY CORP 3	C	1,968.	2,096.
931427AH1 WALGREENS BOOTS ALLI	C		
00770G847 JOHCM INTERNATIONAL	C	36,730.	43,375.
02079K107 ALPHABET INC	C		
037833100 APPLE INC	C	4,634.	17,032.
09247X101 BLACKROCK INC	C	2,462.	5,027.
110709BN1 BRITISH COLUMBIA PRO	C		
172967KB6 CITIGROUP INC	C	1,998.	2,011.

THE SEAMEN'S FOUNDATION

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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----
3128MJQR4 FHLMC POOL G0-846	C	714.	749.
437076102 HOME DEPOT INC/THE	C	3,861.	6,115.
458140AJ9 INTEL CORP	C		
46625H100 J P MORGAN CHASE & C	C	4,146.	11,431.
717081103 PFIZER INC COM	C		
00206R102 AT&T INC	C	5,694.	6,214.
14040HBP9 CAPITAL ONE FINANCIA	C	3,001.	3,004.
143658300 CARNIVAL CORP	C		
151020104 CELGENE CORP	C		
126650100 CVS HEALTH CORP	C	5,743.	6,909.
258620509 DOUBLELINE EMG MKTS	C	14,007.	14,401.
30231GBE1 EXXON MOBIL CORPORAT	C	2,995.	3,029.
464287739 ISHARES U.S. REAL ES	C	5,598.	5,957.
04314H592 ARTISAN DEVELOPING W	C	24,917.	28,141.
875921777 PGIM QMA SMALL CAP V	C	34,672.	27,853.
912828YB0 US TREASURY N/B 1.62	C	19,953.	19,478.
92647Q363 VICTORY RS SM CAP GR	C	24,851.	29,727.
00914AAB8 AIR LEASE CORP 3.75%	C	1,981.	2,091.
316773100 FIFTH THIRD BANCORP	C	4,538.	4,580.
459200KA8 IBM CORP 3.5% 15 MAY	C	1,996.	2,152.
92532F100 VERTEX PHARMACEUTICA	C	2,729.	3,284.
3140X4TN6 FN FM1456 2.5% 01 SE	C	3,800.	3,803.
3140X4H66 FN FM1152 2.5% 01 JU	C	4,578.	4,587.
553530106 MSC INDUSTRIAL DIREC	C	2,972.	3,060.
29476L107 EQUITY RESIDENTIAL	C	5,653.	5,907.
3138ER6D7 FN AL9867 3% 01 FEB	C	3,164.	3,258.
254687106 WALT DISNEY CO/THE	C	5,813.	5,785.
89832Q109 TRUIST FINANCIAL COR	C	2,572.	4,393.
00889A400 INVESCO INTERNATIONAL	C	38,860.	41,514.

THE SEAMEN'S FOUNDATION

63-6018610

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

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
67066G104 NVIDIA CORP	C	5,147.	6,588.
06051GHT9 BANK OF AMERICA CORP	C	2,000.	2,114.
404280CC1 HSBC HOLDINGS PLC 3.	C	2,006.	2,157.
606822BJ2 MITSUBISHI UFJ FIN G	C	2,003.	2,041.
609207105 MONDELEZ INTERNATIONAL	C	5,722.	5,783.
74440Y884 PGIM HIGH YIELD FUND	C	28,048.	29,103.
3140GYJX8 FN BH9277 3.5% 01 FE	C	6,012.	6,161.
3140X4DE3 FN FM1000 3% 01 APR	C	5,633.	5,685.
ROUNDING	C	-2.	
		-----	-----
TOTALS		734,041.	874,295.
		=====	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

REGIONS BANK

ADDRESS:

201 MILAN PKWY

BIRMINGHAM, AL 35211

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 6,875.

OFFICER NAME:

MICHAEL B LEE

ADDRESS:

52 NORTH JACKSON ST

MOBILE, AL 36602

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

J EDGAR BRISTER

ADDRESS:

PO BOX 1644

MOBILE, AL 36601

TITLE:

SECRETARY/ TREAS BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

D.R. JORDAN

ADDRESS:

PO DRAWER 3004

MOBILE, AL 36652

TITLE:

V PRES AND BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

ANDREW A SAUNDERS

ADDRESS:

102 HILLWOOD RD

MOBILE, AL 36608

TITLE:

PRES AND BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

PATRICK J WILSON

ADDRESS:

PO BOX 831

MOBILE, AL 36601

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

T LEE ROBINSON JR

ADDRESS:

24 TACON ST

MOBILE, AL 36607

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

H.S. THORNE

ADDRESS:

141 WOODDRUFF COURT

MOBILE, AL 36608

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

ERIN R WHEELER

ADDRESS:

27 CHARLES ST

MOBILE, AL 36604

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

TOTAL COMPENSATION:

6,875.

=====

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

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
DECEMBER	867,296.	NONE	NONE
	-----	-----	-----
TOTAL	867,296.	NONE	NONE
	=====	=====	=====
AVERAGE FMV	867,296.	NONE	NONE
	=====	=====	=====