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Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 05-01-2019, and ending 04-30-2020

Name of foundation  
BLACK & PHILLIPS FOUNDATION INC

A Employer identification number  
57-0928657

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

Room/suite

B Telephone number (see instructions)  
(864) 582-8564

City or town, state or province, country, and ZIP or foreign postal code  
SPARTANBURG, SC 29302

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) \$ 3,309,933

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 67,388 67,388

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10 12,667

b Gross sales price for all assets on line 6a 351,974

7 Capital gain net income (from Part IV, line 2) 12,667

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 80,055 80,055

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc 0 0 0

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) 2,645 1,323 1,322

c Other professional fees (attach schedule) 20,675 20,675 0

17 Interest

18 Taxes (attach schedule) (see instructions) 1,138 1,138 0

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) 10 10 0

24 Total operating and administrative expenses. Add lines 13 through 23 24,468 23,146 1,322

25 Contributions, gifts, grants paid 164,690 164,690

26 Total expenses and disbursements. Add lines 24 and 25 189,158 23,146 166,012

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements -109,103

b Net investment income (if negative, enter -0-) 56,909

c Adjusted net income (if negative, enter -0-)

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .	21,658	85,038	85,036
	2	Savings and temporary cash investments . . . . .			
	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)			
	b	Investments—corporate stock (attach schedule) . . . . .	1,375,210	1,202,440	3,220,591
	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) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	4,610	4,306	4,306	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,401,478	1,291,784	3,309,933	
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 ▶ _____)	591	0	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	591	0	
Net Assets or Fund Balances	<b>Foundations that follow FASB ASC 958, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>				
	24	Net assets without donor restrictions . . . . .	1,400,887	1,291,784	
	25	Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> <input type="checkbox"/> <b>and complete lines 26 through 30.</b>				
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,400,887	1,291,784	
30	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	1,401,478	1,291,784		

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	1,400,887
2	Enter amount from Part I, line 27a . . . . .	2	-109,103
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	1,291,784
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	1,291,784

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
<b>1 a</b> PUBLICLY TRADED SECURITIES		P		
<b>b</b> PUBLICLY TRADED SECURITIES		P		
<b>c</b>				
<b>d</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 25,493		38,266	-12,773
<b>b</b> 326,481		301,041	25,440
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			-12,773
<b>b</b>			25,440
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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	{	<b>2</b>	12,667
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{	<b>3</b>	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018			
2017			
2016			
2015			
2014			

<b>2</b> Total of line 1, column (d)	<b>2</b>	
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	<b>4</b>	
<b>5</b> Multiply line 4 by line 3	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	
<b>7</b> Add lines 5 and 6	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	1,138
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	1,138
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	1,138
<b>6</b>	Credits/Payments		
<b>a</b>	2019 estimated tax payments and 2018 overpayment credited to 2019	<b>6a</b>	1,680
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,680
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	542
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2020 estimated tax</b> <input type="checkbox"/> 542 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . . If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	<b>5</b>	No
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	<b>8b</b>	No
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	<b>10</b>	No

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

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions. . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	<b>13</b>		<b>No</b>
<b>14</b>	The books are in care of ▶ <u>MARIANNA HABISTEUTINGER</u> Telephone no ▶ <u>(864) 582-8564</u>			

Located at ▶ 780 E MAIN STREET SPARTANBURG SC ZIP+4 ▶ 29302


<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <b>15</b>			
<b>16</b>	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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

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

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. . . . .	<b>1b</b>		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>			
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
<b>a</b>	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If "Yes," did it have excess business holdings in 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). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	<b>4b</b>		<b>No</b>

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARIANNA HABISREUTINGER 780 E MAIN STREET SPARTANBURG, SC 29302	TRUSTEE 0 00	0	0	0
PAULA B BAKER 780 E MAIN STREET SPARTANBURG, SC 29302	TRUSTEE 0 00	0	0	0

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

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

**Total** number of other employees paid over \$50,000.  0

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .		0

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

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

	Expenses
<b>1</b> N/A	0
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	3,393,900
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	31,582
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	3,425,482
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	3,425,482
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	51,382
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	3,374,100
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	168,705

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	168,705
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5.	<b>2a</b>	1,138
<b>b</b>	Income tax for 2019 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	1,138
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	167,567
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	167,567
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	167,567

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	166,012
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	166,012
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	166,012

**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
<b>1</b> Distributable amount for 2019 from Part XI, line 7				167,567
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only. . . . .			156,609	
<b>b</b> Total for prior years 2017, 20____, 20____		1,969		
<b>3</b> Excess distributions carryover, if any, to 2019				
<b>a</b> From 2014. . . . .				
<b>b</b> From 2015. . . . .				
<b>c</b> From 2016. . . . .				
<b>d</b> From 2017. . . . .				
<b>e</b> From 2018. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 166,012				
<b>a</b> Applied to 2018, but not more than line 2a			156,609	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		1,969		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2019 distributable amount. . . . .				7,434
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 . . . . .				160,133
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2015. . . . .				
<b>b</b> Excess from 2016. . . . .				
<b>c</b> Excess from 2017. . . . .				
<b>d</b> Excess from 2018. . . . .				
<b>e</b> 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

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

**1 Information Regarding Foundation Managers:**

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

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

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

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

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

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

**c** Any submission deadlines

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

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

Recipient 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
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	164,690
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						
<b>4</b> Dividends and interest from securities. . . .				14	67,388	
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .				18	12,667	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). .			0		80,055	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations )				<b>13</b>		<b>80,055</b>

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

[illegible]

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

<b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets.	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets.	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements.	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees.	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations.	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received.			

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

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

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

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

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

<b>Sign Here</b>	*****	2020-08-10	*****	May the IRS discuss this return with the preparer shown below? (see instr.) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	JOIE C BURNETTE		2020-08-10		P00084922
	Firm's name ▶ JOYNER BURNETTE CPA FIRM LLC Firm's address ▶ PO BOX 1809 SPARTANBURG, SC 29304				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ANGELS CHARGE MINISTRY 95 ASHLEY ST SPARTANBURG, SC 29307	NONE	501 (C) 3	UNRESTRICTED	2,000
BALLET SPARTANBURG 200 E SAINT JOHN ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,000
BOYS & GIRLS CLUB901 S PINE STREET SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	2,500
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CANCER ASSOCIATION 295 E MAIN STREET STE 100 SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	4,500
CASTING FOR RECOVERY CAROLINAS 109 EAST OAK STREER STE 1G BOZEMAN, MT 59715	NONE	501 (C) 3	UNRESTRICTED	1,000
CHAPMAN CULTURAL CENTER 200 E SAINT JOHN ST SPARTANBURG, SC 29306	NONE	501 (C) 3	RESTRICTED FOR MAYFAIR MILLS ART STUDIOS	5,000
<b>Total . . . . .</b> ► <b>3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHAPMAN CULTURAL CENTER 200 E SAINT JOHN ST SPARTANBURG, SC 29306	NONE	501 (C) 3	RESTRICTED FOR THE PEGGY GIGNILLIANT SCHOLARSHIP	2,500
CHARLES LEA FOUNDATION 195 BURDETTE ST SPARTANBURG, SC 293071003	NONE	501 (C) 3	UNRESTRICTED	5,306
CHILDREN'S ADVOCACY CENTER 100 WASHINGTON PLACE SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	5,500
<b>Total . . . . . ▶ 3a</b>				164,690



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIRST PRESBYTERIAN CHURCH 393 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED AS DESIGNATED BY THE BEAUTIFICATION COMMITTEE	5,000
FIRST PRESBYTERIAN CHURCH 393 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	13,000
FIRST PRESBYTERIAN CHURCH 393 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICED FOR CAST CAMP	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIRST PRESBYTERIAN CHURCH 393 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICED FOR CAPITAL CAMPAIGN	8,000
FOUNDATION FOR REFORMED THEOLOGY 4103 MONUMENT AVE RICHMOND, VA 23230	NONE	501 (C) 3	UNRESTRICTED	1,000
GIRL SCOUTS OF SC 349 E BLACKSTOCK RD SPARTANBURG, SC 29301	NONE	501 (C) 3	UNRESTRICTED	2,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HABITAT FOR HUMANITY 2270 S PINE ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	2,000
HALTER 1400 CAROLINA COUNTRY CLUB RD SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	1,000
HATCHER GARDENS 820 JOHN B WHITE BLVD SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,500
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HEALTHY SMILES800 BRISACK RD SPARTANBURG, SC 29303	NONE	501 (C) 3	UNRESTRICTED	2,500
HOPE CENTER FOR CHILDREN 202 HUDSON L BARKSDALE BLVD SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,000
MARY BLACK SCHOOL OF NURSING 800 UNIVERSITY WAY SPARTANBURG, SC 29303	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MOBILE MEALS419 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	2,000
NATIONAL PARK FOUNDATION 1110 VERMONT AVE NW STE 200 WASHINGTON DC, DC 20005	NONE	501 (C) 3	UNRESTRICTED	1,000
NOBLE TREE FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PALMETTO PROMISE INSTITUTE 1201 LINCOLN ST COLUMBIA, SC 29201	NONE	501 (C) 3	UNRESTRICTED	1,000
PARTNERS FOR ACTIVE LIVING 226 SPRING ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,250
SAFE HOMES RAPE CRISIS CENTER 236 UNION ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	2,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SALVATION ARMY 1529 JOHN B WHITE SR BLVD SPARTANBURG, SC 29301	NONE	501 (C) 3	UNRESTRICTED	1,000
SC SCHOOL FOR THE DEAF & BLIND 355 CEDAR SPRINGS RD SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	4,000
SPACE154 MAGNOLIA ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPARTANBURG COMMUNITY COLLEGE 107 COMMUNITY COLLEGE DR SPARTANBURG, SC 29303	NONE	501 (C) 3	UNRESTRICTED	1,500
SPARTANBURG COUNTY FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED FOR CULTURAL CENTER ENDOWMENT	500
SPARTANBURG COUNTY FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED FOR SPARTANBURG CO DISASTER RELIEF FUND	1,000
<b>Total . . . . . ▶ 3a</b>				164,690



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPARTANBURG COUNTY FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	7,000
SPARTANBURG COUNTY FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED FOR CENTER FOR PHILANTHROPY	15,000
SPARTANBURG COUNTY FOUNDATION 424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED FOR OAKWOOD CEMETARY	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPARTANBURG COUNTY HISTORICAL SOCIETY 200 E SAINT JOHN ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	2,000
SPARTANBURG DAY SCHOOL 1701 SKYLYN DR SPARTANBURG, SC 29307	NONE	501 (C) 3	UNRESTRICTED	2,500
SPARTANBURG HUMANE SOCIETY 150 DEXTER RD SPARTANBURG, SC 29303	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . .</b> ► <b>3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPARTANBURG METHODIST COLLEGE 1000 POWELL MILL RD SPARTANBURG, SC 29301	NONE	501 (C) 3	RESTRICTED FOR THE PAUL BLACK MEMORIAL SCHOLARSHIP	1,000
SPARTANBURG PHILHARMONIC 200 E SAINT JOHN ST SPARTANBURG, SC 29301	NONE	501 (C) 3	UNRESTRICTED	3,334
SPARTANBURG SOUP KITCHEN 136 S FOREST ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPIHN899 S PINE ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	1,000
ST LUKE'S FREE MEDICAL CLINIC 162 N DEAN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	5,000
STORM EYE INSTITUTE167 ASHLEY AVE CHARLESTON, SC 29425	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . . ▶ 3a</b>				164,690

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE GROUP OF 100 100 DUNBAR ST STE 400 SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	2,000
THORNWELL HOME FOR CHILDREN 112 WILLARD RD CLINTON, SC 29325	NONE	501 (C) 3	UNRESTRICTED	1,000
TOTAL MINISTRIES420 UNION ST SPARTANBURG, SC 29306	NONE	501 (C) 3	UNRESTRICTED	1,000
<b>Total . . . . . ▶ 3a</b>				164,690


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TYGER RIVER CHAPEL721 E MAIN ST SPARTANBURG, SC 29302	NONE	501 (C) 3	RESTRICTED FOR CONSTRUCTION OF CHAPEL	1,000
TYGER RIVER FOUNDATION 850 NAZARETH CHURCH RD SPARTANBURG, SC 29301	NONE	501 (C) 3	UNRESTRICTED	1,000
UNITED WAY203 E MAIN ST SPARTANBURG, SC 29319	NONE	501 (C) 3	RESTRICTED FOR CHILDREN'S ADVOCACY CENTER	250
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNITED WAY203 E MAIN ST SPARTANBURG, SC 29319	NONE	501 (C) 3	RESTRIED FOR SPARTANBURG HISTORICAL ASSOC	250
UNITED WAY203 E MAIN ST SPARTANBURG, SC 29319	NONE	501 (C) 3	RESTRICED FOR COMMUNITY IMPACT FUND	250
UNITED WAY203 E MAIN ST SPARTANBURG, SC 29319	NONE	501 (C) 3	RESTRICTED FOR ST LUKES FREE MEDICAL CLINIC	250
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UPSTATE FOREVER507 PETTIGRU ST GREENVILLE, SC 29601	NONE	501 (C) 3	UNRESTRICTED	2,500
UPSTATE WARRIOR SOLUTION 3 CALEDON CT STE A-2 GREENVILLE, SC 29615	NONE	501 (C) 3	UNRESTRICTED	12,700
WOFFORD COLLEGE429 N CHURCH ST SPARTANBURG, SC 293033663	NONE	501 (C) 3	UNRESTRICTED	5,000
<b>Total . . . . . ▶ 3a</b>				164,690



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WOFFORD COLLEGE429 N CHURCH ST SPARTANBURG, SC 293033663	NONE	501 (C) 3	RESTRICTED FOR THE TERRIER CLUB	5,000
WOFFORD COLLEGE429 N CHURCH ST SPARTANBURG, SC 293033663	NONE	501 (C) 3	RESTRICTED FOR THE STANLEY & PAULA BLACK BAKER SCHOLARSHIP FUND	2,000
WOMENS GIVING424 E KENNEDY ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	1,100
<b>Total . . . . . ▶ 3a</b>				164,690

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YMCA151 RIBAUT ST SPARTANBURG, SC 29302	NONE	501 (C) 3	UNRESTRICTED	3,000
<b>Total</b> . . . . .  <b>3a</b>				164,690

**TY 2019 Accounting Fees Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING	2,645	1,323		1,322

**TY 2019 Applied to Prior Year Election**

**Name:** BLACK & PHILLIPS FOUNDATION INC

**EIN:** 57-0928657

**Election:** PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D) (2), THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED ICNOME FROM THE TAX YEAR 2017 IN THE AMOUNT OF \$1,969.

**TY 2019 Explanation of Non-Filing with Attorney General Statement**

**Name:** BLACK & PHILLIPS FOUNDATION INC

**EIN:** 57-0928657

**Statement:**

BLACK & PHILLIPS FOUNDATION, INC. DOES NOT SOLICIT CONTRIBUTIONS FROM THE PUBLIC AND IS EXEMPT FROM FILING A COPY OF FORM 990-PF TO THE SECRETARY OF STATE.

TY 2019 Investments Corporate Stock Schedule

Name: BLACK & PHILLIPS FOUNDATION INC  
 EIN: 57-0928657

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	5,952	23,023
AIR PRODUCTS & CHEM	20,200	112,790
ALPHABET, INC (FKA GOOGLE)	8,936	26,973
ALPHABET, INC (FKA GOOGLE)	8,990	26,934
AMAZON COM INC.	38,130	86,590
APPLE INC	21,141	293,800
BECTON DICKINSON & CO	27,004	31,819
CATERPILLAR INC.	24,533	17,457
CISCO SYS INC	12,140	42,380
COCA COLA CO	26,524	45,890
COLGATE PALMOLIVE CO	20,896	56,216
COMCAST CORP	19,010	18,815
COSTCO WHOLESALE CORP.	10,944	30,300
DEERE & CO.	18,283	50,771
DIAGEO PLC SPON ADR NEW	32,266	69,325
DUKE ENERGY CORP.	36,333	56,384
ECOLAB INC.	17,923	19,350
HOME DEPOT	25,350	27,479
ISHARES RUSSELL 2000 ETF	60,992	111,545
ISHARES S&P MIDCAP 400 INDEX	94,300	197,016
JOHNSON & JOHNSON	29,920	75,020
JPMORGAN CHASE & CO	22,046	57,456
KIMBERLY CLARK CORP	24,054	69,240
MICROSOFT CORP	6,628	268,815
NIKE INC	25,230	104,616
NORFOLK SOUTHERN CORP	21,720	59,885
ORACLE CORP	13,531	26,485
PEPSICO	27,766	99,218
PNC FINL SVCS GP	15,373	26,668
PROCTER & GAMBLE	34,572	88,403

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
QUEST DIAGNOSTICS INC.	52,218	82,583
S&P GLOBAL INC.	22,464	43,932
SMUCKER JM CO COM NEW	29,839	57,455
STERIS PLC	19,487	21,375
STRYKER CORP	18,397	55,929
UNION PACIFIC	11,421	63,916
UNITEDHEALTH GP INC.	18,628	73,118
VERIZON COMMUNICATIONS	21,194	43,088
VISA INC CL A	18,561	178,720
WALMART STORES INC.	21,164	48,620
WALT DISNEY CO HLDG CO	21,669	108,150
WASTE MANAGEMENT INC.	15,607	35,007
YUM BRANDS INC.	4,286	29,076
ANSYS INC	21,339	26,183
CINTAS CORP	38,035	44,366
CME GROUP INC.	18,248	17,821
HERSHEY COMPANY	21,601	19,865
PALO ALTO NETWORKS INC.	16,857	19,651
ROYAL CARIBBEAN CRUISES	50,456	19,877
TRUST FINL CORP	10,282	11,196

**TY 2019 Other Assets Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS	3,618	3,764	3,764
PREPAID FEDERAL ESTIMATED TAX	992	542	542



**TY 2019 Other Expenses Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	10	10		0

**TY 2019 Other Liabilities Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED FEDERAL EXCISE TAX	591	0

**TY 2019 Other Professional Fees Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
MANAGEMENT FEES	20,675	20,675		0

**TY 2019 Taxes Schedule****Name:** BLACK & PHILLIPS FOUNDATION INC**EIN:** 57-0928657

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES - CURRENT YEAR	1,138	1,138		0