efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491237005500

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2019

Open to Public Inspection

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

Name of foundation
ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

A Employer identification number
62-6034546

Number and street (or P O box number if mail is not delivered to street address)
701 MARKET STREET
Room/suite

B Telephone number (see instructions)
(423) 757-4440

City or town, state or province, country, and ZIP or foreign postal code
CHATTANOOGA, TN 37402

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*) ▶$ 23,708,063

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	600,532	600,532		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	962,572			
	b	Gross sales price for all assets on line 6a 5,248,457				
	7	Capital gain net income (from Part IV, line 2)		962,572		
	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	1,563,104	1,563,104		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	43,204	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	17,350	0		17,350
	c	Other professional fees (attach schedule)	168,072	156,307		11,765
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	543	0		543
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	229,169	156,307		29,658
	25	Contributions, gifts, grants paid	1,080,000			1,080,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,309,169	156,307		1,109,658
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	253,935			
	b	**Net investment income** (if negative, enter -0-)		1,406,797		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	86,041	233,007	233,007
	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)	6,972,495	6,046,531	7,530,448
	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)	14,853,547	15,886,480	15,944,608
	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)	21,912,083	22,166,018	23,708,063
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶ ☑ and complete lines 24, 25, 29 and 30.**			
	24	Net assets without donor restrictions	21,912,083	22,166,018	
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 26 through 30.			
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg , and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	**Total net assets or fund balances** (see instructions)	21,912,083	22,166,018	
	30	**Total liabilities and net assets/fund balances** (see instructions)	21,912,083	22,166,018	

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	21,912,083
2	Enter amount from Part I, line 27a	2	253,935
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	22,166,018
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	22,166,018

Part IV Capital Gains and Losses for Tax on Investment Income

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	962,572
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	1,358,070	25,265,734	0 053751
2017	1,120,532	24,774,117	0 045230
2016	651,656	23,065,881	0 028252
2015	1,531,422	22,883,442	0 066923
2014	1,426,479	23,489,723	0 060728

2	**Total** of line 1, column (d)	2	0 254884
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 050977
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	24,278,309
5	Multiply line 4 by line 3	5	1,237,635
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,068
7	Add lines 5 and 6	7	1,251,703
8	Enter qualifying distributions from Part XII, line 4 , ...	8	1,109,658

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	28,136
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	28,136
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	28,136
6	Credits/Payments				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	33,686		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d			7	33,686
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	0
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	5,550
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 5,550	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶FIRST TENNESSEE TRUST DEPARTMENT Telephone no ▶(423) 757-4446

Located at ▶701 MARKET STREET CHATTANOOGA TN ZIP+4 ▶37402

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

			Yes	No
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2019 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?*(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	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 during the year? ☐ Yes ☑ No			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
DR FRANK C KIMSEY 1511 CARROLL LN CHATTANOOGA, TN 37405	DIRECTOR 5 00	23,762	0	0
DR JOHN F BOXELL 100 E THIRD ST CHATTANOOGA, TN 37403	DIRECTOR 5 00	19,442	0	0
HAROLD G ROBERTSON 701 MARKET ST CHATTANOOGA, TN 37402	DIRECTOR 5 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
FIRST TENNESSEE BANK 701 MARKET STREET CHATTANOOOGA, TN 37402	TRUSTEE	168,072
Total number of others receiving over $50,000 for professional services. ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PAYMENTS FOR INDIGENT CARE CANCER PATIENTS,RESEARCH,EQUIPMENT FOR ONCOLOGY	1,080,000
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	24,488,505
b	Average of monthly cash balances.	1b	159,524
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	24,648,029
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e 0		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	24,648,029
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	369,720
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,278,309
6	**Minimum investment return.** Enter 5% of line 5.	6	1,213,915

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

1	Minimum investment return from Part X, line 6.	1	1,213,915
2a	Tax on investment income for 2019 from Part VI, line 5. 2a 28,136		
b	Income tax for 2019 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	28,136
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,185,779
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,185,779
6	Deduction from distributable amount (see instructions).	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,185,779

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,109,658
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,109,658
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,109,658

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,185,779
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2019				
a From 2014.				
b From 2015. 142,323				
c From 2016.				
d From 2017.				
e From 2018. 133,441				
f Total of lines 3a through e.	275,764			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 1,109,658				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				1,109,658
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019	76,121			76,121
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	199,643			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	199,643			
10 Analysis of line 9				
a Excess from 2015. . . . 66,202				
b Excess from 2016. . . .				
c Excess from 2017. . . .				
d Excess from 2018. . . . 133,441				
e Excess from 2019. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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* See Additional Data Table				
Total . . . . ▶ **3a**				1,080,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	600,532	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	962,572	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		1,563,104	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,563,104

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2020-08-10	******	May the IRS discuss this return with the preparer shown below (see instr) ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
BARRY R HUGGINS				P00627334
Firm's name ▶ JOHNSON HICKEY & MURCHISON PC				Firm's EIN ▶62-1046406
Firm's address ▶ 2215 OLAN MILLS DRIVE CHATTANOOGA, TN 37421				Phone no (423) 756-0052

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
APPLE INC	P	2011-05-03	2019-06-24
AMERISOURCEBERGEN CORP	P	2017-05-01	2019-06-24
AMERISOURCEBERGEN CORP	P	2018-06-11	2019-06-24
ALLERGAN PLC	P	2016-04-20	2019-06-24
ALLSTATE CORP	P	2010-09-15	2019-06-24
AMGEN INC	P	2017-05-01	2019-06-24
AMERIPRISE FINANCIAL INC	P	2012-01-04	2019-06-24
AMERIPRISE FINANCIAL INC	P	2018-06-11	2019-06-24
BB&T CORPORATION	P	2018-04-18	2019-06-24
BEST BUY COMPANY INC	P	2016-03-15	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
38,865		9,658	29,207
2,074		2,074	0
12,031		12,697	-666
14,285		25,019	-10,734
26,016		7,782	18,234
23,205		20,351	2,854
30,889		10,727	20,162
8,090		8,188	-98
7,274		7,718	-444
35,624		16,955	18,669

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			29,207
			0
			-666
			-10,734
			18,234
			2,854
			20,162
			-98
			-444
			18,669

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
BAKER HUGHES CO	P	2016-09-21	2019-06-24
BAKER HUGHES CO	P	2017-05-01	2019-06-24
COMCAST CORP CL A	P	2016-09-21	2019-06-24
CAPITAL ONE FINL CORP	P	2012-04-04	2019-06-24
CISCO SYSTEMS INC	P	2011-04-05	2019-06-24
DFA REAL ESTATE SECS PORT	P	2015-08-12	2019-06-24
DFA REAL ESTATE SECS PORT	P	2018-01-18	2019-06-24
DFA REAL ESTATE SECS PORT	P	2018-06-11	2019-06-24
DISNEY WALT CO NEW	P	2018-06-25	2019-06-24
DISNEY WALT CO NEW	P	2019-02-07	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,924		41,832	-20,908
3,095		7,456	-4,361
46,471		35,619	10,852
33,636		21,301	12,335
54,008		16,625	37,383
91,382		75,072	16,310
67,012		56,714	10,298
110,820		96,708	14,112
47,942		36,030	11,912
25,013		19,834	5,179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-20,908
			-4,361
			10,852
			12,335
			37,383
			16,310
			10,298
			14,112
			11,912
			5,179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
DARDEN RESTAURANTS INC	P	2010-10-19	2019-06-24
DARDEN RESTAURANTS INC	P	2018-06-11	2019-06-24
EBAY INC COM	P	2014-03-05	2019-06-24
EBAY INC COM	P	2016-06-02	2019-06-24
ECOLAB INC	P	2015-09-25	2019-06-24
FIRSTENERGY CORP	P	2018-06-11	2019-06-24
FISERV INC	P	2010-09-15	2019-06-24
GILEAD SCIENCES INC	P	2017-05-01	2019-06-24
GILEAD SCIENCES INC	P	2018-06-11	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2013-12-03	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
22,754		7,334	15,420
7,995		6,004	1,991
26,109		15,649	10,460
7,374		4,484	2,890
34,426		20,044	14,382
14,332		10,955	3,377
20,027		2,953	17,074
16,203		16,048	155
8,619		8,985	-366
97,572		99,946	-2,374

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			15,420
			1,991
			10,460
			2,890
			14,382
			3,377
			17,074
			155
			-366
			-2,374

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
LEGG MASON BWG GLOBAL OPP BOND I	P	2014-03-10	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2014-07-25	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2015-09-25	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2015-12-17	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2016-04-26	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2018-01-18	2019-06-24
LEGG MASON BWG GLOBAL OPP BOND I	P	2018-06-11	2019-06-24
ALPHABET INC CL A	P	2015-09-25	2019-06-24
HONEYWELL INTERNATIONAL INC	P	2018-06-25	2019-06-24
INTERNATIONAL BUSINESS MACHNES CORP	P	2017-05-01	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
47,761		49,973	-2,212
44,966		49,975	-5,009
26,604		24,985	1,619
26,685		24,985	1,700
40,444		41,195	-751
225,126		239,220	-14,094
16,075		16,097	-22
11,185		6,549	4,636
35,062		27,499	7,563
9,779		11,141	-1,362

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-2,212
			-5,009
			1,619
			1,700
			-751
			-14,094
			-22
			4,636
			7,563
			-1,362

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ILLINOIS TOOL WKS INC	P	2019-02-07	2019-06-24
ISHARES DJ US REAL ESTATE ETF	P	2017-05-01	2019-06-24
JP MORGAN CHASE & CO	P	2010-10-19	2019-06-24
JP MORGAN CHASE & CO	P	2011-06-24	2019-06-24
JP MORGAN CHASE & CO	P	2012-02-29	2019-06-24
KINDER MORGAN INC	P	2017-05-01	2019-06-24
L3 TECHNOLOGIES INC	P	2017-05-01	2019-06-24
LYONDELLBASELL INDUSTRIES NV	P	2017-05-01	2019-06-24
MANPOWERGROUP INC	P	2016-09-21	2019-06-24
MANPOWERGROUP INC	P	2018-06-11	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,796		23,634	3,162
85,753		76,156	9,597
3,818		1,345	2,473
4,364		1,585	2,779
13,636		4,920	8,716
44,268		41,955	2,313
48,954		32,367	16,587
11,769		11,297	472
2,347		1,722	625
30,975		30,677	298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,162
			9,597
			2,473
			2,779
			8,716
			2,313
			16,587
			472
			625
			298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
MCKESSON CORP	P	2017-05-01	2019-06-24
MCKESSON CORP	P	2018-06-11	2019-06-24
METLIFE INC	P	2010-09-15	2019-06-24
NORTHROP GRUMMAN CORP	P	2019-04-23	2019-06-24
NXP SEMICONDUCTORS	P	2019-02-07	2019-06-24
PUBLIC SERVICE ENTERPRISE GROUP INC	P	2017-05-01	2019-06-24
PEPSICO INC	P	2017-08-07	2019-06-24
PARKER HANNIFIN CORP	P	2017-05-01	2019-06-24
PARKER HANNIFIN CORP	P	2018-06-11	2019-06-24
AT&T INC	P	2017-08-07	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,916		4,169	-253
15,664		17,480	-1,816
32,288		23,773	8,515
16,108		14,674	1,434
24,664		22,388	2,276
12,783		9,204	3,579
33,620		29,214	4,406
9,428		8,728	700
7,714		7,904	-190
37,411		44,355	-6,944

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-253
			-1,816
			8,515
			1,434
			2,276
			3,579
			4,406
			700
			-190
			-6,944

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
TEMPLETON GLOBAL BOND FUND-AD	P	2013-12-03	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2014-03-10	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2014-07-25	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2015-09-25	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2015-12-17	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2016-04-26	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2018-01-18	2019-06-24
TEMPLETON GLOBAL BOND FUND-AD	P	2018-06-11	2019-06-24
TARGET CORP	P	2017-05-01	2019-06-24
TRAVELERS COMPANIES INC	P	2010-04-16	2019-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
86,297		97,625	-11,328
43,450		48,804	-5,354
42,016		48,844	-6,828
24,648		24,322	326
24,097		24,337	-240
36,625		37,150	-525
248,455		266,851	-18,396
3,940		4,071	-131
45,549		29,343	16,206
31,196		10,716	20,480

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-11,328
			-5,354
			-6,828
			326
			-240
			-525
			-18,396
			-131
			16,206
			20,480

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
TRAVELERS COMPANIES INC	P	2010-09-15	2019-06-24
TYSON FOODS INC CLASS A	P	2014-03-05	2019-06-24
VALERO ENERGY CORP	P	2016-03-15	2019-06-24
VANGUARD M/C GROW INDX-ADM	P	2015-08-12	2019-06-24
WALMART INC	P	2004-11-02	2019-06-24
L3 HARRIS TECHNOLOGIES INC	P	2017-05-01	2019-07-22
LORD ABBETT FLOATING RATE-I	P	2016-06-02	2019-08-12
LORD ABBETT FLOATING RATE-I	P	2019-06-24	2019-08-12
APPLE INC	P	2011-05-03	2020-01-07
ALLERGAN PLC	P	2013-10-01	2020-01-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,413		3,942	7,471
62,549		31,077	31,472
14,142		11,169	2,973
105,440		75,657	29,783
28,915		14,212	14,703
98		66	32
599,669		611,175	-11,506
41,421		41,608	-187
98,701		16,344	82,357
20,810		15,697	5,113

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			7,471
			31,472
			2,973
			29,783
			14,703
			32
			-11,506
			-187
			82,357
			5,113

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ALLERGAN PLC	P	2018-01-17	2020-01-07
ALLSTATE CORP	P	2010-09-15	2020-01-07
AMGEN INC	P	2017-05-01	2020-01-07
AMERIPRISE FINANCIAL INC	P	2012-01-04	2020-01-07
BEST BUY COMPANY INC	P	2016-03-15	2020-01-07
BIOGEN INC	P	2014-12-24	2020-01-07
BAKER HUGHES CO	P	2016-09-21	2020-01-07
COMCAST CORP CL A	P	2016-09-21	2020-01-07
CAPITAL ONE FINL CORP	P	2012-04-04	2020-01-07
DFA REAL ESTATE SECS PORT	P	2015-08-12	2020-01-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
48,683		45,208	3,475
12,921		3,510	9,411
34,075		23,282	10,793
15,754		4,853	10,901
53,950		19,674	34,276
27,075		29,204	-2,129
6,754		13,614	-6,860
449		333	116
9,985		5,605	4,380
119,382		96,247	23,135

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,475
			9,411
			10,793
			10,901
			34,276
			-2,129
			-6,860
			116
			4,380
			23,135

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
DISNEY WALT CO NEW	P	2018-06-25	2020-01-07
FIRSTENERGY CORP	P	2018-06-11	2020-01-07
FISERV INC	P	2010-09-15	2020-01-07
ALPHABET INC CL A	P	2015-09-25	2020-01-07
INTEL CORP	P	2013-07-02	2020-01-07
ILLINOIS TOOL WKS INC	P	2019-02-07	2020-01-07
ISHARES DJ US REAL ESTATE ETF	P	2017-05-01	2020-01-07
JP MORGAN CHASE & CO	P	2010-10-19	2020-01-07
KINDER MORGAN INC	P	2017-05-01	2020-01-07
KOHLS CORP	P	2012-01-12	2020-01-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,665		2,611	1,054
12,355		8,631	3,724
39,219		4,497	34,722
48,944		22,923	26,021
30,416		12,355	18,061
20,351		15,531	4,820
26,642		23,005	3,637
31,287		8,838	22,449
7,477		7,037	440
5,224		4,869	355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,054
			3,724
			34,722
			26,021
			18,061
			4,820
			3,637
			22,449
			440
			355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
KOHLS CORP	P	2012-06-08	2020-01-07
KOHLS CORP	P	2016-04-20	2020-01-07
L3 HARRIS TECHNOLOGIES INC	P	2017-05-01	2020-01-07
MANPOWERGROUP INC	P	2016-09-21	2020-01-07
METLIFE INC	P	2010-09-15	2020-01-07
NORTHROP GRUMMAN CORP	P	2019-04-23	2020-01-07
NATIONAL-OILWELL INC	P	2015-09-25	2020-01-07
NXP SEMICONDUCTORS	P	2018-12-07	2020-01-07
INV OPP INTL GROWTH-R6	P	2018-06-11	2020-01-07
PARKER HANNIFIN CORP	P	2017-05-01	2020-01-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
995		902	93
3,731		3,458	273
8,536		5,242	3,294
1,929		1,377	552
2,042		1,441	601
20,597		16,141	4,456
25,369		38,407	-13,038
44,966		28,133	16,833
69,739		70,227	-488
25,762		19,836	5,926

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			93
			273
			3,294
			552
			601
			4,456
			-13,038
			16,833
			-488
			5,926

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
T ROWE PRICE MERG MRKT ST-1	P	2018-01-18	2020-01-07
AT&T INC	P	2017-08-07	2020-01-07
TRUIST FINANCIAL CORP	P	2018-04-18	2020-01-07
TARGET CORP	P	2017-05-01	2020-01-07
TYSON FOODS INC CLASS A	P	2014-03-05	2020-01-07
VALERO ENERGY CORP	P	2016-03-15	2020-01-07
WALGREENS BOOTS ALLIANCE INC	P	2014-12-24	2020-01-07
WALMART INC	P	2004-11-02	2020-01-07
VOYA MIDCAP OPPORTUNITIES-I	P	2012-06-11	2020-02-07
VOYA MIDCAP OPPORTUNITIES-I	P	2013-01-14	2020-02-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
39,380		39,748	-368
38,915		38,377	538
15,997		14,922	1,075
74,621		33,814	40,807
20,670		9,283	11,387
22,836		15,955	6,881
18,259		23,929	-5,670
5,825		2,733	3,092
349,198		283,374	65,824
42,823		37,846	4,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-368
			538
			1,075
			40,807
			11,387
			6,881
			-5,670
			3,092
			65,824
			4,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
VOYA MIDCAP OPPORTUNITIES-I	P	2015-12-29	2020-02-07
VOYA MIDCAP OPPORTUNITIES-I	P	2018-01-18	2020-02-07
VOYA MIDCAP OPPORTUNITIES-I	P	2019-06-24	2020-02-07
DARDEN RESTAURANTS INC	P	2010-10-19	2020-03-20
DARDEN RESTAURANTS INC	P	2020-01-07	2020-03-20
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,672		25,000	1,672
90,458		96,888	-6,430
23,070		22,056	1,014
60,951		57,442	3,509
5,468		14,589	-9,121
181,579			181,579

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,672
			-6,430
			1,014
			3,509
			-9,121
			181,579

Form 990PF Part XV Line 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*				
AUSTIN HATCHER FOUNDATION FOR PEDIATRIC CANCER 232 EAST 11TH STREET SUITE 100 CHATTANOOGA, TN 37402		PC	TO FUND FREE PSYCHO-ONCOLOGY, INDUSTRIAL ARTS, FAMILY PROGRAMS AND OCCUPATIONAL THERAPY SERVICES FOR CHILDREN WITH CANCER	150,000
WELCOME HOME OF CHATTANOOGA PO BOX 4247 CHATTANOOGA, TN 37405		PC	TO FUND 2020 CAREGIVING PROGRAM FOR INDIGENT CANCER PATIENTS	50,000
CHI MEMORIAL FOUNDATION 2525 DE SALES AVENUE CHATTANOOGA, TN 37404		PC	TO ASSIST IN REPLACING A MOBILE MAMMOGRAPHY SCREENING COACH TO SUPPORT THE OUTREACH ARM OF THE MARYELLEN LOCHER BREAST CENTER AND SUPPORT THE INDIGENT CARE FUND	540,000
Total . . . . ▶ **3a**				1,080,000

Form 990PF Part XV Line 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*				
THE HAPPY SHOES PROJECT 9581 HASTINGS WAY OOLTEWAH, TN 37363		PC	TO FUND INDIGENT CANCER PATIENTS	15,000
HOSPICE OF CHATTANOOGA 4411 OAKWOOD DRIVE CHATTANOOGA, TN 37416		PC	TO FUND PALLATIVE CARE SERVICES, INDIGENT CANCER PATIENT ASSISTANCE	300,000
ST JUDES RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105		PC	TO FUND PROTON THERAPY TREATMENT AND RESEARCH	25,000
Total . . . . ▶ **3a**				1,080,000

TY 2019 Accounting Fees Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	17,350	0		17,350

TY 2019 Investments Corporate Stock Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OTHER CORPORATE STOCK	6,046,531	7,530,448

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491237005500

TY 2019 Investments - Other Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	15,886,480	15,944,608

TY 2019 Other Professional Fees Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	168,072	156,307		11,765

TY 2019 Taxes Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INVESTMENT TAXES	543	0		543