

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2019
Open to Public Inspection

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

Name of foundation THE W I H PITTS MEMORIAL FUND		A Employer identification number 58-6374908
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1908	Room/suite	B Telephone number (see instructions) (404) 813-9304
City or town, state or province, country, and ZIP or foreign postal code ORLANDO, FL 328021908		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>86,841,650</u>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,540,358	1,540,358		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,870,600			
	b Gross sales price for all assets on line 6a	47,344,397			
	7 Capital gain net income (from Part IV, line 2)		12,870,600		
	8 Net short-term capital gain			0	
	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	14,410,958	14,410,958			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	332,062	166,031		166,031
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	0
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	2,500	0	0	2,500
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	191,230	10,810		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	525,792	176,841	0	168,531
	25 Contributions, gifts, grants paid	3,932,943			3,932,943
26 Total expenses and disbursements. Add lines 24 and 25	4,458,735	176,841	0	4,101,474	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	9,952,223				
b Net investment income (if negative, enter -0-)		14,234,117			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,692,916	2,588,827	2,588,827
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	58,292,968	70,353,303	84,252,823
	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)	62,985,884	72,942,130	86,841,650	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	62,985,884	72,942,130	
	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)	62,985,884	72,942,130		
30 Total liabilities and net assets/fund balances (see instructions) .	62,985,884	72,942,130		

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	62,985,884
2 Enter amount from Part I, line 27a	2	9,952,223
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,009
4 Add lines 1, 2, and 3	4	72,943,116
5 Decreases not included in line 2 (itemize) ▶ _____	5	986
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	72,942,130

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	12,870,600
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	4,087,435	82,724,012	0.049411
2017	3,965,947	79,548,908	0.049855
2016	3,970,356	72,900,301	0.054463
2015	3,867,014	77,193,426	0.050095
2014	3,588,464	77,804,939	0.046121

2 Total of line 1, column (d)	2	0.249945
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	0.049989
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	81,581,224
5 Multiply line 4 by line 3	5	4,078,164
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	142,341
7 Add lines 5 and 6	7	4,220,505
8 Enter qualifying distributions from Part XII, line 4	8	4,101,474

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Tax due'. Total amount owed is 104,262.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes a Yes/No column for each question.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of TRUIST BANK Telephone no (404) 813-9304
Located at PO BOX 1908 ORLANDO FL ZIP+4 328021908
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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. 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?
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? 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).
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?
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).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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	78,095,407
b	Average of monthly cash balances.	1b	4,728,171
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	82,823,578
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	82,823,578
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,242,354
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	81,581,224
6	Minimum investment return. Enter 5% of line 5.	6	4,079,061

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	4,079,061
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	284,682
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	284,682
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,794,379
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,794,379
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	3,794,379

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	4,101,474
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,101,474
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	4,101,474

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				3,794,379
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.				0
b From 2015.				71,704
c From 2016.				367,169
d From 2017.				118,795
e From 2018.				17,883
f Total of lines 3a through e.	575,551			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>4,101,474</u>				
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.				3,794,379
e Remaining amount distributed out of corpus	307,095			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	882,646			
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	882,646			
10 Analysis of line 9				
a Excess from 2015.				71,704
b Excess from 2016.				367,169
c Excess from 2017.				118,795
d Excess from 2018.				17,883
e Excess from 2019.				307,095

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				3,932,943
b <i>Approved for future payment</i>				
Total ▶ 3b				

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)
21747 3889 VOYAGER PRTRNS OFFSH LTD SUB S SER 1		2015-01-01	2019-01-01
15000 VOYAGER PARTNERS OFFSHR LTD S-07/15		2015-06-25	2019-01-01
497162 58 VOYAGER PRTRN OFFSH S SER 1 HOLDBACK		2019-01-01	2019-05-01
268012 95 VOYAGR PTNRS OFF LTD S-7/15 HOLDBACK		2019-01-01	2019-05-01
28722 009 DFA EMERGING MKTS CORE EQUITY-I		2017-02-14	2019-05-06
61101 12 DFA US SMALL CAP VALUE FD		2018-06-22	2019-05-06
136371 41 DFA LARGE CAP VALUE FD-I			2019-06-07
169434 695 DFA INTL CORE EQUITY-I			2019-06-27
52610 094 T ROWE PRICE INSTL LARGE-CAP GRWTH-I		2013-06-27	2019-06-27
33347 ISHARES TR RUSSELL 1000 GROWTH INDEX			2019-06-27

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)
2,485,813		2,363,056	122,757
1,340,065		1,500,000	-159,935
497,163		497,163	
268,013		268,013	
600,577		549,452	51,125
2,134,873		2,500,869	-365,996
4,816,638		5,013,321	-196,683
2,184,013		2,163,305	20,708
2,210,150		1,127,434	1,082,716
5,235,644		2,995,777	2,239,867

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	
			122,757
			-159,935
			51,125
			-365,996
			-196,683
			20,708
			1,082,716
			2,239,867

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)
26118 8139 PINE GROVE OFFSHORE LTD-A		2013-05-30	2019-06-30
322989 9 VOYAGER PRTN OFFSH S SER 1 HOLDBACK		2019-01-01	2019-07-30
174119 03 VOYAGR PTNRS OFF LTD S-7/15 HOLDBACK		2019-01-01	2019-07-30
33880 ISHARES TR RUSSELL 1000 VALUE INDEX		2013-02-08	2019-09-04
8555 ISHARES TR MSCI SMALL CAP INDEX ETF		2017-09-28	2019-09-04
26735 643 INVESCO SMALL CAP GROWTH-I			2019-09-06
8032 357 INVESCO SMALL CAP GROWTH-I		2019-06-27	2019-09-06
1078 407 INVESCO SMALL CAP GROWTH-I		2009-10-15	2019-09-24
4713 757 EDGEWOOD GROWTH FUND-INS		2019-06-27	2019-09-24
3805 884 ARTISAN INTL VALUE FUND-ADV		2019-06-27	2019-09-24

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)
3,375,000		2,900,870	474,130
342,468		322,990	19,478
184,620		174,119	10,501
4,240,557		2,656,582	1,583,975
477,600		525,199	-47,599
1,117,817		667,696	450,121
335,833		337,600	-1,767
44,150		25,494	18,656
165,500		164,982	518
131,950		132,749	-799

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	
			474,130
			19,478
			10,501
			1,583,975
			-47,599
			450,121
			-1,767
			18,656
			518
			-799

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)
1126 848 CALVERT EMERG MRKTS EQTY-R6		2019-05-06	2019-09-24
2042 997 EATON VANCE-ATLANTA SMID-R6		2019-06-27	2019-09-24
3961 723 T ROWE PRICE INSTL LARGE-CAP GRWTH-I		2013-06-27	2019-09-24
4105 ISHARES TR RUSSELL MIDCAP INDEX ETF		2019-06-27	2019-09-24
4397 63 NEUBERGER BERMAN REAL ESTATE-I		2019-09-23	2019-09-24
1160 552 T RWE PR QM US S/C GR EQ-I		2019-09-06	2019-09-24
1717 741 VANGUARD WORLD INTL GROWTH-ADM		2019-09-04	2019-09-24
1384 253 VANGUARD SMALL CAP VAL INDEX-ADM		2019-05-06	2019-09-24
1606 303 VANGUARD INSTL INDEX-I		2019-06-27	2019-09-24
267 939 VANGUARD RUSSELL 1000 GROWTH INDEX-I		2019-06-27	2019-09-24

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)
18,300		18,784	-484
79,350		76,347	3,003
165,600		84,900	80,700
230,922		226,662	4,260
66,800		66,844	-44
44,600		45,006	-406
156,950		156,280	670
76,300		80,065	-3,765
431,100		425,301	5,799
84,500		83,211	1,289

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	
			-484
			3,003
			80,700
			4,260
			-44
			-406
			670
			-3,765
			5,799
			1,289

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
1291 224 VANGUARD RUSSELL 1000 VA-INS		2019-09-04	2019-09-24
27903 9037 PINE GROVE OFFSHORE LTD-A		2013-05-30	2019-09-30
3323 ISHARES TR RUSSELL MIDCAP INDEX ETF		2019-06-27	2019-10-31
4062 ISHARES TR RUSSELL MIDCAP INDEX ETF		2008-07-23	2019-10-31
33689 541 INVESCO SMALL CAP GROWTH-I		2009-10-15	2019-12-16
123118 ISHARES TR RUSSELL MIDCAP INDEX ETF			2019-12-16
CAPITAL GAIN 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)
284,250		277,097	7,153
3,611,909		3,099,130	512,779
187,419		183,483	3,936
229,099		95,966	133,133
1,370,154		796,421	573,733
7,260,414		1,871,629	5,388,785
			858,286

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	
			7,153
			512,779
			3,936
			133,133
			573,733
			5,388,785

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EMORY UNIVERSITY 1762 CLIFTON RD SUITE 1400 ATLANTA, GA 30322	NONE	PC	FOR THE CANDLER SCHOOL OF	1,965,971
METHODIST HOME OF THE SOUTH GEORGIA CONFERENCEPO BOX 2525 MACON, GA 312032600	NONE	PC	GENERAL CHARITABLE PURPOSE	491,493
YOUNG HARRIS COLLEGEPO BOX 98 YOUNG HARRIS, GA 30582	NONE	PC	GENERAL CHARITABLE PURPOSE	982,986
Total ▶ 3a				3,932,943

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SUPERANNUATED MINISTERS OF THE SOUTH GEORGIA CONFERNCE UMC PO BOX 13145 MACON, GA 31208	NONE	PC	GENERAL CHARITABLE PURPOSE	491,493
WAVERLY HALL METHODIST CHURCH POBOX 9 WAVERLY HALL, GA 31831	NONE	PC	GENERAL CHARITABLE PURPOSE	1,000
Total ▶ 3a				3,932,943

TY 2019 Accounting Fees Schedule**Name:** THE W I H PITTS MEMORIAL FUND**EIN:** 58-6374908

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	2,500			2,500

TY 2019 Investments - Other Schedule**Name:** THE W I H PITTS MEMORIAL FUND**EIN:** 58-6374908**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
92206C672 VANGUARD RUSSELL 100	AT COST	2,488,827	3,049,913
00141M622 INVESCO SMALL CAP GR			
99NETAPY3 VOYAGER PARTNERS OFF			
464287614 ISHARES TR RUSSELL 1			
233203827 DFA LARGE CAP VALUE			
233203421 DFA EMERGING MKTS CO			
99NETANN9 VOYAGER PRTNRS OFFSH			
233203819 DFA US SMALL CAP VAL			
921910501 VANGUARD WORLD INTL	AT COST	4,328,020	5,673,752
922040100 VANGUARD INSTL INDEX	AT COST	8,493,475	15,013,884
543916688 LORD ABBETT SHT DUR	AT COST	2,156,200	2,192,657
994989J77 PINE GROVE OFFSHORE			
277902235 EATON VANCE-ATLANTA	AT COST	2,507,481	2,592,150
9970012J0 PFIZER 2017 CLASS AC			
464287499 ISHARES TR RUSSELL M			
45775L408 T ROWE PRICE INSTL L	AT COST	2,840,765	5,649,145
997001FA5 AMERICAN INTL GROUP			
258620103 DOUBLELINE TOTAL RET	AT COST	2,695,300	2,754,908
997001284 FEDERAL HOME LOAN 20			
04314H667 ARTISAN INTL VALUE F	AT COST	3,799,807	4,446,387
9970013J9 HALLIBURTON CLASS AC			
997000TT1 XEROX CORP CL-ACT			
233203371 DFA INTL CORE EQUITY			
464287598 ISHARES TR RUSSELL 1			
464288273 ISHARES TR MSCI SMAL			
957663669 WESTERN ASSET CORE P	AT COST	6,125,131	6,374,861
131649766 CALVERT EMERG MRKTS	AT COST	609,806	652,277
922908629 VANGUARD INDEX TR VA	AT COST	7,513,034	7,563,206
87283A102 T RWE PR QM US S/C G	AT COST	2,969,919	3,026,796
99NETBFT3 POINTER OFFSHORE LTD	AT COST	5,000,000	5,000,000

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
641224795 NEUBERGER BERMAN REA	AT COST	2,014,156	2,043,839
92206C698 VANGUARD RUSSELL 100	AT COST	8,918,903	9,736,257
0075W0759 EDGEWOOD GROWTH FUND	AT COST	5,371,469	5,896,366
921937686 VANGUARD SMALL CAP V	AT COST	2,521,010	2,586,425

TY 2019 Other Decreases Schedule**Name:** THE W I H PITTS MEMORIAL FUND**EIN:** 58-6374908

Description	Amount
COST BASIS ADJUSTMENT	986

TY 2019 Other Increases Schedule**Name:** THE W I H PITTS MEMORIAL FUND**EIN:** 58-6374908

Description	Amount
MF TIMING DIFFERENCE	5,009

TY 2019 Taxes Schedule**Name:** THE W I H PITTS MEMORIAL FUND**EIN:** 58-6374908

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	9,036	9,036		0
FEDERAL ESTIMATES - PRINCIPAL	180,420	0		0
FOREIGN TAXES ON NONQUALIFIED	1,774	1,774		0