






For calendar year 2017, or tax year beginning 07-01-2017, and ending 06-30-2018

Name of foundation HUGH AND CHARLOTTE MACLELLAN CHARITABLE TRUST		A Employer identification number 62-6268981	
Number and street (or P O box number if mail is not delivered to street address) 820 BROAD STREET NO 300		Room/suite	B Telephone number (see instructions) (423) 755-8142
City or town, state or province, country, and ZIP or foreign postal code CHATTANOOGA, TN 37402		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 24,936,291		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	19,186	19,186		
	4 Dividends and interest from securities	503,599	503,599		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 	1,829,087			
	b Gross sales price for all assets on line 6a 8,826,270				
	7 Capital gain net income (from Part IV, line 2)		1,818,663		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	-145,476	-90,704		
	12 Total. Add lines 1 through 11	2,206,396	2,250,744		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) 	7,845	0		7,845
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	13,620	13,620		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	318,308	295,551		23,881
	24 Total operating and administrative expenses. Add lines 13 through 23	339,773	309,171		31,726
	25 Contributions, gifts, grants paid	1,611,500			1,611,500
	26 Total expenses and disbursements. Add lines 24 and 25	1,951,273	309,171		1,643,226
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	255,123			
	b Net investment income (if negative, enter -0-)		1,941,573		
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)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,601,194	421,745	421,745
	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)	9,544,191	10,716,432	11,791,135
	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)	10,267,372	10,529,703	12,723,411
	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)	21,412,757	21,667,880	24,936,291	
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 SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	21,412,757	21,667,880	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	21,412,757	21,667,880	
31	Total liabilities and net assets/fund balances (see instructions) .	21,412,757	21,667,880		

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 30 (must agree with end-of-year figure reported on prior year's return)	1	21,412,757
2	Enter amount from Part I, line 27a	2	255,123
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	21,667,880
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 30 .	6	21,667,880

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)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,818,663
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))
2016	1,410,450	22,735,637	0 062037
2015	1,201,004	23,060,590	0 052080
2014	1,091,747	22,725,783	0 048040
2013	998,610	21,228,311	0 047041
2012	967,274	20,323,198	0 047595
2 Total of line 1, column (d)			2 0 256793
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 051359
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 23,919,932
5 Multiply line 4 by line 3			5 1,228,504
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 19,416
7 Add lines 5 and 6			7 1,247,920
8 Enter qualifying distributions from Part XII, line 4			8 1,643,226

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	19,416
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	19,416
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	19,416
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	16,970
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	16,970
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	2,446
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TN, AZ, CA, SC, MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of HUGH O MACLELLAN JR Telephone no (423) 755-8141			

Located at **820 BROAD STREET SUITE 300 CHATTANOOGA TN** ZIP+4 **37402**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15		
16	At any time during calendar year 2017, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/> 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/> 3b			No
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 2017?	4b		No

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

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. **0****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. **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	8,366,573
b	Average of monthly cash balances.	1b	692,771
c	Fair market value of all other assets (see instructions).	1c	15,224,851
d	Total (add lines 1a, b, and c).	1d	24,284,195
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	24,284,195
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	364,263
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	23,919,932
6	Minimum investment return. Enter 5% of line 5.	6	1,195,997

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	1,195,997
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	19,416
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	19,416
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,176,581
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,176,581
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	1,176,581

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	1,643,226
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	1,643,226
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	19,416
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,623,810

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,176,581
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			62,203	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,643,226				
a Applied to 2016, but not more than line 2a			62,203	
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 2017 distributable amount.				1,176,581
e Remaining amount distributed out of corpus	404,442			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	404,442			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	404,442			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.	404,442			

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

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	1,611,500
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

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

		Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
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1b(2)		No
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1b(3)		No
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1b(4)		No
--------------	--	-----------

1b(5)	No
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1b(6)		No
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1c		No
-----------	--	-----------

value
ue

[illegible]

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

**Sign
Here**

* * * * *

Title

(see instr)? ☒ Yes ☐ No

Form **990-PF** (2017)

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)
SHORT-TERM CAPITAL GAINS FROM PARTNERSHIPS	P		
LONG-TERM CAPITAL GAINS FROM PARTNERSHIPS	P		
SEC 1256 LOSS FROM PARTNERSHIPS	P		
SEC 1231 GAIN FROM PARTNERSHIPS	P		
PUBLICLY TRADED SECURITIES - SHORT-TERM			
PUBLICLY TRADED SECURITIES - LONG-TERM			
NXTERA, INC	P		
NXPHASE	P		
BERENS GLOBAL VALUE FUND (QP), LP	P		
BLOOM TREE FUND, LP	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)
206,573			206,573
625,060			625,060
		4	-4
		4,670	-4,670
4,667,813		4,475,395	192,418
898,911		716,803	182,108
592,601			592,601
8,110			8,110
704,027		704,075	-48
40,588		93,753	-53,165

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			(I) 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	
			206,573
			625,060
			-4
			-4,670
			192,418
			182,108
			592,601
			8,110
			-48
			-53,165

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)
RIVER V, L P	P		
MILLENNIUM	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)
6,975		2,483	4,492
1,065,188		1,000,000	65,188

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	
			4,492
			65,188

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HUGH O MACLELLAN JR 820 BROAD STREET SUITE 300 CHATTANOOGA, TN 37402	SECRETARY & TREASURER 0 50	0	0	0
CHRISTOPHER H MACLELLAN 820 BROAD STREET SUITE 300 CHATTANOOGA, TN 37402	PRESIDENT 2 00	0	0	0
DANIEL O MACLELLAN 820 BROAD STREET SUITE 300 CHATTANOOGA, TN 37402	VICE PRESIDENT 4 00	0	0	0
CATHERINE M HEALD 820 BROAD STREET SUITE 300 CHATTANOOGA, TN 37402	VICE PRESIDENT 1 00	0	0	0
ELIZABETH M LINDQUIST 820 BROAD STREET SUITE 300 CHATTANOOGA, TN 37402	VICE PRESIDENT 0 50	0	0	0

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>				
BAYLOR SCHOOL THE 171 BAYLOR SCHOOL ROAD CHATTANOOGA, TN 37405	NONE	PUBLIC CHARITY	EDUCATION	5,000
BETHANY CHRISTIAN SERVICES INC 901 EASTERN AVENUE NE GRAND RAPIDS, MI 495031201	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	20,000
BRIARWOOD PRESBYTERIAN CHURCH 2200 BRIARWOOD WAY BIRMINGHAM, AL 35243	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	3,000
Total ▶ 3a				1,611,500

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>				
CALVARY CHAPEL CHATTANOOGA INC PO BOX 2127 CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	20,000
CAMPUS CRUSADE FOR CHRIST INC 100 LAKE HART DRIVE 2100 ORLANDO, FL 328320100	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	8,000
CHATTANOOGA CHRISTIAN COMMUNITY FOUNDATION 736 MARKET STREET SUITE 1402 CHATTANOOGA, TN 37402	NONE	PUBLIC CHARITY	GENERAL SUPPORT - CHARITABLE PROJECTS	602,000
Total ► 3a				1,611,500

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>				
CHATTANOOGA CHRISTIAN SCHOOL INC 3354 CHARGER DRIVE CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	EDUCATION	126,000
CHATTANOOGA GIRLS LEADERSHIP ACADEMY INC THE 1802 BAILEY AVENUE CHATTANOOGA, TN 37404	NONE	PUBLIC CHARITY	EDUCATION	5,000
CHILD EVENGELISM FELLOWSHIP INCORPORATED PO BOX 348 WARRENTON, MO 633830348	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	3,000
Total ▶ 3a				1,611,500

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>				
CHURCH OF GLAD TIDINGS INC PO BOX 1630 YUBA CITY, CA 95992	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	20,000
CHURCH OF THE FIRST BORN PO BOX 2009 CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	HUMAN SERVICES	6,000
COVENANT COLLEGE INC 14049 SCENIC HIGHWAY LOOKOUT MOUNTAIN, GA 30750	NONE	PUBLIC CHARITY	EDUCATION	25,000
Total ▶ 3a				1,611,500

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>				
ENTRUSTPO BOX 25520 COLORADO SPRINGS, CO 809365520	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	20,000
FAIRYLAND ELEMENTARY SCHOOL PARENT TEACHER ORGANIZATION INC 1306 LULA LAKE ROAD LOOKOUT MOUNTAIN, GA 30750	NONE	PUBLIC CHARITY	EDUCATION	6,000
FAR EAST BROADCASTING COMPANY INC PO BOX 1 LA MIRADA, CA 906370001	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	10,000
Total ► 3a				1,611,500

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>				
FIRST THINGS FIRST INC 620 LINDSAY STREET SUITE 100 CHATTANOOGA, TN 37403	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	10,000
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	10,000
FRIENDS OF CHATTANOOGA PREP INC PO BOX 3809 CHATTANOOGA, TN 37404	NONE	PUBLIC CHARITY	EDUCATION	20,000
Total ▶ 3a				1,611,500

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>				
GEORGIA CENTER FOR OPPORTUNITY INC 333 RESEARCH COURT SUITE 210 PEACHTREE CORNERS, GA 30092	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	5,000
GIRLS PREPARATORY SCHOOL PO BOX 4736 CHATTANOOGA, TN 37405	NONE	PUBLIC CHARITY	EDUCATION	5,000
GIVING OF LIFEPO BOX 888 CHATTANOOGA, TN 37401	NONE	PUBLIC CHARITY	INSPIRE GENEROSITY	11,000
Total ▶ 3a				1,611,500

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>				
HANDS ON PERU107 EATON PLACE CARY, NC 27513	NONE	PUBLIC CHARITY	HOLISTIC COMMUNITY DEVELOPMENT	9,000
HARPETH HALL SCHOOL 3801 HOBBS ROAD NASHVILLE, TN 37215	NONE	PUBLIC CHARITY	EDUCATION	5,000
HELPING HANDS MINISTRIES INC PO BOX 337 TALLULAH FALLS, GA 30573	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	35,000
Total ▶ 3a				1,611,500

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>				
HOSANNA2421 AZTEC ROAD NE ALBUQUERQUE, NM 87107	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	40,000
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 200378147	NONE	PUBLIC CHARITY	VIOLENCE PREVENTION	20,000
INTERVARSITY CHRISTIAN FELLOWSHIP-USA PO BOX 7895 MADISON, WI 537077895	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	2,000
Total ▶ 3a				1,611,500

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>				
ITALY FOR CHRIST 1301 SHILOH ROAD NW SUITE 1820 KENNESAW, GA 301447170	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	10,000
LEADERSHIP INTERNATIONAL INC PO BOX 637 BRENTWOOD, TN 37024	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	15,000
LIFESONG FOR ORPHANS INCPO BOX 40 GRIDLEY, IL 61744	NONE	PUBLIC CHARITY	STRENGTHEN FAMILIES	5,000
Total ▶ 3a				1,611,500

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>				
LOOKOUT MOUNTAIN CONSERVANCY PO BOX 76 LOOKOUT MOUNTAIN, TN 37350	NONE	PUBLIC CHARITY	EDUCATION	13,000
LOOKOUT MOUNTAIN PRESBYTERIAN CHURCH 316 N BRAGG AVENUE LOOKOUT MOUNTAIN, TN 37350	NONE	PUBLIC CHARITY	GENERAL SUPPORT - CHARITABLE PROJECTS	10,000
LUIS PALAU ASSOCIATIONPO BOX 50 PORTLAND, OR 97207	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	20,000
Total ▶ 3a				1,611,500

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>				
MCCALLIE SCHOOL INC THE 500 DODDS AVENUE CHATTANOOGA, TN 37404	NONE	PUBLIC CHARITY	EDUCATION	3,000
MISSION TO THE WORLD PCA INC PO BOX 744165 ATLANTA, GA 303744165	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	5,000
NATIONAL CENTER FOR YOUTH ISSUES PO BOX 22185 CHATTANOOGA, TN 374222185	NONE	PUBLIC CHARITY	EDUCATION	5,000
Total ▶ 3a				1,611,500

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>				
NATIONS MINISTRY CENTER PO BOX 128154 NASHVILLE, TN 37212	NONE	PUBLIC CHARITY	HUMAN SERVICES & TUTORING	15,000
O C INTERNATIONAL INCPO BOX 36900 COLORADO SPRINGS, CO 80936	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	5,000
OPPORTUNITY INTERNATIONAL INC 550 W VAN BUREN ST SUITE 200 CHICAGO, IL 60607	NONE	PUBLIC CHARITY	HOLISTIC COMMUNITY DEVELOPMENT	10,000
Total ▶ 3a				1,611,500

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>				
PARTNERS FOR CHRISTIAN MEDIA INC PO BOX 24297 CHATTANOOGA, TN 37422	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
PIONEERS INC 10123 WILLIAM CAREY DRIVE ORLANDO, FL 328326931	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	5,000
PRAXIS INC409 W 45TH ST 3RD FLOOR NEW YORK, NY 10036	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	8,000
Total ▶ 3a				1,611,500

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>				
PRECEPT MINISTRIES OF REACH OUT INC PO BOX 182218 CHATTANOOGA, TN 37422	NONE	PUBLIC CHARITY	EDUCATION	15,000
REFORMED UNIVERSITY MINISTRIES 1700 NORTH BROWN ROAD SUITE 104 LAWRENCEVILLE, GA 30043	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	12,500
REDEEMER CITY TO CITY 1166 AVENUE OF THE AMERICAS SUITE 1620 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	10,000
Total ▶ 3a				1,611,500

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>				
SALAMA URBAN MINISTRIES INC 1205 8TH AVE SOUTH NASHVILLE, TN 37203	NONE	PUBLIC CHARITY	YOUTH DEVELOPMENT PROGRAMS	10,000
SAMFORD UNIVERSITY 800 LAKESHORE DRIVE BIRMINGHAM, AL 35229	NONE	PUBLIC CHARITY	EDUCATION	5,000
SERGE GLOBAL INCPO BOX 1244 ALBERT LEA, MN 560071244	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	5,000
Total ▶ 3a				1,611,500

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>				
SHAOHANNAH'S HOPE INCPO BOX 647 FRANKLIN, TN 37065	NONE	PUBLIC CHARITY	HUMAN SERVICES	190,000
SIM USA INCORPORATEDPO BOX 7900 CHARLOTTE, NC 282417900	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	5,000
SNOWBOARDERS & SKIERS FOR CHRIST PO BOX 2082 DILLON, CO 80435	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	30,000
Total ▶ 3a				1,611,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
STREET PSALMS 1121 TACOMA AVE SOUTH TACOMA, WA 98402	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	10,000
TRAINING GROUNDPO BOX 49595 COLORADO SPRINGS, CO 80949	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	25,000
UNITED METHODIST NEIGHBORHOOD CENTERS INC PO BOX 2156 CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	15,000
Total ▶ 3a				1,611,500

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>				
UNIVERSITY CHRISTIAN MINISTRIES INC 128 CHANCELLOR STREET CHARLOTTESVILLE, VA 22903	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	10,000
WESTMONT COLLEGE955 LA PAZ RD SANTA BARBARA, CA 93117	NONE	PUBLIC CHARITY	EDUCATION	8,000
WEST NASHVILLE DREAM CENTER 4007 DELAWARE AVE NASHVILLE, TN 37209	NONE	PUBLIC CHARITY	HUMAN SERVICES	30,000
Total ▶ 3a				1,611,500

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>				
WORLD GOSPEL MISSIONPO BOX 948 MARION, IN 469520948	NONE	PUBLIC CHARITY	HUMAN SERVICES	3,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 809010520	NONE	PUBLIC CHARITY	LEADERSHIP DEVELOPMENT	43,000
Total <div> <div></div> <div>3a</div> </div>				1,611,500

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a UNRELATED BUSINESS INCOME	525990	-54,787			
b OTHER INVESTMENT INCOME			14	792	
c PARTNERSHIPS ORDINARY INCOME			14	-90,025	
d PARTNERSHIPS ROYALTIES			14	1	
e PARTNERSHIPS OTHER PORTFOLIO INC			14	47	
f PARTNERSHIPS OTHER INCOME			14	-1,519	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST

EIN: 62-6268981

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
PARTNERSHIP FLOWTHROUGH - UBI		PURCHASED			10,424			0	10,424	

TY 2017 Investments Corporate Stock Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST
EIN: 62-6268981

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AEGEA MEDICAL INC.	750,000	750,000
ATLANTA CATHETER THERAPIES	47,397	47,397
COHERA MEDICAL PREFERRED STOCK	1,291,259	1,330,779
NXPHASE	8,110	8,110
PERSHING 2076	6,015,953	6,694,568
PERSHING 2145	962,674	979,815
PERSHING GRG	1,178,511	1,483,336
VERAN MEDICAL TECHNOLOGIES	462,528	497,130

TY 2017 Investments - Other Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST

EIN: 62-6268981

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
360 ENERGY OPPORTUNITY FUND	AT COST	809,937	837,229
AERIAL BIOPHARMA, LLC	AT COST	83,599	0
ALTUM CREDIT FUND, L.P.	AT COST	1,845,002	2,114,897
ARRIVO BIOVENTURES, LLC	AT COST	181,735	181,545
BOW RIVER CAPITAL	AT COST	78,300	71,095
C-III RECOVERY FUND II LP	AT COST	379,338	518,459
CEVIAN CAPITAL II, LP	AT COST	956,942	1,203,342
CONATUS CAPITAL PARTNERS II LP	AT COST	24,548	0
DYNAMO FUND I, LP	AT COST	212,960	218,346
FULCRUM GROWTH FUND III QP, LLC	AT COST	165,956	202,500
GCM GROSVENOR MACLELLAN INVESTMENT FUND LP	AT COST	97,611	161,306
GOLUB CAPITAL PARTNERS INTERNATIONAL 11, LP	AT COST	541,876	615,461
HARBINGER CAPITAL PARTNERS SPECIAL SITUATIONS OFFSHORE LP	AT COST	380,714	33,619
KERN MEDICAL IV, LLC	AT COST	150,000	150,000
KW DISCOVERY, LLC	AT COST	192,381	18,573
KW STRATUS, LLC	AT COST	216,569	428,057
MIDNIGHT PHARMA, LLC	AT COST	26,387	26,338
MILLENNIUM STRATEGIC CAPITAL LTD	AT COST	0	566,823
NXThera, Inc Convertible Note	AT COST	0	428,057
PORTFOLIO ADVISORS SECONDARY FUND III	AT COST	174,415	218,095
PS INSTITUTIONAL ONSHORE LP	AT COST	1,005,701	1,054,290
RELEVANCE CAPITAL III LP	AT COST	490,938	512,504
RENAISSANCE INSTITUTIONAL EQUITIES FUND LLC	AT COST	1,513,604	1,592,932
RESOLUTE CAPITAL PARTNERS FUND IV, L.P.	AT COST	251,569	250,000
RESOURCE LAND FUND, III, LLC	AT COST	79,387	173,312
RIVER V, L.P.	AT COST	0	125,531
RIVER VI, L.P.	AT COST	44,885	325,697
RIVER VII, L.P.	AT COST	286,543	340,603
TENTH STREET FINANCIAL OPPORTUNITY FUND II, LP	AT COST	121,489	121,489
VALOR VENTURE FUND II LP	AT COST	217,317	233,311

TY 2017 Legal Fees Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST

EIN: 62-6268981

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHAMBLISS, BAHNER & STOPHEL, P C	7,845	0		7,845

TY 2017 Other Expenses Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST

EIN: 62-6268981

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES THROUGH BROKERS	54,013	54,013		0
PORTFOLIO DEDUCTIONS THROUGH PARTNERSHIPS	177,242	177,242		0
INVESTMENT INTEREST THROUGH PARTNERSHIPS	23,898	23,898		0
OTHER PARTNERSHIP DEDUCTIONS	40,043	40,043		0
NON DEDUCTIBLE EXPENSES THROUGH PARTNERSHIPS	390	0		0
TN FOUNATION ANNUAL REPORT FEE	20	0		20
MISCELLANEOUS BOOK BASIS ADJUSTMENTS	-848	0		0
OFFICE EXPENSE REIMBURSEMENTS	23,861	0		23,861
STATE EXCISE TAX/REFUND	-666	0		0
BANK CHARGE & WIRE FEE	355	355		0

TY 2017 Other Income Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
 CHARITABLE TRUST
EIN: 62-6268981

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX EXEMPT INCOME	15	0	15
UNRELATED BUSINESS INCOME	-54,787		-54,787
OTHER INVESTMENT INCOME	792	792	792
PARTNERSHIPS ORDINARY INCOME	-90,025	-90,025	-90,025
PARTNERSHIPS ROYALTIES	1	1	1
PARTNERSHIPS OTHER PORTFOLIO INC	47	47	47
PARTNERSHIPS OTHER INCOME	-1,519	-1,519	-1,519

TY 2017 Taxes Schedule

Name: HUGH AND CHARLOTTE MACLELLAN
CHARITABLE TRUST

EIN: 62-6268981

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD FROM INCOME	6,485	6,485		0
FOREIGN TAX WITHHELD THROUGH PARTNERSHIPS	7,135	7,135		0