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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation
MISSISSIPPI POWER FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 4079

City or town, state or province, country, and ZIP or foreign postal code
GULFPORT, MS 39502

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 17,037,108

J Accounting method

☐ Cash

☒ Accrual

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

A Employer identification number
72-1370746

B Telephone number (see instructions)
(228) 864-1211

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here











Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	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	341,513	341,513		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	459,240			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		459,240		
	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	800,753	800,753	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	223,234	89,294	0	133,940
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	22,144	11,072	0	11,072
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,653	5,653	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	7,700	7,700	0	0
	22 Printing and publications				
	23 Other expenses (attach schedule)	130,362	111,657	0	18,705
	24 Total operating and administrative expenses. Add lines 13 through 23	389,093	225,376	0	163,717
	25 Contributions, gifts, grants paid	902,223			902,223
26 Total expenses and disbursements. Add lines 24 and 25	1,291,316	225,376	0	1,065,940	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-490,563			
	b Net investment income (if negative, enter -0-)		575,377		
c Adjusted net income(if negative, enter -0-)			0		



For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

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	128,936	37,964	37,964
	2 Savings and temporary cash investments	519,475	490,923	490,923
	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)	2,095,205 	5,417,781	5,417,781
	b Investments—corporate stock (attach schedule)	11,161,757 	11,048,803	11,048,803
	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)	2,469,423	0	0
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	 38,032 	 41,637 	 41,637	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,412,828	17,037,108	17,037,108	
Liabilities	17 Accounts payable and accrued expenses	24,404		
	18 Grants payable		400,000	
	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 ▶ _____)	 2,803 	 256,191	
	23 Total liabilities (add lines 17 through 22)	27,207	656,191	
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	16,385,621	16,380,917	
	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)	16,385,621	16,380,917		
31 Total liabilities and net assets/fund balances (see instructions) .	16,412,828	17,037,108		

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	16,385,621
2 Enter amount from Part I, line 27a	2	-490,563
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	1,435,859
4 Add lines 1, 2, and 3	4	17,330,917
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	950,000
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	16,380,917

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)
1 a HANCOCK BANK TRUST & ASSET MANAGEMENT ACCT	P	2016-01-01	2017-12-31
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 7,204,293		6,745,053	459,240
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			459,240
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	459,240
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	695,794	15,808,899	0 044013
2015	1,702,972	17,054,695	0 099854
2014	1,248,082	18,567,919	0 067217
2013	905,895	17,964,292	0 050428
2012	2,311,821	17,563,660	0 131625
2 Total of line 1, column (d)			2 0 393137
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 078627
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 16,467,574
5 Multiply line 4 by line 3			5 1,294,796
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,754
7 Add lines 5 and 6			7 1,300,550
8 Enter qualifying distributions from Part XII, line 4			8 1,065,940

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	11,508
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	11,508
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	11,508
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	11,920
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	11,920
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	247
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	165
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 165 Refunded <input type="checkbox"/>	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)? <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	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? <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"/> MS		
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		No
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 MR RODGER MEINZINGER Telephone no (228) 865-5925			

Located at **PO BOX 4079 GULFPORT MS** ZIP+4 **39502**


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"/> Organizations relying on a current notice regarding disaster assistance check here. <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 type="checkbox"/> Yes <input checked="" 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		
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	No	
	Organizations relying on a current notice regarding disaster assistance check here. 			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<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?	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?	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 N/A	0
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	16,545,229
b	Average of monthly cash balances.	1b	173,120
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,718,349
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	16,718,349
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	250,775
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	16,467,574
6	Minimum investment return. Enter 5% of line 5.	6	823,379

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	823,379
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	11,508
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,508
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	811,871
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	811,871
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	811,871

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	1,065,940
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	1,065,940
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	1,065,940

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				811,871
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	1,448,198			
b From 2013.	38,003			
c From 2014.	347,005			
d From 2015.	869,491			
e From 2016.				
f Total of lines 3a through e.	2,702,697			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,065,940				
a Applied to 2016, 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 2017 distributable amount.				811,871
e Remaining amount distributed out of corpus	254,069			
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	2,956,766			
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).	1,448,198			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,508,568			
10 Analysis of line 9				
a Excess from 2013.	38,003			
b Excess from 2014.	347,005			
c Excess from 2015.	869,491			
d Excess from 2016.				
e Excess from 2017.	254,069			

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 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization 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 <input type="checkbox"/> 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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed RODGER MEINZINGER PO BOX 4079 GULFPORT, MS 39502 (228) 865-5925
b The form in which applications should be submitted and information and materials they should include SAME FORM AS USED AND SUBMITTED WITH PRIOR YEAR'S FORM 990-PF
c Any submission deadlines NO SUBMISSION DEADLINES
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors AWARDS CANNOT BE GRANTED TO AN ORGANIZATION THAT IS NOT EITHER A TAX-EXEMPT ENTITY UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) OR A GOVERNMENT ENTITY. THE FUNDS CANNOT BE USED TO CARRY ON PROPAGANDA OR OTHERWISE ATTEMPT TO INFLUENCE LEGISLATION, TO INFLUENCE THE OUTCOME OF ANY SPECIFIC PUBLIC ELECTION OR TO CONDUCT, EITHER DIRECTLY OR INDIRECTLY, ANY VOTER REGISTRATION DRIVE, TO FUND A GRANT TO AN INDIVIDUAL, TO PURCHASE ELECTRIC APPLIANCES, INSTALL ATHLETIC FIELD LIGHTING, OR TO FUND ANY OTHER SIMILAR ACTIVITY WHICH WOULD PRODUCE A TANGIBLE ECONOMIC BENEFIT TO MISSISSIPPI POWER COMPANY, NOR CAN THE MISSISSIPPI POWER COMPANY OR MISSISSIPPI POWER FOUNDATION RECEIVE TICKETS, A TABLE AT A BANQUET, OR ANY OTHER ITEM OF VALUE AS A RESULT OF THE CONTRIBUTION.

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	902,223
b <i>Approved for future payment</i>				
Total			▶ 3b	0

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	
Enter gross amounts unless otherwise indicated				
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. . . . 14 341,513				
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 18 459,240				
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). 0 800,753				
13 Total. Add line 12, columns (b), (d), and (e). 13 800,753				

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
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) of the Code (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.		
	*****	2018-04-27	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	AMIE T WHITTINGTON CPA		2018-04-27		P01082167
	Firm's name ▶ HORNE LLP				Firm's EIN ▶ 20-1941244
	Firm's address ▶ 1020 HIGHLAND COLONY PKWY STE 400 RIDGELAND, MS 39157				Phone no (601) 326-1000

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
NICOLE FAULK PO BOX 4079 GULFPORT, MS 395024079	BOARD MEMBER 0 00	0	0	0
SHERRY WESCOVICH PO BOX 4079 GULFPORT, MS 395024079	BOARD MEMBER 24 00	85,390	0	0
JOHN ATHERTON PO BOX 4079 GULFPORT, MS 395024079	PRESIDENT 0 00	0	0	0
RODGER MEINZINGER PO BOX 4079 GULFPORT, MS 395024079	EXECUTIVE DIRECTOR 64 00	137,844	0	0
MOSES FEAGIN PO BOX 4079 GULFPORT, MS 395024079	TREASURER 0 00	0	0	0
VICKI PIERCE PO BOX 4079 GULFPORT, MS 395024079	BOARD MEMBER 0 00	0	0	0
BILLY THORNTON PO BOX 4079 GULFPORT, MS 395024079	SECRETARY 0 00	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>				
4-H CLUB FOUNDATION OF MS PO BOX 9601 MISSISSIPPI STATE, MS 39762			DONATION	8,000
ALCORN STATE UNIVERSITY FOUNDATION 1000 ASU DRIVE LORMAN, MS 39096			DONATION - MERIDIAN ALUMNI CHAPTER SCHOLARSHIP COMMITTEE SUPPORT	1,000
AMERICAN ASSOCIATION OF BLACKS IN ENERGY PO BOX 851675 MOBILE, AL 36685			DONATION	15,000
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION - CLARKE COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION - HANCOCK COUNTY RELAY FOR LIFE	250
Total ▶ 3a				902,223


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>				
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION - SMITH COUNTY RELAY FOR LIFE	5,000
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION	500
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION - GULF COAST RELAY FOR LIFE	1,000
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT, MS 39507			DONATION - JONES COUNTY RELAY FOR LIFE	10,000
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT, MS 39506			DONATION- SUPPORT HEART WALKS	1,000
Total ▶ 3a				902,223

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>				
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT, MS 39506			DONATION - PINE BELT HEART BALL	1,500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT, MS 39506			DONATION - HEART WALK- JONES COUNTY	1,500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT, MS 39506			DONATION - MERIDIAN GO RED FOR WOMEN	5,000
AMERICAN LEGISLATIVE EXCHANGE COUNCIL 2900 CRYSTAL DR FL 6 ARLINGTON, VA 22202			DONATION-MISSISSIPPI CHAPTER	5,000
ARTHUR L SIGGERS SCHOLARSHIP FUND 1313 COUNTRY CLUB RD HATTIESBURG, MS 39401			DONATION	1,500
Total ► 3a				902,223

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>				
AUBURN UNIVERSITY 317 S COLLEGE STREET AUBURN, AL 36849			DONATION-MATCHING GIFT	5,750
AUBURN UNIVERSITY 317 S COLLEGE STREET AUBURN, AL 36849			DONATION-MATCHING GIFT	200
BACOTMCCARTY FOUNDATION PO BOX 1442 PASCAGOULA, MS 395681442			DONATION	1,500
BIG RED ATHLETIC FOUNDATION PO BOX 168 BILOXI, MS 39533			DONATION	500
BOY SCOUTS OF AMERICA 1318 HARDY STREET HATTIESBURG, MS 39401			DONATION	400
Total 				902,223
3a				

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>				
BOY SCOUTS OF AMERICA 1318 HARDY STREET HATTIESBURG, MS 39401			DONATION	3,000
BOY SCOUTS OF AMERICA 1318 HARDY STREET HATTIESBURG, MS 39401			DONATION	1,000
BOYS AND GIRLS CLUB OF EAST MISSISSIPPI PO BOX 4202 MERIDIAN, MS 39304			DONATION	500
BOYS AND GIRLS CLUB OF EAST MISSISSIPPI PO BOX 4202 MERIDIAN, MS 39304			DONATION	2,000
BOYS AND GIRLS CLUBS OF THE GULF COAST 11975-B SEAWAY ROAD GULFPORT, MS 39503			DONATION - FUNDRAISER	5,000
Total ▶ 3a				902,223

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>				
CARE LODGE DOMESTIC VIOLENCE SHELTER 1627 23RD AVE MERIDIAN, MS 39301			DONATION	1,000
CASA OF HARRISON COUNTY 47 MAPLES DR GULFPORT, MS 39507			DONATION	1,250
CASA OF HARRISON COUNTY 47 MAPLES DR GULFPORT, MS 39507			DONATION	1,250
CITY OF PICAYUNE203 GOODYEAR BLVD PICAYUNE, MS 39466			DONATION	400
COMMUNITY FOUNDATION OF EAST MISSISSIPPI PO BOX 865 MERIDIAN, MS 393020865			DONATION	100,000
Total ▶ 3a				902,223


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>				
COMMUNITY FOUNDATION OF EAST MISSISSIPPI PO BOX 865 MERIDIAN, MS 393020865			DONATION	200,000
DISTINGUISHED YOUNG WOMEN - MISSISSIPPI 751 GOVERNMENT STREET MOBILE, AL 36602			DONATION	2,500
EAST MISSISSIPPI BUSINESS DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN, MS 39301			DONATION - MUSIC FESTIVAL	500
EAST MISSISSIPPI BUSINESS DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN, MS 39301			DONATION - SUPPORT MISSISSIPPI SCHOLARS PROGRAM	500
EAST MISSISSIPPI BUSINESS DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN, MS 39301			DONATION - MUSIC FESTIVAL	1,000
Total ▶ 3a				902,223

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>				
EAST MISSISSIPPI FOOTHILLS LAND TRUST PO BOX 1608 MERIDIAN, MS 39302			DONATION	5,000
EDUCATE SOCIAL & PUBLIC POLICY INC PO BOX 358 COMO, MS 38619			DONATION	5,000
EXCEL BY 5 INC140 ST JOHN AVENUE BILOXI, MS 39530			DONATION	5,000
EXPLOSION OF EXCELLENCE 720 KREBS AVENUE PASCAGOULA, MS 39587			DONATION - FOUNDER'S SCHOLARSHIP	1,000
FOUNDATION FOR EDUCATION & ECONOMIC DEVELOPMENT 1012 N WEST ST JACKSON, MS 39202			DONATION	2,000
Total 				902,223
3a				

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>				
GEORGE COUNTY SCHOOL DISTRICT 5152 MAIN ST LUCEDALE, MS 39452			DONATION	400
GULF COAST CHRISTIAN LIFE CENTER PO BOX 6883 GULFPORT, MS 39506			DONATION	200
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT, MS 39502			DONATION	3,000
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT, MS 39502			DONATION	4,000
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT, MS 39502			DONATION	3,000
Total ►				902,223
3a				

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>				
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT, MS 39502			DONATION	750
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT, MS 39502			DONATION	6,000
GULFPORT HIGH SCHOOL100 PERRY ST GULFPORT, MS 39507			DONATION - ROBOTICS	2,000
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 112 COURT ST BAY ST LOUIS, MS 39521			DONATION	1,000
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 113 COURT ST BAY ST LOUIS, MS 39522			DONATION	5,000
Total 				902,223
3a				

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>				
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 113 COURT ST BAY ST LOUIS, MS 39522			DONATION - TEACHER APPRECIATION DINNER	5,000
HARRISON COUNTY SCHOOL DISTRICT 11072 HWY 49 GULFPORT, MS 39503			DONATION	2,000
HOPE VILLAGE FOR CHILDREN 2202 24TH STREET MERIDIAN, MS 39301			DONATION-RUN FOR HOPE	1,500
INNOVATION CENTER FOUNDATION 1636 POPPS FERRY ROAD SUITE 100 BILOXI, MS 39530			DONATION	800
JIMMIE RODGERS FOUNDATION INC 1725 JIMMIE RODGERS DRIVE MERIDIAN, MS 39307			DONATION	1,000
Total 				902,223
3a				

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>				
KEEP MISSISSIPPI BEAUTIFUL 208 KEY DRIVE STE B MADISON, MS 39110			DONATION	2,500
LAND TRUST FOR THE MS COASTAL PLAIN PO BOX 245 BILOXI, MS 39533			DONATION	10,000
LONGLEAF TRACEPO BOX 15187 HATTIESBURG, MS 39404			DONATION	1,500
LYNN MEADOWS DISCOVERY CENTER 246 DOLAN AVE GULFPORT, MS 39507			DONATION	5,000
MAKE-A-WISH FOUNDATION OF MISSISSIPPI 576 HIGHLAND COLONY PARKWAY 120 RIDGELAND, MS 39157			DONATION - WALK FOR WISHES	500
Total ▶ 3a				902,223

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>				
MELANGE DANCE COMPANY OF JACKSON COUNTY PO BOX 1121 PASCAGOULA, MS 39568			DONATION - EDUCATIONAL OUTREACH	250
MEMORIAL HOSPITAL AT GULFPORT FOUNDATION INC PO BOX 940 GULFPORT, MS 39502			DONATION	500
MERIDIAN COMMUNITY COLLEGE FOUNDATION 910 MISSISSIPPI 19 MERIDIAN, MS 39307			DONATION - TUITION GUARANTEE	5,000
MERIDIAN COUNCIL FOR THE ARTS PO BOX 1405 MERIDIAN, MS 39302			DONATION - ART FOR MERIDIAN	500
MERIDIAN COUNCIL FOR THE ARTS PO BOX 1405 MERIDIAN, MS 39302			DONATION - ART FOR MERIDIAN	500
Total ▶ 3a				902,223

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				
MERIDIAN JUNIOR AUXILLARY PO BOX 3194 MERIDIAN, MS 39303			DONATION	500
MERIDIAN MUSEUM OF ART PO BOX 5773 MERIDIAN, MS 39302			DONATION	500
MERIDIAN SYMPHONY ASSOCIATION INC PO BOX 2171 MERIDIAN, MS 39302			DONATION	1,000
MISSISSIPPI ARTS AND ENTERTAINMENT CENTER 2118 FRONT ST MERIDIAN, MS 39301			DONATION	500
MISSISSIPPI ASSOCIATION OF COLLEGES PO BOX 17280 JACKSON, MS 39217			DONATION	2,000
Total ▶ 3a				902,223

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>				
MISSISSIPPI COUNCIL ON ECONOMIC EDUCATION PO BOX 23396 JACKSON, MS 39225			DONATION	1,750
MISSISSIPPI GULF COAST CHAMBER OF COMMERCE FOUNDATION 11975 SEAWAY ROAD SUITE B120 GULFPORT, MS 39503			DONATION	5,000
MISSISSIPPI GULF RESORT CLASSIC FOUNDATION INC PO BOX 7362 DIBERVILLE, MS 39540			DONATION-FOUNDATION MATCHING	7,000
MISSISSIPPI NATURE CONSERVANCY 405 BRIARWOOD DRIVE STE 101 JACKSON, MS 39206			DONATION	15,000
MISSISSIPPI POWER COMMUNITY CONNECTION PO BOX 4079 GULFPORT, MS 39502			DONATION	3,129
Total ► 3a				902,223

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>				
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE, MS 39762			DONATION	55,250
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE, MS 39762			DONATION-EDUCATIONAL MATCHING GIFT	24,450
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE, MS 39762			DONATION	19,333
MISSISSIPPI WILDLIFE FEDERATION 517 COBBLESTONE CT MADISON, MS 39110			DONATION	7,500
MLK COMMUNITY DEVELOPMENT CORPORATION 1501 MARKET ST HARRISBURG, PA 17103			DONATION	1,000
Total ► 3a				902,223

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>				
MS GULF COAST ALCORN STATE UNIVERSITY ALUMNI PO BOX 6798 GULFPORT, MS 39506			DONATION	1,000
NATIONAL AUDUBON SOCIETY INC 225 VARICK ST NEW YORK, NY 10014			DONATION	30,000
NAVY LEAGUE OF THE UNITED STATES 2300 WILSON BOULEVARD SUITE 200 ARLINGTON, VA 22201			DONATION	5,000
NAVY LEAGUE OF THE UNITED STATES 2300 WILSON BOULEVARD SUITE 200 ARLINGTON, VA 22201			DONATION	3,000
NEWTON THEATRE COMPANY INC PO BOX 956 NEWTON, MS 39345			DONATION	500
Total ▶ 3a				902,223

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>				
NEWTON UNITED GIVERS FUND PO BOX 301 NEWTON, MS 39345			DONATION	1,000
PASCAGOULA HIGH SCHOOL 1716 TUCKER AVE PASCAGOULA, MS 39567			DONATION	4,000
PEARL RIVER COMMUNITY COLLEGE DEVELOPMENT FOUNDATION 101 HIGHWAY 11 NORTH BOX 5389 POPLARVILLE, MS 39470			DONATION	500
PEARL RIVER COMMUNITY COLLEGE DEVELOPMENT FOUNDATION 101 HIGHWAY 11 NORTH BOX 5389 POPLARVILLE, MS 39470			DONATION	500
PETAL EDUCATION FOUNDATION PO BOX 948 PETAL, MS 39465			DONATION-ROBOTICS PROGRAM	2,000
Total ▶ 3a				902,223

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>				
PICAYUNE SCHOOL DISTRICT 706 GOODYEAR BLVD PICAYUNE, MS 39466			DONATION-ROBOTICS	2,000
REFLECTION OF LIFE ASSOCIATION PO BOX 3827 MERIDIAN, MS 39303			DONATION	500
REV CHARLIE J MILLER FOUNDATION 2001 29TH AVE MERIDIAN, MS 39301			DONATION	1,500
ROBOTICS ALLIANCE OF MISSISSIPPI 16649 OLD RIVER RD VANCLEAVE, MS 39565			DONATION-FIRST LEGO LEAGUE	5,000
ROTARY CHARITY TRUST FUND PO BOX 143 PASS CHRISTIAN, MS 39571			DONATION	250
Total ► 3a				902,223

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				
SOUTHERN REGIONAL EDUCATIONAL SERVICE AGENCY PO BOX 18859 HATTIESBURG, MS 39404			DONATION - BURTON SCHOLARSHIPS	30,000
ST PATRICK HIGH SCHOOL 18300 ST PATRICK RD BILOXI, MS 39532			DONATION - ROBOTICS	2,000
STATE GAMES OF MISSISSIPPI INC P O BOX 5866 MERIDIAN, MS 393025866			DONATION	5,000
THE GREATER PINE BELT COMMUNITY FOUNDATION 1501 ADELINE ST HATTIESBURG, MS 39401			DONATION	40,000
THE GREATER PINE BELT COMMUNITY FOUNDATION 1501 ADELINE ST HATTIESBURG, MS 39401			DONATION	2,500
Total ▶ 3a				902,223

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>				
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA, MS 39567			DONATION-CORPORATE MATCH	6,998
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA, MS 39567			DONATION-CORPORATE MATCH	6,998
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA, MS 39567			DONATION-CORPORATE MATCH	6,998
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN, MS 39301			DONATION-CORPORATE MATCH	7,616
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN, MS 39301			DONATION-CORPORATE MATCH	7,616
Total 3a				902,223

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>				
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN, MS 39301			DONATION - POWER OF THE PURSE-IMAGINATION LIBRARY	7,616
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT, MS 39505			DONATION-CORPORATE MATCH	14,493
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT, MS 39505			DONATION-CORPORATE MATCH	14,493
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT, MS 39505			DONATION-CORPORATE MATCH	14,493
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG, MS 394031648			DONATION-CORPORATE MATCH	2,277
Total ▶ 3a				902,223

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>				
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG, MS 394031648			DONATION-CORPORATE MATCH	2,277
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG, MS 394031648			DONATION-CORPORATE MATCH	2,277
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL, MS 39442			DONATION-CORPORATE MATCH	753
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL, MS 39442			DONATION-CORPORATE MATCH	753
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL, MS 39442			DONATION-CORPORATE MATCH	753
Total ▶ 3a				902,223

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 OF ALABAMA - BIRMINGHAM 1720 2ND AVE SOUTH BIRMINGHAM, AL 35294			DONATION - EDUCATIONAL MATCHING	100
UNIVERSITY OF MISSISSIPPI FOUNDATION UNIVERSITY AVENUE OXFORD, MS 38677			DONATION-MATCHING	25,000
UNIVERSITY OF SOUTHERN MISSISSIPPI FOUNDATION SS BOX 5043 HATTIESBURG, MS 39406			DONATION-MATCHING GIFT	5,900
UNIVERSITY OF SOUTHERN MISSISSIPPI FOUNDATION SS BOX 5043 HATTIESBURG, MS 39406			DONATION - DUBARD SCHOOL SPEAKEASY	2,500
VETERANS OF FOREIGN WARS POST 12124 6425 BOUNDS RD MERIDIAN, MS 39307			DONATION	500
Total ▶ 3a				902,223

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>				
WALTER ANDERSON MUSEUM OF ART INC 510 WASHINGTON AVENUE OCEAN SPRINGS, MS 39564			DONATION	500
WILD AT HEART RESCUE 16020 LARUE ROAD VANCLEAVE, MS 39565			DONATION	1,500
WILLIAM CAREY UNIVERSITY 710 WILLIAM CAREY PKWY HATTIESBURG, MS 39401			DONATION	20,000
WOLF RIVER CONSERVATION SOCIETY INC PO BOX 447 PASS CHRISTIAN, MS 39571			DONATION	5,000
Total 3a				902,223

TY 2017 Accounting Fees Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	22,144	11,072	0	11,072

TY 2017 Investments Corporate Stock Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY SECURITIES	11,048,803	11,048,803

TY 2017 Investments Government Obligations Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746**US Government Securities - End
of Year Book Value:**

5,417,781

**US Government Securities - End
of Year Fair Market Value:**

5,417,781

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2017 Other Assets Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME REC-H B	38,032	41,637	41,637

TY 2017 Other Decreases Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Description	Amount
ADJUSTMENT TO MULTI-YEAR GRANTS	250,000
ADJUSTMENT TO MULTI-YEAR GRANTS	700,000

TY 2017 Other Expenses Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	4,200	4,200	0	0
INVESTMENT FEES	71,336	71,336	0	0
OFFICE SUPPLIES	324	324	0	0
REIMBURSABLE SALARY EXPENSE	46,762	28,057	0	18,705
SOFTWARE MAINTENANCE	7,740	7,740	0	0

TY 2017 Other Increases Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Description	Amount
UNREALIZED GAIN	1,135,859
ADJUSTMENT TO MULTI-YEAR GRANTS	300,000

TY 2017 Other Liabilities Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	2,803	6,191
PLEDGE PAYABLE	0	250,000

TY 2017 Taxes Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	5,653	5,653	0	0