

Extended to November 16, 2020
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending

Name of foundation: **Colonial Foundation, Inc.**

Number and street (or P O box number if mail is not delivered to street address): **P.O. Box 576**

City or town, state or province, country, and ZIP or foreign postal code: **Savannah, GA 31402-0576**

Room/suite: _____

A Employer identification number: **58-1693323**

B Telephone number: **(912) 236-1331**

C If exemption application is pending, check here **10**

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

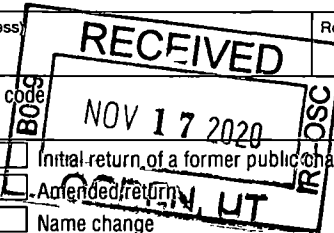
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Initial return of a former public charity Amended return Name change Address 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): **\$ 13,351,505.**

J Accounting method: Cash Accrual Other (specify) _____



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Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,200,000.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		254,662.	254,662.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		745,877.			
b Gross sales price for all assets on line 6a		2,063,423.			
7 Capital gain net income (from Part IV, line 2)			745,877.		
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)					
11 Other income		20,128.	<42,965.>		Statement 1
12 Total. Add lines 1 through 11		2,220,667.	957,574.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees Stmt 2		54,639.	54,639.		0.
17 Interest					
18 Taxes Stmt 3		19,162.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 4		80.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		73,881.	54,639.		0.
25 Contributions, gifts, grants paid		1,376,945.			1,376,945.
26 Total expenses and disbursements. Add lines 24 and 25		1,450,826.	54,639.		1,376,945.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		769,841.			
b Net investment income (if negative, enter -0-)			902,935.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	37,795.	13,567.	13,567.
	2 Savings and temporary investments	130,901.	155,064.	155,064.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock Stmt 5	6,104,189.	6,965,687.	12,249,912.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 6	304,225.	221,662.	932,962.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,577,110.	7,355,980.	13,351,505.	
Liabilities	17 Accounts payable and accrued expenses	<3,689.>	5,340.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	<3,689.>	5,340.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	24 and complete lines 24, 25, 29, and 30.			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	26 and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	6,580,799.	7,350,640.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
28 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
29 Total net assets or fund balances	6,580,799.	7,350,640.		
30 Total liabilities and net assets/fund balances	6,577,110.	7,355,980.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	6,580,799.
2 Enter amount from Part I, line 27a	2	769,841.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,350,640.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	7,350,640.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 Attached Statement		P		
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 2,063,423.		1,317,546.	745,877.	
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			745,877.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	745,877.
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). If (loss), enter -0- in Part I, line 8			3	N/A

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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,233,894.	11,866,639.	.103980
2017	790,934.	10,551,901.	.074957
2016	961,515.	8,786,594.	.109430
2015	818,216.	8,616,067.	.094964
2014	772,365.	8,198,459.	.094209
2 Total of line 1, column (d)			2 .477540
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 .095508
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 12,641,829.
5 Multiply line 4 by line 3			5 1,207,396.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,029.
7 Add lines 5 and 6			7 1,216,425.
8 Enter qualifying distributions from Part XII, line 4			8 1,376,945.

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.

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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	9,029.
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	9,029.
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	9,029.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	3,689.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	6,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	9,689.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	660.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 660. Refunded <input checked="" 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
c Did the foundation file Form 1120-POL for this year?		X
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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>Clayton D. Cheshire</u> Telephone no. ► <u>912-236-1331</u> Located at ► <u>101 North Lathrop Ave., Savannah, GA</u> ZIP+4 ► <u>31415</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 Organizations relying on a current notice regarding disaster assistance, check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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 Organizations relying on a current notice regarding disaster assistance, check here	N/A ▶ <input type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
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? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
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?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
R. H. Demere, Jr. 101 N. Lathrop Ave. Savannah, GA 31415	Chairman 0.25	0.	0.	0.
Christian B. Demere 101 N. Lathrop Ave. Savannah, GA 31415	President 0.25	0.	0.	0.
Clayton D. Cheshire 101 N. Lathrop Ave. Savannah, GA 31415	V. P. Finance; Treasurer 0.25	0.	0.	0.
R. Houstoun Demere III 101 N. Lathrop Ave. Savannah, GA 31415	Secretary 0.25	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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 Contributed financial support to organizations that were organized as non-profit organizations under Sec. 501(c)3.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

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	11,889,824.
b	Average of monthly cash balances	1b	11,558.
c	Fair market value of all other assets	1c	932,962.
d	Total (add lines 1a, b, and c)	1d	12,834,344.
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	12,834,344.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	192,515.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,641,829.
6	Minimum investment return. Enter 5% of line 5	6	632,091.

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	632,091.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	9,029.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	13,040.
c	Add lines 2a and 2b	2c	22,069.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	610,022.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	610,022.
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	610,022.

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	1,376,945.
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	1,376,945.
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	5	9,029.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,367,916.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				610,022.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	367,768.			
b From 2015	394,375.			
c From 2016	532,738.			
d From 2017	270,267.			
e From 2018	656,116.			
f Total of lines 3a through e	2,221,264.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 1,376,945.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				610,022.
e Remaining amount distributed out of corpus	766,923.			
5 Excess distributions carryover applied to 2019 (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	2,988,187.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	367,768.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	2,620,419.			
10 Analysis of line 9:				
a Excess from 2015	394,375.			
b Excess from 2016	532,738.			
c Excess from 2017	270,267.			
d Excess from 2018	656,116.			
e Excess from 2019	766,923.			

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

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

None

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

None

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:
Clayton D. Cheshire, 912-236-1331
101 North Lathrop Avenue, Savannah, GA 31415

b The form in which applications should be submitted and information and materials they should include:
Letter and copy of IRS letter granting tax exempt status under 501(c)(3)

c Any submission deadlines:
 None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
 None

Part XV Supplementary Information *(continued)*

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				
Please See Attached	None			1,376,945.
Total			▶ 3a	1,376,945.
b Approved for future payment				
None				
Total			▶ 3b	0.

Form 990-PF	Other Income		Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Interest	750.	750.		
Rent	18,045.	<45,048.>		
Other	1,333.	1,333.		
Total to Form 990-PF, Part I, line 11	20,128.	<42,965.>		

Form 990-PF	Other Professional Fees		Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	54,639.	54,639.		0.
To Form 990-PF, Pg 1, ln 16c	54,639.	54,639.		0.

Form 990-PF	Taxes		Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	9,029.	0.		0.
PY State Excise Tax	701.	0.		0.
PY Excise Tax	9,432.	0.		0.
To Form 990-PF, Pg 1, ln 18	19,162.	0.		0.

Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Miscellaneous	80.	0.			0.
To Form 990-PF, Pg 1, ln 23	80.	0.			0.

Form 990-PF	Corporate Stock		Statement	5
Description	Book Value	Fair Market Value		
	6,965,687.	12,249,912.		
Total to Form 990-PF, Part II, line 10b	6,965,687.	12,249,912.		

Form 990-PF	Other Investments		Statement	6
Description	Valuation Method	Book Value	Fair Market Value	
	COST	221,662.	932,962.	
Total to Form 990-PF, Part II, line 13		221,662.	932,962.	

COLONIAL FOUNDATION, INC.

CONTRIBUTIONS PAID IN 2019

FEI 58-1693323

Organization	Reference	Contribution Amount
Mountain Film Festival	Contribution	\$ 5,000.00
San Jacinto Chapter DRT	Matching Gift	\$ 100.00
The Salvation Army	Matching Gift	\$ 100.00
Boy Scouts of America	Matching Gift	\$ 100.00
Methodist Childrens Home	Matching Gift	\$ 100.00
Girl Scouts of San Jacinto	Matching Gift	\$ 100.00
University of Texas Foundation FBO	Matching Gift	\$ 100.00
Bryan County Animal Caregivers	Matching Gift	\$ 250.00
Senior Citizens	Matching Gift	\$ 250.00
Telfair Museums- Membership	Contribution	\$ 1,500.00
Calvary Day School	Matching Gift	\$ 1,000.00
Mighty Eight Airforce Museum	Contribution	\$ 10,000.00
Old Savannah City Mission	Contribution	\$ 2,500.00
Joslin Diabetes Center	Matching Gift	\$ 250.00
Union Mission	Contribution	\$ 5,000.00
Northstar Foundation	Contribution	\$ 1,500.00
Horizons Savannah	Contribution	\$ 5,000.00
Shriners Hospitals for Children	Matching Gift	\$ 100.00
Fly Fishing Museum of the Southern Appalachians	Matching Gift	\$ 1,000.00
Savannah Sailing Center 8th annual	Contribution	\$ 1,500.00
Senior Citizens	Contribution	\$ 2,500.00
Colonial Group	Reed House	\$ 100,000.00
Bethesda	Contribution	\$ 2,500.00
Antioch Educational Center	Pledge	\$ 20,000.00
Kenny Grant Evangelistic Ministries	Contribution	\$ 25,000.00
Georgia Tech Foundation	Matching Gift	\$ 100.00
Muscular Dystrophy Association	Contribution	\$ 2,500.00
United Way of Coastal Empire	Contribution	\$ 2,500.00
Renegade Paws Rescue	Matching Gift	\$ 250.00
Savannah Harbor Foundation	Contribution	\$ 1,000.00
Savannah Tree	Contribution	\$ 1,000.00
Renegade Paws Rescue	Matching Gift	\$ 200.00

COLONIAL FOUNDATION, INC.
CONTRIBUTIONS PAID IN 2019
FEI 58-1693323

Organization	Reference	Contribution Amount
Savannah Wildlife Rescue Center	Contribution	\$ 800.00
American Traditions Vocal Competition	2020 Competition	\$ 6,000.00
America's Second Harvest	Pledge Payment	\$ 50,000.00
America's Second Harvest	Operating Fund	\$ 1,000.00
Benedictine	Pledge Payment	\$ 100,000.00
Boys and Girls Club - Jasper County	2019 Event	\$ 5,000.00
Caretta Research Project	General Fund	\$ 1,000.00
Citizen Advocacy	General Fund	\$ 3,000.00
Coastal Heritage Society	Membershp	\$ 365.00
Davenport House	Friends of the Davenport House	\$ 500.00
Elevate Savannah	Pledge Payment	\$ 50,000.00
Fischer House - req by Colonial Energy	General Fund	\$ 2,000.00
Foundation for Public Broadcasting in Georgia	Murrow Society Member	\$ 1,000.00
Fresh Air Home	Summer Camp	\$ 600.00
Georgia Conservancy	General Fund	\$ 1,000.00
Georgia Historical Society - History Festival	History Festival	\$ 25,000.00
Georgia Independent College Association	General Fund	\$ 3,000.00
Girls on the Run	Pledge Payment	\$ 5,000.00
Historic Savannah Foundation	General Fund	\$ 3,000.00
Parents and Friends of Hancock Day School	Special Initiatives	\$ 25,000.00
Hospice Savannah, Inc.	General Fund	\$ 5,000.00
Junior Achievement Hall of Fame	Hall of Fame - 2019	\$ 10,000.00
Leukemia Cup Regatta & Golf	Golf Classic & Regatta	\$ 5,000.00
Medbank	Pledge Payment	\$ 25,000.00
Mighty Eighth Air Force Museum - Legacy Ball	Legacy Ball	\$ 25,000.00
Mighty Eighth Air Force Museum - Special Initiatives	Special Initiatives	\$ 25,000.00
Mountain Film	2020 Festival	\$ 5,000.00
Nature Conservancy of Georgia	Corp Council for Environment	\$ 2,500.00
Nature Conservancy of Georgia	Pledge Payment	\$ 40,000.00
Royce Learning Center	Annual Fund	\$ 1,000.00
St. Andrews School	Annual Fund	\$ 10,000.00
Savannah Area Family Shelter	General Fund	\$ 1,000.00

COLONIAL FOUNDATION, INC.

CONTRIBUTIONS PAID IN 2019

FEI 58-1693323

Organization	Reference	Contribution Amount
Savannah Center for Blind and Low Vision	Children's Program	\$ 1,500.00
Savannah Community Foundation, Inc.	RHD Sailing Scholarship	\$ 3,000.00
Savannah Philharmonic - Holiday Pops	Holiday Pops & Matinee	\$ 50,000.00
Savannah Country Day School	Pledge Payment	\$ 400,000.00
Savannah Country Day School	Annual Fund	\$ 10,000.00
Savannah Technical College	Pledge Payment	\$ 50,000.00
Senior Citizens	Pledge Payment	\$ 20,000.00
Senior Citizens	General Fund	\$ 2,500.00
Southeastern Legal Foundation	General Fund	\$ 1,000.00
St. Joseph's Candler	Pledge Payment	\$ 50,000.00
United Way	Employee Match	\$ 111,180.00
Urban Hope	General Fund	\$ 1,000.00
Telfair Museums - Owens Thomas House	Pledge Payment	\$ 12,500.00
Telfair Museums - Telfair Ball	Telfair Ball	\$ 15,000.00
Telfair Museums - Membership	Patron Level Membership	\$ 1,500.00
Whitefield Foundation & Center	Pledge Payment	\$ 10,000.00
YMCA	2019 Annual Campaign	\$ 5,000.00
Salvation Army	General Fund	\$ 2,000.00
Total Contributions Paid		\$ 1,376,945.00