

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

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

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 05-01-2018 , and ending 04-30-2019

Name of foundation THOMAS D WILLIAMS CHARITABLE TRUST		A Employer identification number 59-7237756
Number and street (or P O box number if mail is not delivered to street address) ROOMS BANK TRUST DEPT P O BOX 11	Room/suite	B Telephone number (see instructions) (205) 420-7753
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35202		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>836,082</u>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	22,342	22,342		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	24,371			
	b Gross sales price for all assets on line 6a <u>104,726</u>				
	7 Capital gain net income (from Part IV, line 2)		24,371		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	46,713	46,713			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	12,078	9,662		2,416
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				0
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	282	258		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	12,360	9,920	0	2,416
	25 Contributions, gifts, grants paid	39,266			39,266
26 Total expenses and disbursements. Add lines 24 and 25	51,626	9,920	0	41,682	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-4,913				
b Net investment income (if negative, enter -0-)		36,793			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	7,479	29,442	29,442
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	329,685		
	c Investments—corporate bonds (attach schedule)	185,950		
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	278,610	767,176	806,640
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	801,724	796,618	836,082	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	801,724	796,618	
	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)	801,724	796,618		
31 Total liabilities and net assets/fund balances (see instructions) .	801,724	796,618		

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	801,724
2 Enter amount from Part I, line 27a	2	-4,913
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	796,811
5 Decreases not included in line 2 (itemize) ▶ _____	5	193
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	796,618

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of REGIONS BANK TRUST DEPARTMENT Telephone no (205) 420-7753
Located at 201 MILAN PARKWAY BIRMINGHAM AL ZIP+4 35211
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions).
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 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 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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 2018, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> MUHLENBERG COLLEGE 2400 CHEW STREET ALLENTOWN, PA 18104	NONE	PC	SCHOLARSHIPS	39,266
Total				3a
b <i>Approved for future payment</i>				
Total				3b

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 870 545 ADVISERS INVNT TR JOHCM INTL SL I		2017-04-11	2018-06-19
1 380 298 INVESCO INTL GRWTH-R5		2015-09-21	2018-06-19
131 894 BAIRD AGGREGATE BOND FUND - IS		2018-02-08	2018-06-19
52 321 DOUBLELINE TOTAL RET BD-I		2018-02-08	2018-06-19
162 769 FIDELITY INV GRADE BOND FUND 26		2014-05-20	2018-06-19
80 312 LOOMIS SAYLES FDS II GROWTH FD CL Y		2016-05-20	2018-06-19
116 773 PRUDENTIAL HIGH YIELD FUND-Z		2016-02-22	2018-06-19
10 645 VANGUARD 500 INDEX-ADM		2017-02-21	2018-06-19
18 051 VICTORY RS SM CAP GROW-Y		2014-02-20	2018-06-19
458 907 ADVISERS INVNT TR JOHCM INTL SL I		2017-04-11	2019-03-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,858		17,629	3,229
13,215		12,356	859
1,390		1,405	-15
546		548	-2
1,252		1,288	-36
1,320		930	390
634		570	64
2,727		2,330	397
1,780		1,197	583
10,160		9,293	867

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,229
			859
			-15
			-2
			-36
			390
			64
			397
			583
			867

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
312 416 INVESCO INTL GRWTH-R5		2016-12-22	2019-03-07
1 432 542 BARON EMERGING MARKETS-INS		2016-06-24	2019-03-07
50 872 DIAMOND HILL LARGE CAP FD-I		2017-02-21	2019-03-07
31 046 JPMORGAN MID CAP VALUE-L		2012-08-20	2019-03-07
87 203 LOOMIS SAYLES FDS II GROWTH FD CL Y		2016-05-20	2019-03-07
17 359 VANGUARD 500 INDEX-ADM		2017-02-21	2019-03-07
1017 57 BARON EMERGING MARKETS-INS		2016-09-21	2019-04-23
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,800		9,532	268
5,878		4,646	1,232
1,296		1,263	33
1,149		847	302
1,393		1,010	383
4,423		3,799	624
14,561		11,712	2,849
			12,344

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			268
			1,232
			33
			302
			383
			624
			2,849

TY 2018 Investments Corporate Bonds Schedule**Name:** THOMAS D WILLIAMS CHARITABLE TRUST**EIN:** 59-7237756**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEMPLETON GLOBAL BOND FD		
TCW CORE FIXED INCOME FD		
FIDELITY INVST GRADE BD		
MFS CORPORATE BOND I		

TY 2018 Investments Corporate Stock Schedule**Name:** THOMAS D WILLIAMS CHARITABLE TRUST**EIN:** 59-7237756**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN MID CAP VAL FD CL I		
INVESCO INTL GROWTH FD		
ARTISAN MID CAP FD-INV		
BARON EMERGING MKTS INST		
DIAMOND HILL LARGE CAP FUND-I		
"JO HAMBRO INTERNATIONAL SELEC		
MAINGATE MLP FUND		
"NATIXIS LOOMIS SAYLES GROWTH		
PRUDENTIAL HIGH YIELD FUND CL		
"PRUDENTIAL QMA SMALL CAP VALU		
"VANGUARD 500 INDEX ADMIR FUND		
"VANGUARD TOTAL BOND MARKET IN		
"VICTORY RS SMALL CAP GROWTH F		

TY 2018 Investments - Other Schedule**Name:** THOMAS D WILLIAMS CHARITABLE TRUST**EIN:** 59-7237756**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ADVISERS INVT TR JOHCM INTL SL			
BAIRD AGGREGATE BOND FUND			
DOUBLELINE EMERGING MARKETS FI			
DOUBLELINE TOTAL RETURN BOND F			
00770G847 JOHCM INTERNATIONAL	AT COST	22,350	23,993
057071854 BAIRD AGGREGATE BOND	AT COST	164,592	166,796
316146109 FIDELITY INV GRADE B	AT COST	166,768	167,077
880208400 TEMPLETON GLOBAL BD	AT COST	24,401	23,275
008882771 AIM INTERNATIONAL GR	AT COST	25,854	24,756
04314H592 ARTISAN DEVELOPING W	AT COST	14,561	14,658
06828M876 BARON EMERGING MARKE	AT COST	31,817	33,684
543487110 LOOMIS SAYLES FDS II	AT COST	28,552	42,333
258620103 DOUBLELINE TOTAL RET	AT COST	47,169	47,265
92647Q405 VICTORY RS SM CAP GR	AT COST	13,912	16,674
922908710 VANGUARD 500 INDEX F	AT COST	66,662	82,886
04314H600 ARTISAN FDS INC MID	AT COST	19,456	16,842
25264S841 DIAMOND HILL LARGE C	AT COST	37,945	42,221
258620509 DOUBLELINE EMG MKTS	AT COST	23,937	23,753
339128100 JP MORGAN MID CAP VA	AT COST	13,886	16,523
74440Y801 PRUDENTIAL HIGH YIEL	AT COST	45,267	47,830
875921306 TARGET PORTFOLIO TR	AT COST	20,047	16,074

TY 2018 Other Decreases Schedule**Name:** THOMAS D WILLIAMS CHARITABLE TRUST**EIN:** 59-7237756

Description	Amount
MUTUAL FUND TIMING DIFFERENCE	193

TY 2018 Taxes Schedule**Name:** THOMAS D WILLIAMS CHARITABLE TRUST**EIN:** 59-7237756

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	24	0		0
FOREIGN TAXES ON QUALIFIED FOR	258	258		0