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 separate instructions is at *www.irs.gov/form990pf.*

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning July 1 , 2014, and ending June 30 , 20 15

Name of foundation: Gardner Foundation Incorporated

A Employer identification number: 31-0966287

Number and street (or P.O. box number if mail is not delivered to street address): 2301 River Road

Room/suite: Suite 301

B Telephone number (see instructions): (502) 894-4440

City or town, state or province, country, and ZIP or foreign postal code: Louisville, KY 40206-3040

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,038,794 58

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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)	200,000 00			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	14 91	14.91		
	4	Dividends and interest from securities	81,858.53	81,858 53		
	5a	Gross rents	0	0		
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	11,675 90			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		11,675 90		
	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)	0			
	11	Other income (attach schedule)	0	0		
	12	**Total.** Add lines 1 through 11	293,549.34	93,549 34		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0	0		
	14	Other employee salaries and wages	0	0		
	15	Pension plans, employee benefits	0	0		
	16a	Legal fees (attach schedule)	0	0		
	b	Accounting fees (attach schedule)	600 00	600.00		
	c	Other professional fees (attach schedule) INV. MGMT.	2,461.19	2,461.19		
	17	Interest	685.07	685 07		
	18	Taxes (attach schedule) (see instructions)	1,680.75	1,680 75		
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy	1,200.00	1,200 00		
	21	Travel, conferences, and meetings	0	0		
	22	Printing and publications	80.15	80.15		
	23	Other expenses (attach schedule) MISC.	5 74	5.74		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	6,712.90	6,712.90		
	25	Contributions, gifts, grants paid	105,600.00			105,600 00
	26	**Total expenses and disbursements.** Add lines 24 and 25	112,312 90	6,712.90		112,312 90
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	181,236 44			
	b	**Net investment income** (if negative, enter -0-)		86,836 44		
	c	**Adjusted net income** (if negative, enter -0-)				

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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	34,209.70	98,509.10	98,509.10
	2	Savings and temporary cash investments			
	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)	730,292 55	685,038 80	693,032 85
	b	Investments—corporate stock (attach schedule)	512,009 00	725,949 79	839,075 68
	c	Investments—corporate bonds (attach schedule)	441,573 04	389,823.04	408,176.95
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	1,718,084 29	1,899,320.73	2,038,794.58
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 ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	952,006 25	1,152,006.25	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	766,078 04	747,314.48	
	30	**Total net assets or fund balances** (see instructions)	1,718,084 29	1,899,320 73	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,718,084 29	1,899,320 73	

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	1,718,084.29
2	Enter amount from Part I, line 27a	2	181,236 44
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,899,320 73
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,899,320.73

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See attached schedule			
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				
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				
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	11,675 90
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 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))
2013	84.973 60	1,830,391 99	4.64
2012	79,069 13	1,765,690 74	4 48
2011	85,359 59	1,770,678 78	4 82
2010	86,723 33	1,728,334 95	5 02
2009	83,722 75	1,631,545 32	5.13

2	**Total** of line 1, column (d)	2	24 09
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	4 82
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,944,748 41
5	Multiply line 4 by line 3	5	93,736.87
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	868.36
7	Add lines 5 and 6	7	94,605.23
8	Enter qualifying distributions from Part XII, line 4	8	112,312.90

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 ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b	1	868	36
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	868	36
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	868	36
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a — 3,600 00			
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			
7	Total credits and payments. Add lines 6a through 6d	7	3,600	00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
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	2731	64
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ XXX **Refunded** ▶	11	2731	64

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		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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.*	2		✓
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*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Kentucky			
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*	8b	✓	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* ESTATE OF MAREA B. GARDNER, 5940 TIMBER RIDGE DR., PROSPECT, KY 40059	10	✓	

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)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ N/A			
14	The books are in care of ▶ William A Gardner, Jr. Telephone no. ▶ (502) 894-4440 Located at ▶ 2301 River Road, Suite 301, Louisville, KY ZIP+4 ▶ 40206-3040			
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 2014, 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?	16		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). 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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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.) ☐ Yes ☑ 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)? N/A	1b		
	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 2014?	1c		✓
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ 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.) N/A	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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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 2014?	4b		✓

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))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ 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? ☐ Yes ☑ 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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here N/A ▶ ☐

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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✓ (No)

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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	(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
See Attached Schedule				

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	(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 ▶

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services . . . . ▶		

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 During the 2014-15 Fiscal Year, the Foundation had no "Direct Charitable Activities" as described in the IRS instructions for Tax Form 990-PF All of the Foundation's expenses were incurred in the ordinary course of business and were not attributable to any particular charitable activity or to any particular grant recipient.	
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	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,908,004 47
b	Average of monthly cash balances	1b	66,359 40
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,974,363 87
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	1,974,363 87
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	29,615 46
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,944,748.41
6	**Minimum investment return.** Enter 5% of line 5	6	97,237 42

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	97,237 42
2a	Tax on investment income for 2014 from Part VI, line 5 . . . 2a 868 36		
b	Income tax for 2014. (This does not include the tax from Part VI.) . . . 2b		
c	Add lines 2a and 2b	2c	868.36
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,369 06
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	96,369 06
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	96,369 06

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	112,312 90
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	112,312.90
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	868 36
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	111,444 54

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 2013	(c) 2013	(d) 2014
1	Distributable amount for 2014 from Part XI, line 7				96,369.06
2	Undistributed income, if any, as of the end of 2014:				
a	Enter amount for 2013 only			0	
b	Total for prior years: 20___,20___,20___		0		
3	Excess distributions carryover, if any, to 2014:				
a	From 2009 . . . . 3,411.93				
b	From 2010 . . . . 1,904.02				
c	From 2011 0				
d	From 2012 0				
e	From 2013 0				
f	**Total** of lines 3a through e	5,315.95			
4	Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 112,312 90				
a	Applied to 2013, 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 2014 distributable amount				96,369.06
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	15,943 84			15,943 84
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	21,259 79			
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 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				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 2009 not applied on line 5 or line 7 (see instructions)	3,411.93			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	17,847.86			
10	Analysis of line 9:				
a	Excess from 2010 . . . . 1,904 02				
b	Excess from 2011 0				
c	Excess from 2012 0				
d	Excess from 2013 0				
e	Excess from 2014 . . . . 15,943 84				

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 2014, 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	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2a 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)					N/A
(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.

Our Bylaws provide that our Vice President, William A. Gardner, Jr., is the Foundation's General Manager

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. (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:

William A. Gardner, Jr., Vice President, The Gardner Foundation, 2301 River Road, Suite 301, Louisville, KY 40206-3040

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

Attached

c Any submission deadlines:

May 1

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 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 *Paid during the year*				
See Attached Schedule				
Total ▶ **3a**				
b *Approved for future payment*				
N/A				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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					14 91
4 Dividends and interest from securities					81,858 53
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					11,675.90
8 Gain or (loss) from sales of assets other than inventory					
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)					93,549 34

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 93,549 34

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	The Foundation attempts to maximize total return on its investment portfolio. It then distributes virtually all of its investment
	income to its charitable beneficiaries No single investment activity is selected in order to benefit a specific charity.

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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
			N/A

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.

Signature of officer or trustee — Date: 11/8/15 — Title: Vice President

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶	Firm's EIN ▶
Firm's address ▶	Phone no.

THE GARDNER FOUNDATION, INC.
EIN 31-0966287
ASSET LISTING AS OF 06/30/15

CORPORATE BONDS AND FIXED INCOME	DATE ACQUIRED	BOOK VALUE	MARKET VALUE
$ 50,000 General Electric Co., 5.25%, 12/06/17	01/07/10	$ 51,997.50	$ 54,464.50
$ 30,000 Fortune Brands, 5.375%, 01/15/16	07/23/09	$ 29,597.70	$ 30,729.90
$ 25,000 Exelon Gen., 6.2%, 10/01/17	06/04/09	$ 24,500.00	$ 27,333.25
$ 24,000 Petrobras Intl. Fin., 5.875%, 03/01/18	11/03/09	$ 24,905.04	$ 24,535.20
$ 25,000 Dow Chemical, 5.70%, 05/15/18	09/11/09	$ 24,974.50	$ 27,670.00
$ 25,000 Arcelormittal SA, 6.125%, 06/01/18	09/24/09	$ 25,000.00	$ 26,727.50
$ 25,000 BP Mkts. America, 4.20%, 06/15/18	05/05/10	$ 25,250.00	$ 26,663.75
$ 25,000 Anheuser Busch, 5.0%, 03/01/19	10/01/09	$ 25,455.50	$ 27,540.75
$ 55,000 Pfizer, Inc., 4.65%, 03/01/18	Various	$ 56,997.05	$ 59,975.85
$ 25,000 Goldman Sachs, 5.625%, 01/15/17	07/21/10	$ 26,145.75	$ 26,473.00
$ 25,000 Dow Chemical, 3.45%, 09/15/15	09/13/10	$ 25,000.00	$ 25,062.25
$ 50,000 HSBC Bank NA, 4.00%, 01/27/22	01/11/10	$ 50,000.00	$ 51,001.00
Total Corporate Bonds and Fixed Income		**$389,823.04**	**$408,176.95**

MUNICIPAL BONDS

$ 25,000 KY EC DEV F/Hosp.,5.625%,08/15/27	02/11/09	$ 25,827.45	$ 27,829.50
$ 25,000 Lex/Fay Urban Tax, 5.5%, 02/01/23	03/24/09	$ 24,966.00	$ 29,143.50
$ 25,000 Lou/Jeff Cty Rev., 6.125%, 02/01/37	01/13/09	$ 24,687.50	$ 28,303.50
$ 25,000 KY Mun Pwr Ag. 5.760%, 09/01/24	05/13/10	$ 25,938.25	$ 27,748.75
$ 25,000 Louisville & Jefferson Cty Metro 5.00%, 05/15/25	07/19/10	$ 27,031.25	$ 27,404.75
$ 20,000 Allen County Sch, 4.75%, 09/01/27	11/09/10	$ 19,607.00	$ 20,420.80
$ 25,000 U. of Louisville RV Tax Sr. B, 5.50%, 09/01/27	01/19/11	$ 24,937.25	$ 26,296.25
$ 25,000 Boone County Sch., 4.50%, 04/01/25	04/28/11	$ 24,992.00	$ 26,710.50
$ 25,000 Clark County School, 5.20%, 06/01/26	09/08/11	$ 26,655.75	$ 25.810.50
$ 30,000 KY Prop. Bldgs., 5.00%, 11/01/25	10/12/12	$ 35,070.00	$ 33,563.10

(Municipal Bonds continued on next page)

	DATE ACQUIRED	BOOK VALUE	MARKET VALUE
MUNICIPAL BONDS (continued)			
$30,000 Grant Cty Schools, 4.25%, 08/01/25	10/16/12	$ 32,290.20	$ 30,087.30
$60,000 KY State Turnpike Authority 4.80%, 07/01/28	Various	$ 69,629.00	$ 66,504.00
$35,000 KY Prop. Bldgs. Rev., 5.50%,11/01/28	Various	$ 41,690.00	$ 39,503.80
$35,000 KY Comm. State Prop. Bldgs. Rev., 4.75%, 02/01/27	11/29/12	$ 40,239.50	$ 37,940.70
$20,000 Spencer County, KY Schools, 4.50%, 08/01/24	12/04/12	$ 22,360.60	$ 21,359.40
$25,000 N. KY Water District, 4.25%, 02/01/29	12/17/12	$ 27,656.00	$ 25,818.50
$30,000 KY Property Bldgs., 4.75%, 11/01/27	01/09/13	$ 34,020.30	$ 32,364.00
$25,000 Paducah, KY Elec. Plant Rev-A, 5.25%, 10/01/35	08/20/14	$ 28,688.50	$ 27,343.25
$25,000 KY Prop Bldgs Rev., 5.00%, 08/01/31	09/10/14	$ 28,752.25	$ 28,468.75
Total Municipal Bonds		**$585,038.80**	**$582,620.85**

GOVERNMENT BONDS

$100,000 FHLB, 4.125%, 12/13/19	11/10/09	$100,000.00	$110,412.00
Total Government Bonds		**$100,000.00**	**$110,412.00**

COMMON STOCK

Alliance Bernstein Holding, LP, 100 shares	08/14/09	$ 2,153.00	$ 2,953.00
Apache Corp., 125 shares	04/27/07	$ 9,286.38	$ 7,203.75
Associated Banc Corp., 375 shares	02/11/03	$ 8,545.00	$ 7,601.25
Bank of America, 554 shares	08/02/02	$ 10,525.26	$ 9,429.08
Barclays PLC, 500 shares	06/03/05	$ 19,185.00	$ 8,220.00
Brown Forman Corp., Class A, 153 shares	03/24/15	$ 13,514.49	$ 17,047.26
Brown Forman Corp., Class B, 375 shares	03/24/15	$ 32,943.75	$ 37,567.50
Canadian Oil Sands, 2,000 shares	04/29/05	$ 25,590.95	$ 16,182.00
Dow Chemical, 500 shares	07/18/05	$ 23,865.00	$ 25,585.00
Farmers Capital Bank Corp., 1,973 shares	03/24/15	$ 45,872.25	$ 56,092.39
First Horizon National Corp., 595 shares	10/10/07	$ 13,388.47	$ 9,323.65
Goldman Sachs, 100 shares	06/15/04	$ 9,155.99	$ 20,879.00
Hercules Offshore, Inc., 730 shares	03/15/06	$ 18,500.95	$ 170.67
Hess Corp., 125 shares	04/27/07	$ 7,138.88	$ 8,360.00
Kindred Healthcare Inc., 30 shares	01/07/02	$ ---	$ 608.70
Lincoln National Corp., 300 shares	07/26/06	$ 16,964.00	$ 17,766.00
Lockheed Martin Corp.,150 shares	10/15/10	$ 10,544.50	$ 27,885.00
Marathon Petroleum Corp., 1,000 shares	03/24/15	$ 50,850.00	$ 52,310.00
Masco Corp., 500 shares	10/19/06	$ 13,950.00	$ 13,335.00
Norfolk Southern Corp., 300 shares	04/20/07	$ 16,837.25	$ 26,208.00
PPL Corp., 500 shares	06/22/06	$ 15,530.00	$ 14,735.00
Pharmerica Corp., 10 shares	01/07/02	$ ---	$ 333.00
Reed Elsevier PLC, 216 shares	03/18/04	$ 8,907.77	$ 14,040.00
Sumitomo Mitsui Financial Group, Inc. 750 shares	05/09/07	$ 13,895.25	$ 6,667.50
Talen Energy Corp Com, 62 shares (from PPL Spin-Off)	06/22/06	$ ---	$ 1,063.92
Teck Cominco Ltd., Class B, 220 shares	10/31/08	$ ---	$ 2,180.20
United Technologies Corp., 500 shares	07/18/05	$ 25,785.00	$ 55,465.00
Wells Fargo & Co., 1,000 shares	03/24/15	$ 55,350.00	$ 56,240.00
Total Common Stocks		**$ 468,279.14**	**$ 515,451.87**

The Gardner Foundation, Inc.
EIN #31-0966287
Asset Listing as of June 30, 2015

MUTUAL FUNDS & OTHER EQUITY INVESTMENTS	DATE ACQUIRED	BOOK VALUE	MARKET VALUE
First Eagle Global Fund, Class A 763.484 shares	Various	$ 33,540.51	$ 40,747.14
Black Rock Investment Management	Various	$ 110,653.80	$ 139,379.31
Newton Capital Management	Various	$ 113,476.34	$ 143,497.36
Total Mutual Funds & Other Investments		**$ 257,670.65**	**$ 323,623.81**
TOTAL MARKETABLE SECURITIES		**$ 1,800,811.63**	**$ 1,940,285.48**

CASH			
Chase Checking Account	Various	$ 98,509.10	$ 98,509.10
TOTAL CASH		**$ 98,509.10**	**$ 98,509.10**

TOTAL ASSETS AS OF 06/30/15		**$ 1,899,320.73**	**$ 2,038,794.58**

Gardner Foundation, Inc.
I: D. No. 31-0966287
Form 990-PF

Part IV, Capital Gains and Losses
For Fiscal Year Ending 06/30/15

	(a) Property	(b) Acquired	(c) Date of Acquisition	(d) Date Sold/Called	(e) Sales Price	(g) Cost	(h) Gain/Loss
1a.	Ingersol Rand Co. (4.75%, 05/15/15)	P	12/17/09	11/24/14	$ 51,073.50	$ 51,750.00	($ 676.50)
c.	Blackrock Investment Mgmt.	P	Various	Various	$ 35,072.02	$ 25,058.40	$ 10,013.62
d.	Newton Capital Mgmt.	P	Various	Various	$ 26,652.96	$ 24,314.18	$ 2,338.78
	CAPITAL GAINS FOR FISCAL YEAR 7/1/14 - 6/30/15				**$112,798.48**	**$101,122.58**	**$ 11,675.90**

Note: Information for (f), (i), (j), (k) and (l) is not shown as it is not applicable.

Gardner Foundation, Inc.
I.D. No. 31-0966287
Form 990-PF
Year Ended June 30, 2015

Schedule of Taxes Paid
(Part 1, Line 18)

Federal Tax Paid	$	3,600.00
Foreign Tax Paid	$	321.36
Taxes Paid	**$**	**3,921.36**
Less: Federal Tax Refund (07/01/13-6/30/14 Fiscal Year)	$	2,240.61
Net Taxes Paid	**$**	**1,680.75**

GARDNER FOUNDATION INCORPORATED

E.I. NO. 31-0966287

FOR THE YEAR ENDED JUNE 30, 2015

NAME/ADDRESS	(b)	(c)	(d)	(e)
WILLIAM A. GARDNER, JR. 2301 RIVER ROAD SUITE 301 LOUISVILLE, KY 40206	ACTING PRESIDENT VICE PRESIDENT TRUSTEE 14 HOURS	-0-	-0-	-0-
MAREA G. CLARK 5940 TIMBER RIDGE DRIVE SUITE 101 PROSPECT, KY 40059	SECRETARY TRUSTEE 7 HOURS	-0-	-0-	-0-
MICHAEL Y. GARDNER 5940 TIMBER RIDGE DRIVE SUITE 101 PROSPECT, KY 40059	TRUSTEE 7 HOURS	-0-	-0-	-0-

GARDNER FOUNDATION, INC.
Grants For Year Ending June 30, 2015

Nativity Academy Saint Boniface Church 529 East Liberty Street Louisville, KY 40202	Charitable Educational	$ 40,000
Filson Historical Society 1310 S. Third Street Louisville, KY 40208	Charitable	$ 10,000
Cabbage Patch Settlement House 1413 South Sixth Street Louisville, KY 40208	Charitable Educational	$ 5,000
Kentucky Humane Society 241 Steedley Drive Louisville, KY 40214	Charitable	$ 5.000
Nativity Academy Endowment Fund Saint Boniface Church 529 East Liberty Street Louisville, KY 40202	Charitable Educational	$ 5,000
River Fields, Inc. Suite 200, 643 W. Main Street Louisville, KY 40202	Conservation	$ 5,000
St. Meinrad Archabbey 200 Hill Drive St. Meinrad, IN 47577	Charitable	$ 5,000
Bellarmine University 2001 Newburg Road Louisville, KY 40205	Educational	$ 2,000
Bernheim Arboretum and Research Forest P. O. Box 130 Clermont, KY 40110	Conservation Educational	$ 2,000
Interim Ministry Network 5740 Executive Drive Suite 212 Baltimore, MD 21228	Religious	$ 2,000

St. Frances of Rome Church 2119 Payne Street Louisville, KY 40206	Charitable	$ 2,000
Hosparus 2021 Newburg Road, Suite 301 Louisville, KY 40205	Charitable	$ 1,100
Greater Louisville Fund for the Arts 623 W. Main Street Louisville, KY 40202	Charitable Civic	$ 1,000
Louisville Orchestra 300 West Main Street Louisville, KY 40202	Charitable Civic	$ 1,000
The Nature Conservancy Kentucky Chapter 114 Woodland Avenue Lexington, KY 40502	Conservation	$ 1,000
Olmsted Parks Conservancy, Inc. 1297 Trevilian Way Louisville, KY 40213	Conservation Educational	$ 1,000
Yew Dell P. O. Box 1334 Crestwood, KY 40014	Conservation Educational	$ 1,000
Ducks Unlimited 1 Waterfowl Way Memphis, TN 38120	Conservation	$ 850
Assumption High School 2170 Tyler Lane Louisville, KY 40205	Educational	$ 500
DeSales High School 425 Kenwood Avenue Louisville, KY 40214	Educational	$ 500

Holy Cross High School 5144 Dixie Highway Louisville, KY 40206	Educational	$ 500
Mercy Academy 5801 Fegenbush Lane Louisville, KY 40228	Educational	$ 500
Presentation Academy 861 S. 4th Street Louisville, KY 40203	Educational	$ 500
Providence High School 707 W. Highway 131 Clarksville, KY 47129	Educational	$ 500
Sacred Heart Academy 3175 Lexington Road Louisville, KY 40206	Educational	$ 500
Saint Xavier High School 1609 Poplar Level Road Louisville, KY 40217	Educational	$ 500
Trinity High School 4011 Shelbyville Road Louisville, KY 40207	Educational	$ 500
Boys' and Girls' Haven 2301 Goldsmith Lane Louisville, KY 40218	Charitable	$ 500
The Center on Aging Foundation Suite 205, 343 Waller Avenue Lexington, KY 40504	Medical Research	$ 500
Children's Hospital Foundation Suite 450, 234 East Gray Street Louisville, KY 40202	Medical Research	$ 500

Clifton Cultural Center, Inc. 2117 Payne Street Louisville, KY 40206	Charitable Civic	$	500
First Baptist Church of Hendersonville 106 Bluegrass Commons Blvd. Hendersonville, TN 37075	Religious	$	500
The Healing Place 1020 West Market Street Louisville, KY 40202	Charitable	$	500
Hildegard House C/O Saint Joseph Catholic Church 1406 East Washington Street Louisville, KY 40206	Charitable	$	500
Home of the Innocents 1100 East Market Street Louisville, KY 40206	Charitable	$	500
Kids Center for Pediatric Therapies 982 Eastern Parkway, Box 6 Louisville, KY 40217	Charitable	$	500
Pa'ia Youth and Cultural Ctr. P. O. Box 790999 Pa'ia, HI 96779	Educational	$	500
Saint Joseph Catholic Church 1406 East Washington Street Louisville, KY 40206	Religious	$	500
Shamrock Foundation P. O. Box 99811 Louisville, KY 40269	Charitable	$	500
St. Joseph Children's Home 2823 Frankfort Avenue Louisville, KY 40206	Charitable	$	500

Alzheimer's Association Kaden Tower 6100 Dutchmans Lane, Suite 401 Louisville, KY 40205	Medical Research	$	250
Gilda's Club Louisville, Inc. 633 Baxter Avenue Louisville, KY 40204	Charitable Medical Research	$	250
Keeneland Library P. O. Box 1690 Lexington, KY 40588	Educational	$	250
Louisville Free Public Library Fdtn. 301 York Street Louisville, KY 40203	Charitable Civic	$	250
National Wildlife Federation 11100 Wildlife Center Reston, VA 20190	Conservation	$	250
Pendennis Historical Foundation 218 West Muhammad Ali Blvd. Louisville, KY 40202	Historic Preservation	$	250
St. John Center, Inc. 700 E. Muhammad Ali Blvd. Louisville, KY 40202	Charitable	$	250
Salvation Army P. O. Box 2229 Louisville, KY 40201	Charitable	$	250
Society of St. Vincent de Paul 1015 S. Preston Street Louisville, KY 40217	Charitable	$	250
Spalding University 845 S. Third Street Louisville, KY 40203	Educational	$	250
University of Louisville Libraries Eckstrom Library Louisville, KY 40292	Educational	$	250

Canterbury School Caller Box 5000 New Milford, CT 06776	Educational	$	200
Farmington Historic Home 3033 Bardstown Road Louisville, KY 40205	Historic Preservation	$	200
Kentucky Country Day School 4100 Springdale Road Louisville, KY 40241	Educational	$	200
Kentucky Derby Museum P. O. Box 3513 Louisville, KY 40201	Educational Civic	$	200
Old Friends, Inc. 411 Mill Road Midway, KY 40347	Charitable	$	200
Peterson-Dumesnil House 301 S. Peterson Avenue Louisville, KY 40206	Historic Preservation	$	200
St. Francis School 11000 U. S. Highway 42 Goshen, KY 40026	Educational	$	200
Abbey of Gethsemani 3642 Monks Road New Haven, KY 40051	Charitable	$	100
Big Brothers Big Sisters of Kentuckiana 1519 Gardiner Lane, No. B Louisville, KY 40218	Charitable	$	100
Hollins College P. O. Box 9629 Roanoke, VA 24020	Educational	$	100

Williams College 75 Park Street Williamstown, MA 01267	Educational	$ 100
Fort Lewis College 1000 Rim Drive Durango, CO 81301	Educational	$ 100
	TOTAL	**$ 105,600**

GARDNER FOUNDATION, INC.
SPRING RIVER BUSINESS PARK
SUITE 301, 2301 RIVER ROAD
LOUISVILLE, KY 40206
(502) 894-4440
(Telephone Number and Fax)

GRANT APPLICATION

Applicant: ____
Name

____
Street Address

____
City, State, and Zip Code

Part I. Information about the Applicant

1. Is the applicant organized as a nonprofit under State laws governing charitable organizations?..( ) Yes ( ) No

   If yes, what State or Commonwealth governs? ______________________________

   If no, please explain:

____

2. Has the applicant received a ruling or determination letter from the Internal Revenue Service about any of the following? If so, attach a copy of this letter(s).

   (a) Exempt status..( ) Yes ( ) No
   (b) Private Foundation status..( ) Yes ( ) No
   (c) Grant-making procedures..( ) Yes ( ) No

____

____

____

3. (a) Attach a copy of the applicant's proposed budget for the year in which the grant funds are to be used.

   (b) If this grant will be a substantial and material part of the total budget, attach a copy of the latest information return (Form 990 or 990PF) filed by the applicant with the Internal Revenue Service.

   (c) Describe the applicant's purposes and activities in general.

____

____

4. Is the applicant controlled by, related to, connected with, or sponsored by another organization?..( ) Yes ( ) No

   If yes, identify the organization (including its purposes and activities) and explain the relationship:

   ____

5. List the name, address and title of each member of the applicant's governing board (or attach a current listing):

______________________ (Name)	______________________ (Title or Office)
______________________ (Street Address)	______________________ (City, State, and Zip Code)
______________________ (Name)	______________________ (Title or Office)
______________________ (Street Address)	______________________ (City, State, and Zip Code)
______________________ (Name)	______________________ (Title or Office)
______________________ (Street Address)	______________________ (City, State, and Zip Code)

(If more space is needed, attach a separate list.)

6. Has the applicant (or any organization listed in No. 4) ever applied for or received a grant from The Gardner Foundation, Inc.?..( ) Yes ( ) No

If yes, please provide details:

Part II: Use of the Proposed Grant

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. If so, for whom?

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8. Person to contact who will be administering the proposed program.

(Name)	(Title or office)
(Street address)	(City, state and ZIP code)
(Telephone number including area code)	(Fax number including area code)
(Email address of contact)	

Describe this person's experience and qualifications to administer the program.

To the best of my knowledge, the information given in Parts I and II is correct. I have been authorized by the Applicant organization to submit this application.

(Name) (Date)

(Title or office)

The information in Parts I and II assists The Gardner Foundation in meeting the requirements of section 4945(h) of the Internal Revenue Code. Please contact our office with any questions.

The Gardner Foundation's annual report may be inspected for 180 days after this notice. W Gardner Jr, Suite 301, 2301 River Rd., Louisville, KY, 40206.