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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation TRUST ESTATE OF GEORGE B RILEY TESTAMENTARY		A Employer identification number 31-0654315	
Number and street (or P O box number if mail is not delivered to street address) 411 TERRACE PL P O BOX 356		Room/suite	B Telephone number (see instructions) (513) 621-5017
City or town, state or province, country, and ZIP or foreign postal code TERRACE PARK, OH 45174			C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 29,299,920		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (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	51,856	51,856	51,856	
	4 Dividends and interest from securities	460,497	460,497	460,497	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	455,886			
	b Gross sales price for all assets on line 6a 1,766,242				
	7 Capital gain net income (from Part IV, line 2) . . .		455,886		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total.Add lines 1 through 11	968,239	968,239	512,353	
	13 Compensation of officers, directors, trustees, etc	75,000	31,122		43,878
	14 Other employee salaries and wages	29,500	12,241		17,259
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	33,516	13,908		19,608
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	10,000	10,000		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	2,661	1,104		1,557
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy	3,600	1,494		2,106
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	10,221	4,242		5,979
	24 Total operating and administrative expenses. Add lines 13 through 23	164,498	74,111		90,387
	25 Contributions, gifts, grants paid	1,337,800			1,337,800
	26 Total expenses and disbursements.Add lines 24 and 25	1,502,298	74,111		1,428,187
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-534,059			
	b Net investment income (if negative, enter -0-)		894,128		
	c Adjusted net income(if negative, enter -0-) . . .			512,353	

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	34,805	162,495	162,495
	2	Savings and temporary cash investments	1,657,167	491,493	491,493
	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	21,926	26,585	26,585
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans.				
13	Investments—other (attach schedule)	20,275,094	20,750,004	28,619,347	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	21,988,992	21,430,577	29,299,920	
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	21,988,992	21,430,577	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances(see instructions)	21,988,992	21,430,577	
31	Total liabilities and net assets/fund balances(see instructions)	21,988,992	21,430,577		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1 21,988,992
2	Enter amount from Part I, line 27a	2 -534,059
3	Other increases not included in line 2 (itemize) ▶ _____	3 4
4	Add lines 1, 2, and 3	4 21,454,937
5	Decreases not included in line 2 (itemize) ▶ _____	5 24,360
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 21,430,577

Part IV

Capital Gains and Losses for Tax on Investment Income

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)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
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	455,886
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	1,329,893	29,940,133	0 04442
2013	1,322,974	28,027,752	0 04720
2012	1,258,313	26,289,317	0 04786
2011	1,236,424	25,888,129	0 04776
2010	1,112,682	24,591,667	0 04525

2	Total of line 1, column (d).	2	0 232490
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 046498
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	30,072,262
5	Multiply line 4 by line 3.	5	1,398,300
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,941
7	Add lines 5 and 6.	7	1,407,241
8	Enter qualifying distributions from Part XII, line 4.	8	1,428,187

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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

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

3

Add lines 1 and 2.

3

8,941

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

8,941

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

35,526

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

35,526

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

26,585

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 26,585 **Refunded**

11

Part VII-AStatements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
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.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation \$ _____ **(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

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

No

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
 OH _____

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

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

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Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶DAVID LAUB Located at ▶411 TERRACE PL P O BOX 356 TERRACE PARK OH Telephone no ▶(513) 621-5017 ZIP+4 ▶45174			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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 2015? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2015 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>) <input type="checkbox"/>	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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)?

☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ 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?

☐ Yes ☒ 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?

☐ Yes ☒ No

5b

No

6b

No

7b

No

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HUBERT C AUBURN 25415 LAKE ROAD BAY VILLAGE, OH 44140	Trustee 1 00	25,000		
JAMES R HALL 1048 ORCHARD RUN DRIVE LEBANON, OH 45036	Trustee 1 00	25,000		
STEPHEN M WINHUSEN 1889 BEECH GROVE DRIVE CINCINNATI, OH 45233	Trustee 1 00	25,000		

2

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

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

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

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3. ▶	

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	28,867,725
b	Average of monthly cash balances.	1b	1,662,490
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	30,530,215
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	
3	Subtract line 2 from line 1d.	3	30,530,215
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	457,953
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,072,262
6	Minimum investment return. Enter 5% of line 5.	6	1,503,613

Part XI

Distributable Amount

(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,503,613
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	8,941
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,941
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,494,672
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,494,672
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	1,494,672

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	1,428,187
b	Program-related investments—total from Part IX-B.	1b	
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	1,428,187
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	8,941
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,419,246

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,494,672
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			1,207,722	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,428,187				
a Applied to 2014, but not more than line 2a			1,207,722	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				220,465
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				1,274,207
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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

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

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

1 Information Regarding Foundation Managers:

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:

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

GEORGE B RILEY TRUST
411 TERRACE PL P O BOX 356
TERRACE PARK, OH 45174
(513) 621-5017

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	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 See Additional Data Table				
Total			3a	1,337,800
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
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	51,856		
4 Dividends and interest from securities. . .			14	460,497		
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory						455,886
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). .				512,353		455,886
13 Total. Add line 12, columns (b), (d), and (e).				512,353		968,239

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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)
34 IShares Barclays Aggregate	P	2004-12-06	2015-03-26
3,906 IShares Barclays Aggregate	P	2004-12-06	2015-10-01
790 IShares Core S & P	P	2004-12-07	2015-03-26
1,314 IShares Core S & P	P	2004-12-07	2015-07-15
6,999 IShares Core S & P	P	2004-12-07	2015-12-03
766 IShares Core S & P	P	2004-12-07	2015-12-04
261 IShares TR 1-3 YR Treas Index	P	2004-12-06	2015-07-15
4,417 IShares TR 1-3 YR Treas Index	P	2004-12-06	2015-10-01

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)
3,783		3,481	302
427,466		399,907	27,559
74,124		42,065	32,059
126,799		69,966	56,833
664,919		372,674	292,245
72,021		40,787	31,234
22,132		21,285	847
374,998		360,191	14,807

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	
			302
			27,559
			32,059
			56,833
			292,245
			31,234
			847
			14,807

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CINCINNATI HABITAT FOR HUMANITY 201 WEST EIGHT STREET CINCINNATI, OH 45202	NONE	501c3	HOUSING	90,000
CHRIST'S COMMUNITY COLLEGE HILL 5819 SALVIA CINCINNATI, OH 45224	NONE	501c3	NEIGHBORHOOD CENTER	25,000
CROSSROAD HEALTH CENTER 5 E LIBERTY ST CINCINNATI, OH 45210	NONE	501c3	HEALTH CENTER	20,000
CINCINNATI WORKS 37 WEST 7TH STREET SUITE 200 CINCINNATI, OH 45202	NONE	501c3	JOBS ASSISTANCE	25,000
CITY GOSPEL MISSION 1419 VINE STREET CINCINNATI, OH 45210	NONE	501c3	CITY GOSPEL MISSION	90,000
COMMUNITY LAND COOPERATIVE CIN 727 EZZARD CHARLES DRIVE CINCINNATI, OH 45203	NONE	501c3	NEIGHBORHOOD CENTER	47,500
CORNERSTONE 1115 PENDLETON STREET 2NW CINCINNATI, OH 45210	NONE	501c3	HOUSING PROGRAMS	40,000
DRESS FOR SUCCESS CINCINNATI 135 4TH STREET CINCINNATI, OH 45202	NONE	501c3	CLOTHING ASSISTANCE	25,500
EAST END ADULT EDUCATION CENTE 4015 EASTERN AVENUE CINCINNATI, OH 45226	NONE	501c3	ADULT EDUCATION	30,000
FIRST STEP HOME 2118 ST MICHAEL STREET CINCINNATI, OH 45204	NONE	501c3	CHEMICAL DEPENDENCY	50,000
GLAD HOUSE 4721 READING ROAD CINCINNATI, OH 45237	NONE	501c3	CHILDREN'S SERVICES	27,750
HEALTHY BEGINNINGS 210 WILLIAM HOWARD TAFT ROAD CINCINNATI, OH 45219	NONE	501c3	PRENATAL CARE	30,000
INTER PARISH MINISTRY 3905 DEBOLT AVENUE CINCINNATI, OH 45244	NONE	501c3	NEIGHBORHOOD CENTER	27,750
INTERFAITH HOSPITALITY NETWORK 2110 ST MICHAEL STREET CINCINNATI, OH 45204	NONE	501c3	HOMELESSNESS SERVICES	45,000
JOSEPH HOUSE PO BOX 14608 CINCINNATI, OH 45250	NONE	501c3	HOMELESS VETERANS SERVICES	30,000
Total			3a	1,337,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLE BROTHERS FRIENDS OF ELDERLY 5530 COLERAIN AVENUE CINCINNATI, OH 45239	NONE	501c3	ELDERLY SERVICES	27,750
MERCY HLTH PHYS- MERCY HEALTH COUNS 2330 VICTORY PARKWAY 500 CINCINNATI, OH 45206	NONE	501c3	HEALTH SERVICES	15,000
NORTH FAIRMOUNT COMMUNITY CENT 2569 ST LEO PLACE CINCINNATI, OH 45225	NONE	501c3	HOUSING/NEIGHBORHOOD	27,750
OPEN DOOR MINISTRY 2366 KEMPER LANE CINCINNATI, OH 45206	NONE	501c3	POVERTY & MENTAL HEALTH SERVICES	25,000
OUR DAILY BREAD PO BOX 14862 CINCINNATI, OH 45250	NONE	501c3	FOOD PANTRY	35,000
POWER INSPIRES PROGRESS 727 EZZARD CHARLES DRIVE CINCINNATI, OH 45203	NONE	501c3	JOB TRAINING	27,750
PRO KIDS 2320 KEMPER RD CINCINNATI, OH 45206	NONE	501c3	CHILDREN'S SERVICES	25,000
RADIO READING SERVICES 2045 GILBERT AVENUE CINCINNATI, OH 45202	NONE	501c3	BLIND/DISABLED SERVICES	15,000
ST MONICA'S RECREATION CENTER 10022 CHESTER ROAD CINCINNATI, OH 45215	NONE	501c3	CHILDREN'S SERVICES	30,000
CHILDREN'S INC VISIONS 425 EZZARD CHARLES DRIVE CINCINNATI, OH 45203	NONE	501c3	CHILDREN'S SERVICES	20,000
WALNUT HILLS KITCHEN 2631 GILBERT AVENUE CINCINNATI, OH 45206	NONE	501c3	FOOD PANTRY	50,000
WORKING IN NEIGHBORHOODS 1814 DREMAN CINCINNATI, OH 45223	NONE	501c3	NEIGHBORHOOD CENTER	35,000
EPIC 910-912 YORK STREET CINCINNATI, OH 45214	NONE	501c3	ELDERLY SERVICES	38,300
MERCY NEIGHBORHOOD MINISTRIES 1601 MADISON RD CINCINNATI, OH 45206	NONE	501c3	NEIGHBORHOOD CENTER	120,000
SERENITY CONSULTANTS INC 508 ELBERON CINCINNATI, OH 45205	NONE	501c3	ADULT RECOVERY	30,000
Total			3a	1,337,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CWFF CHILD DEVELOPMENT CENTER 430 FOREST AVE CINCINNATI, OH 45229	NONE	501c3	CHILD DEVELOPMENT	10,000
PROJECT NEHEMIAH 430 FOREST AVE CINCINNATI, OH 45229	NONE	501c3	EDUCATION	30,000
BLOC MINISTRIES INC 3952 NORTH BEND ROAD CINCINNATI, OH 45211	NONE	501c3	NEEDY CHILDREN & FAMILIES	50,000
CHURCHES ACTIVE IN NORTHSIDE CAIN 4230 HAMILTON AVE CINCINNATI, OH 45223	NONE	501c3	NEEDY CHILDREN & FAMILIES	25,000
MADISONVILLE EDUCATION ASSISTANCE C 4600 ERIE AVE CINCINNATI, OH 45227	NONE	501c3	NEEDY CHILDREN & FAMILIES	20,000
NEW LIFE FURNITURE 11431 WILLIAMSON RD UNIT D CINCINNATI, OH 45241	NONE	501c3	NEEDY FAMILIES	20,000
ELEMENTZ 1100 RACE STREET CINCINNATI, OH 45202	NONE	501c3	YOUTH SERVICES	20,000
EDUCATION MATTERS 2104 SAINT MICHAEL STREET CINCINNATI, OH 45204	NONE	501c3	EDUCATION	10,000
FOCAS MINISTRIES 64 East McMicken Avenue Cincinnati, OH 45202	NONE	501c3	Neighborhood Center	27,750
Total.			3a	1,337,800

TY 2015 Investments - Other Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS/ISHARES HELD 5/3RD	AT COST	20,750,004	28,619,347

TY 2015 Legal Fees Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Frost Brown Todd LLC	33,516	13,908	0	19,608

TY 2015 Other Decreases Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Description	Amount
2015 U S INCOME TAX	8,941
INT AND DIV REC'D 2016 RPT 2015	15,419

TY 2015 Other Expenses Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2014 TAX SERVICE FEE	200	83		117
INSURANCE	5,651	2,345		3,306
OH FOUNDATION FEE	200	83		117
SUPPLIES/MISCELLANEOUS	2,689	1,116		1,573
TELEPHONE	1,481	615		866

TY 2015 Other Increases Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Description	Amount
INT REC'D 2015 RPT 2014	4

TY 2015 Other Professional Fees Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
5/3RD	5,000	5,000	0	0
UBS ADVISORY FEE	5,000	5,000	0	0

TY 2015 Taxes Schedule

Name: TRUST ESTATE OF GEORGE B RILEY
TESTAMENTARY

EIN: 31-0654315

Software ID: 15000324

Software Version: 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BWC	157	65		92
Employment Taxes	2,504	1,039		1,465