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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning 07/01 , 2015, and ending 06/30, 2016

Name of foundation: THE SLEMP FOUNDATION 15-7700

A Employer identification number: 31-6025080

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1118, ML CN-OH-W10X

Room/suite:

B Telephone number (see instructions): 513-762-8878

City or town state or province country, and ZIP or foreign postal code: CINCINNATI, OH 45201-1118

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)* ▶ $ 23,427,835

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)				
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	559,519.	553,744	5,776	STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	453,890			
b Gross sales price for all assets on line 6a 3,341,337.				
7 Capital gain net income (from Part IV, line 2)		453,890		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 *Total* Add lines 1 through 11	1,013,409	1,007,634	5,776	
Operating and Administrative Expenses				
13 Compensation of officers directors trustees etc	62,863.	18,859		44,004
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 8	3,000	NONE	NONE	3,000
b Accounting fees (attach schedule) STMT 9	1,700	NONE	NONE	1,700
c Other professional fees (attach schedule) STMT 10	118,485	106,636		11,848
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 11	37,427.	5,306		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel conferences and meetings	22,651.	6,795	NONE	15,856
22 Printing and publications	273.	NONE	NONE	273
23 *Other expenses (attach schedule)* STMT 12	14,742.	2,076		12,666
24 Total operating and administrative expenses Add lines 13 through 23	261,141	139,672	NONE	89,347
25 Contributions, gifts grants paid	1,006,889			1,006,889
26 **Total expenses and disbursements** Add lines 24 and 25	1,268,030	139,672	NONE	1,096,236
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-254,621.			
b Net investment income (if negative enter -0)		867,962		
c Adjusted net income (if negative enter -0)			5,776	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing		6,213.	6,213.
2	Savings and temporary cash investments	1,038,144.	389,612.	389,612.
3	Accounts receivable ▶ 1,655.			
	Less: allowance for doubtful accounts ▶		1,655.	1,655.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 13	9,166,698.	9,072,887.	17,305,366.
c	Investments - corporate bonds (attach schedule) STMT 23	2,007,769.	2,713,935.	2,864,925.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 24	2,862,434.	2,881,658.	2,860,064.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SLEMP CEMETERY)		1.	
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,075,045.	15,065,961.	23,427,835.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue STMT 25		154.	
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)		154.	
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	15,075,045.	15,065,807.	
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)	15,075,045.	15,065,807.	
31	**Total liabilities and net assets/fund balances** (see instructions)	15,075,045.	15,065,961.	

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	15,075,045.
2	Enter amount from Part I, line 27a	2	-254,621.
3	Other increases not included in line 2 (itemize) ▶ APPRECIATION ON GIFTED STOCK	3	251,616.
4	Add lines 1, 2, and 3	4	15,072,040.
5	Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL ADJUSTMENT	5	6,233.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,065,807.

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	PUBLICLY TRADED SECURITIES			
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	3,341,337.		2,887,447.	453,890.
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				453,890.
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	453,890.
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))
2014	1,202,407.	23,650,028.	0.050842
2013	1,394,061.	22,387,353.	0.062270
2012	1,259,042.	20,945,980.	0.060109
2011	1,062,063.	19,654,470.	0.054037
2010	863,795.	19,255,016.	0.044861

2	Total of line 1, column (d)	2	0.272119
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	0.054424
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	22,494,204.
5	Multiply line 4 by line 3	5	1,224,225.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,680.
7	Add lines 5 and 6	7	1,232,905.
8	Enter qualifying distributions from Part XII, line 4	8	1,096,236.

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	17,359.
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	17,359.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	17,359.
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a 24,000.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	24,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	6,641.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 6,641. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ www.slempfoundation.org

14 The books are in care of ▶ SEE STATEMENT 26 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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

		Line	Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

		Line	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)?	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 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

				Yes	No
5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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)?		5b		X
	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?		6b		X
	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?		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 STATEMENT 27		62,863.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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
U.S. BANK, INC PO BOX 1118, CINCINNATI, OH	FINANCIAL INSTITUTION	120,185.
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions 3 NONE	
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	22,243,451.
b	Average of monthly cash balances	1b	593,304.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	22,836,755.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e |		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	22,836,755.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	342,551.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,494,204.
6	**Minimum investment return.** Enter 5% of line 5	6	1,124,710.

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	1,124,710.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	17,359.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	17,359.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,107,351.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,107,351.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,107,351.

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	1,096,236.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,096,236.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,096,236.

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				1,107,351.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			NONE	
b Total for prior years 20 13 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2015.				
a From 2010 . . . . . . NONE				
b From 2011 . . . . . . NONE				
c From 2012 . . . . . . NONE				
d From 2013 . . . . . . 282,829.				
e From 2014 . . . . . . 64,596.				
f Total of lines 3a through e	347,425.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,096,236.				
a Applied to 2014, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				1,096,236.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	11,115.			11,115.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	336,310.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				NONE
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	336,310.			
10 Analysis of line 9:				
a Excess from 2011 . . . NONE				
b Excess from 2012 . . . NONE				
c Excess from 2013 . . . 271,714.				
d Excess from 2014 . . . 64,596.				
e Excess from 2015 . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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) 2015	(b) 2014	(c) 2013	(d) 2012	(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)					
(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).)

N/A

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.

N/A

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:

SEE STATEMENT 29

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT - 1	NONE	CHARITABLE	PROGRAM SUPPORT	691,889.
SEE ATTACHED STATEMENT - 2	NONE	STUDENT	SCHOLARSHIPS	315,000.
Total . . . . ▶ **3a**				1,006,889.
b *Approved for future payment*				
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					
4 Dividends and interest from securities			14	559,519.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	453,890.	
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)				1,013,409.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,013,409.

(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.)
	NOT APPLICABLE

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Nancy E. Smith 11-9-16 TRUSTEE

Signature of officer or trustee | Date | Title

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
SCOTT MAIR, VICE PRESIDE		10/26/2016		P00365526
Firm's name ▶ U.S. BANK, N.A.			Firm's EIN ▶ 31-0841368	
Firm's address ▶ P.O. BOX 1118, ML: CN-OH-W10X CINCINNATI, OH 45201-1118			Phone no. 513-632-4393	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
AFLAC INC	1,620.	1,620.	
AIA GROUP LTD A D R	716.	716.	
ATT INC	1,900.	1,900.	
AZZ INC	207.	207.	
ABBOTT LABORATORIES	1,000.	1,000.	
ABBVIE INC	2,160.	2,160.	
ACTIVISION BLIZZARD INC	260.	260.	
AIR LIQUIDE S A A D R	1,020.	1,020.	
ALFA LAVAL AB A D R	444.	444.	
ALLETE INC	592.	592.	
ALLIANZ AG-ADR COM	1,952.	1,952.	
ALLSTATE CORP	5,412.	5,412.	
AMERICAN AIRLINES GROUP INC	400.	400.	
AMERICAN EQUITY INVT LIFE HL	261.	261.	
AMERICAN EXPRESS CO	2,320.	2,320.	
AMERICAN STATES WATER CO	56.	56.	
ANHEUSER BUSCH INBEV NV A D R	842.	842.	
ANHEUSER BUSCH INBEV 3.700% 2/01/24	7,400.	7,400.	
APPLE COMPUTER INC COM	14,910.	14,910.	
ARCBEST CORP	21.	21.	
ARM HLDGS PLC A D R	288.	288.	
ASHFORD HOSPITALITY TR INC	1,818.	385.	1,433.
ASTRAZENECA PLC 1.950% 9/18/19	683.	683.	
ATLAS COPCO AB S:ONS A D R	545.	545.	
B G GROUP P L C A D R	564.	564.	
BANCO BILBAO VIZCAYA ARGEN A D R	791.	791.	
BANK OF AMERICA CORP	600.	600.	
BANK OF NY MELLO MTN 2.150% 2/24/20	609.	609.	
BANK NOVA SCOTIA 2.800% 7/21/21	537.	537.	
BARD C R INC COM	2,040.	2,040.	
BAXTER INTL INC 2.400% 8/15/22	1,040.	1,040.	
BAYERISCHE MOTOREN WERK UNSPON A D R	927.	927.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
BECTON DICKINSON 3.250% 11/12/20	8,125.	8,125.	
BERKSHIRE HATHAWAY 3.000% 5/15/22	6,000.	6,000.	
BIG LOTS INC COM	337.	337.	
BLOOMIN BRANDS INC	261.	261.	
BOTTLING GROUP LLC 5.125% 1/15/19	5,125.	5,125.	
BRANDYWINE REALTY TRUST	674.	608.	67.
BRUNSWICK CORP	235.	235.	
CBS CORP CLASS B NON VOTING	600.	600.	
CNO FINANCIAL GROUP INC	318.	318.	
CSL LIMITED A D R	446.	446.	
CALATLANTIC GROUP INC	60.	60.	
CANADIAN NATL RY CO COM	576.	576.	
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	3,200.	3,200.	
CATERPILLAR MTN 3.250% 12/01/24	1,797.	1,797.	
CHEMICAL FINANCIAL CORP	359.	359.	
CHESAPEAKE UTILITIES CORP	35.	35.	
CHEVRONTEXACO CORP COM	8,560.	8,560.	
CINEMARK HLDGS INC	638.	638.	
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	468.	468.	
CISCO SYSTEMS 4.450% 1/15/20	8,900.	8,900.	
COCA-COLA CO COM	6,164.	6,164.	
COCA COLA CO THE 1.875% 10/27/20	-42.	-42.	
COLOPLAST AS A D R	223.	223.	
COLUMBIA PROPERTY TRUST INC	314.	314.	
COMCAST CORP CLASS A	3,075.	3,075.	
CONOCOPHILLIPS	3,460.	3,460.	
DBS GROUP HLDGS LTD	741.	741.	
DASSAULT SYSTEMES SA A D R	342.	342.	
DELEK US HOLDINGS INC	164.	164.	
WALT DISNEY CO MTN 2.350% 12/01/22	2,350.	2,350.	
DOUBLELINE TOTAL RET BD I	7,980.	7,980.	
DOVER CORP 4.300% 3/01/21	10,750.	10,750.	
DREW INDUSTRIES INC	110.	110.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DUKE ENERGY HOLDING CORP	17,820.	17,820.	
DUPONT FABROS TECHNOLOGY	935.	935.	
EPR PROPERTIES	1,233.	1,145.	88.
EMERSON ELECTRONIC 2.625% 2/15/23	678.	678.	
ENERSYS	173.	173.	
EXXON MOBIL CORP	8,998.	8,998.	
FNB CORP	715.	715.	
FANUC CORPORATION A D R	1,320.	1,320.	
FIRSTMERIT CORP	686.	686.	
FRESENIUS MED AKTIENGESELLSCHAFT ADR	226.	226.	
FUCHS PETROLUB SE PREF A D R	329.	329.	
GENERAL DYNAMICS 2.250% 11/15/22	2,250.	2,250.	
GENERAL ELEC CO	12,880.	12,880.	
GEN ELEC CAP CRP MTN 5.625% 9/15/17	5,625.	5,625.	
GENERAL ELEC CAP MTN 3.100% 1/09/23	3,100.	3,100.	
GENERAL MILLS INC COM W/RTS EXP 02/01/20	3,560.	3,560.	
GILEAD SCIENCES INC COM	880.	880.	
GRANITE CONSTRUCTION INC	161.	161.	
GRAPHIC PACKAGING HLDG CO	280.	280.	
GREAT WESTERN BANCORP INC	213.	213.	
GREENBRIER COS INC	34.	34.	
GRIFOLS SA A D R	250.	250.	
GRUPO TELEVISA SA SPON A D R	41.	41.	
HONG KONG EXCHANGES A D R	149.	149.	
HORACE MANN EDUCATORS CORP	315.	315.	
HUNTSMAN CORP	504.	504.	
ICICI BANK LTD A D R	465.	465.	
IDACORP INC	309.	309.	
ILLINOIS TOOL WKS INC	2,135.	2,135.	
IMPERIAL OIL LTD ORD	193.	193.	
INTEL CORP	7,500.	7,500.	
INTERNATIONAL BUSINESS MACHS CORP	7,950.	7,950.	
INTUIT INC COMMON STOCK	10,243.	10,243.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ISHARES BARCLAYS TIPS BOND ETF	1,176.	1,176.	
ISHARES CORE US AGGREGATE BOND	7,089.	7,089.	
ISHARES MSCI EMERGING MARKETS ETF	12,142.	12,142.	
ISHARES IBOXX INVEST GRADE CORP ETF	5,126.	5,126.	
ISHARES 1 3 YEAR TREASURY BOND ETF	3,029.	3,029.	
ISHARES S P U S PREFERRED STOCK ETF	10,127.	10,127.	
ITAU UNIBANCO HOLDINGS SA A D R	875.	875.	
JGC CORP UNSPON A D R	153.	153.	
J P MORGAN CHASE & CO	8,360.	8,360.	
JOHNSON & JOHNSON	13,740.	13,740.	
J2 GLOBAL INC	375.	375.	
KAPSTONE PAPER & PACKAGING CORP	93.	93.	
KITE REALTY GROUP TRUST	727.	675.	52.
KONE OYJ B UNSPON A D R	620.	620.	
KORN FERRY INTL	290.	290.	
LOREAL UNSPON A D R	666.	666.	
LVMH MOET HENNESSY A D R	323.	323.	
LA Z BOY INC	279.	279.	
LAKELAND FINANCIAL CORP	234.	234.	
LINDE AG A D R	437.	437.	
LITHIA MOTORS INC CL A	151.	151.	
LITTELFUSE INC	200.	200.	
LOWES COS INC COM W/RIGHTS ATTACHED EXPI	6,720.	6,720.	
MACYS INC	2,700.	2,700.	
MARATHON OIL CORPORATION	1,510.	1,510.	
MARATHON PETROLEUM CORP	11,520.	11,520.	
MAXIMUS INC	93.	93.	
MCDONALDS CORP COM	3,520.	3,520.	
MENTOR GRAPHICS CORP	48.	48.	
MICROSOFT CORP	1,750.	1,750.	
MILLER (HERMAN) INC COM W/RTS ATTACHED E	238.	238.	
MITSUBISHI ESTATE LTD A D R	76.	76.	
MONOTARO CO LTD UNSP A D R	54.	54.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
MONSANTO CO NEW COM	270.	270.	
MTN GROUP LTD A D R	1,012.	1,012.	
NASPERS LTD N SPON A D R	31.	31.	
NATIONAL PENN BANCSHARES INC	136.	136.	
NESTLE S A SPONSORED ADR REPSTG REG SH	1,499.	1,499.	
NEW JERSEY RESOURCES CORP	153.	153.	
NEXTERA ENERGY INC	4,920.	4,920.	
NIKE INC CL B COM	3,000.	3,000.	
NUVEEN STRATEGIC INCOME I	19,719.	19,719.	
ORACLE CORP 2.500% 10/15/22	2,500.	2,500.	
ORBITAL ATK INC	349.	349.	
PIMCO FDS TOTAL RETURN FD	7,364.	7,364.	
PPG INDS INC	2,640.	2,640.	
PACCAR INC	2,120.	2,120.	
PENNYMAC MTG INV TR	830.	594.	236.
PEPSICO INC COM	14,872.	14,872.	
PFIZER INC	8,497.	8,497.	
PIER 1 IMPORTS INC	54.	54.	
PLANTRONICS INC	135.	135.	
PRAXAIR INC	5,860.	5,860.	
T ROWE PRICE GROUP INC	4,240.	4,240.	
PRIMORIS SERVICES CORP	184.	184.	
PROCTER & GAMBLE CO	11,630.	11,630.	
PRIVATEBANCORP INC	5.	5.	
PRUDENTIAL FINANCIAL INC	2,680.	2,680.	
PUBLIC SVC ENTERPRISE GROUP INC	1,600.	1,600.	
QUALCOMM INC	9,850.	9,850.	
RADIAN GROUP INC	17.	17.	
RAYTHEON COMPANY	2,743.	2,743.	
ROCHE HLDG LTD SPONSORED ADR	1,369.	1,369.	
ROYAL DUTCH SHELL A D R	717.	717.	
RYLAND GROUP INC	15.	15.	
RYMAN HOSPITALITY PROPERTIES	886.	886.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
MIDCAP SPDR TRUST SERIES I E T F	2,899.	2,899.	
SANDS CHINA LTD UNSPONS A D R	590.	590.	
SAP AKTIENGESELLSCHAFT SPONSORED ADR	645.	645.	
SASOL LTD SPONSORED ADR	523.	523.	
SCHLUMBERGER LTD COM	691.	691.	
SHIRE PHARMACEUTICALS GR SPONSORED ADR	8.	8.	
SINCLAIR BROADCAST GROUP INC A	485.	485.	
SKYWEST INC	123.	123.	
SONOVA HOLDING UNSPON ADR	241.	241.	
STANLEY BLACK DECKER INC	4,400.	4,400.	
STARBUCKS CORP COM	2,280.	2,280.	
STATE STR CORP COM	8,160.	8,160.	
STEELCASE INC CL A	251.	251.	
STERIS CORP	153.	153.	
SUMMIT HOTEL PROPERTIES INC	467.	467.	
SVENSKA HANDELSBANKEN A UNSP A D R	648.	648.	
SYMRISE AG UNSPON A D R	226.	226.	
SYSMEX CORP UNSPON A D R	262.	262.	
TAIWAN SEMICONDUCTOR MFG SPON ADR	1,639.	1,639.	
TARGET CORPORATION	4,480.	4,480.	
TESSERA TECHNOLOGIES INC	468.	468.	
TEXAS INSTRS INC COM	1,480.	1,480.	
TEXAS ROADHOUSE INC	426.	426.	
THOR INDUSTRIES INC	596.	596.	
TOYOTA MOTOR MTN 3.300% 1/12/22	6,600.	6,600.	
TURKIYE GARANTI BANKASI A S A D R	234.	234.	
UMPQUA HOLDINGS CORP COM	45.	45.	
UNI CHARM CORPORATION A D R	185.	185.	
UNILEVER PLC COM	665.	665.	
UNITED TECHNOLOGIES CORP COM	7,740.	7,740.	
UNITEDHEALTH GRP INC COM	1,488.	1,488.	
VERIZON COMMUNICATIONS COM	11,225.	11,225.	
VISA INC 3.150% 12/14/25	341.	341.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
WPP PLC SPON A D R	1,312.	1,312.	
WAL MART STORES INC COM	12,361.	12,361.	
WASTE MGMT INC DEL COM	14,310.	14,310.	
WELLS FARGO & CO NEW	13,846.	13,846.	
WESBANCO INC	335.	335.	
WHOLE FOODS MKT INC COM	130.	130.	
WILSHIRE BANCORP INC	349.	349.	
WINTRUST FINANCIAL CORP	248.	248.	
US BANK PC RESERVE MM SAVINGS E	1,370.	1,370.	
ACCENTURE PLC CL A	11,000.	11,000.	
BUNGE LIMITED	492.	492.	
MEDTRONIC PLC	8,208.	4,308.	3,900.
STERIS PLC	126.	126.	
TOTAL	559,519.	553,744.	5,776.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - INCOME (ALLOCABLE	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,700.			1,700.
TOTALS	1,700.	NONE	NONE	1,700.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSES - 2%	118,485.	106,636.	11,848.
TOTALS	118,485.	106,636.	11,848.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	4,112.	4,112.
FEDERAL TAX PAYMENT - PRIOR YE	8,121.	
FEDERAL ESTIMATES - PRINCIPAL	24,000.	
FOREIGN TAXES ON QUALIFIED FOR	855.	855.
FOREIGN TAXES ON NONQUALIFIED	339.	339.
TOTALS	37,427.	5,306.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OHIO ATTORNEY GENERAL	200.		200.
INSURANCE	1,990.	700.	1,290.
CEMETERY MAINTENANCE	8,107.		8,107.
WEBSITE MAINTENANCE	3,069.		3,069.
ADR FEES	1,376.	1,376.	
TOTALS	14,742.	2,076.	12,666.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ABBOTT LAB	26,434.	26,434.	39,310.
ALLERGAN INC	168,365.		
ALLSTATE CORP	204,205.	204,205.	307,780.
ASHFORD HOSPITALITY	11,052.	6,282.	7,099.
AMERICAN EQUITY INVT LIFE	11,818.	17,769.	17,784.
AMERICAN EXPRESS	79,340.	79,340.	121,520.
APOGEE ENTERPRISES INC		17,479.	17,845.
APPLE INC	355,233.	355,233.	669,200.
ATT INC	25,830.	25,830.	43,210.
BUFFALO WILD WINGS	7,964.		
CARDTRONICS INC	13,303.	9,631.	20,900.
CIRRUS LOGIC INC		20,678.	24,321.
CHEVRON CORP	184,478.	145,148.	209,660.
CINEMARK HLDS	7,659.	14,888.	23,590.
COCA COLA CO	114,798.	114,798.	208,518.
COMCAST CORP CL A	88,620.	35,400.	130,380.
CONOCOPHILLIPS	96,127.		
CYBERONICS INC	11,099.		
DUKE ENERGY	189,903.	189,903.	463,266.
ENERSYS	5,826.	4,987.	15,105.
ENTEGRIS INC	7,594.	6,871.	13,009.
EXXON MOBIL CORP	1,854.	1,021.	257,785.
FINISAR CORP	12,509.		
GENERAL ELECTRIC CO	166,471.	166,471.	440,720.
GENERAL MILLS	66,670.	66,670.	142,640.
FCB FINANCIAL HOLDINGS INC		15,797.	15,096.
FITBIT INC A		10,783.	10,143.
ILLINOIS TOOL WORKS	46,950.	46,950.	104,160.
INTEL CORP	57,656.	57,656.	246,000.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
IBM CORP	145,575.	145,575.	227,670.
INTUIT INC	201,907.	179,283.	937,524.
J P MORGAN CHASE	167,000.	235,970.	310,700.
JOHNSON & JOHNSON	260,895.	260,895.	546,457.
J2 GLOBAL COMM ONC	9,116.	6,939.	15,793.
KAPSTONE PAPER & PACKAGING COR	7,510.		
LITTELFUSE INC	11,210.	7,084.	14,419.
LOWES CO INC	157,350.	157,350.	475,020.
MARATHON OIL CORP	71,501.	60,751.	341,640.
HEADWATERS INCORPORATED		19,274.	17,976.
METHODE ELECTRONICS INC		13,619.	15,369.
MAXIMUS INC	13,342.	11,375.	25,526.
MCDONALDS CORP	54,489.	54,489.	120,340.
MEDTRONIC INC	554,040.	274,358.	312,372.
NEXTERA ENERGY INC	91,548.	91,548.	195,600.
NIKE INC	82,657.	82,657.	276,000.
PEPSICO	47,888.	47,888.	550,888.
PFIZER INC	165,701.	165,701.	257,913.
PIOCHE ELY VY MINES	49.	49.	
PRAXAIR INC	69,416.	69,416.	224,780.
PROCTER & GAMBLE	705.	35,676.	338,680.
PUBLIC SVC ENTERPRISE	30,480.	30,480.	46,610.
QUALCOMM INC	181,307.	181,307.	267,850.
STANLEY BLACK DECKER INC	126,270.	126,270.	222,440.
STATE STR CORP	260,846.	260,846.	323,520.
STONE ENERGY CORP	18,030.		
T ROWE PRICE	106,300.	106,300.	145,940.
TARGET CORP	45,338.	45,338.	139,640.
TENNECO AUTOMOTIVE INC	14,603.	7,703.	10,580.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TEXAS ROADHOUSE	9,196.	4,899.	15,732.
BAYER AG ADR		19,475.	19,023.
UNITED TECNOLOGIES CORP	110,925.	110,925.	307,650.
VERIZON COMM INC	171,664.	171,664.	279,200.
WAL MART STORES	19,416.	15,655.	438,120.
WASTE MGMT INC	216,154.	216,154.	596,430.
WELLS FARGO	249,678.	307,954.	435,436.
WESBANCO INC	8,789.	6,171.	9,408.
ACCENTURE PLC	125,350.	125,350.	566,450.
AIR LIQUIDE	30,823.	26,750.	29,000.
ALLIANZ SE A D R	31,418.	31,418.	33,811.
ARM HLDGS PLC	14,901.	25,322.	37,955.
ATLAS COPCO AB	14,740.	14,740.	19,166.
B G GROUP P L C	31,545.		
BUNGE LIMITED	17,316.	25,371.	22,654.
CANADIAN NATL RY	17,914.	17,914.	26,459.
CISCO SYSTEMS INC		51,532.	51,642.
CSL LIMITED A D R	13,048.	8,910.	24,282.
DASSAULT SYSTEMS SA	27,383.	23,646.	49,216.
DBS GROUP HLDS	16,890.	23,291.	23,181.
FANUC LTD	28,052.	44,970.	51,586.
FRESENIUS MED CARE	14,587.	14,587.	21,785.
ICICI BANK LIMITED	24,241.		
IMPERIAL OIL	24,346.		
ITAU UNIBANCO HOLDING	22,908.	18,496.	17,492.
JGC CORP	28,149.	28,149.	12,646.
LOREAL CO	22,720.	22,720.	35,913.
LVMH MOET HENNESSY LOU VUITT	11,431.	11,647.	12,470.
MTN GROUP LTD	20,519.	20,519.	10,753.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NESTLE SA SPONSORED	35,367.	35,367.	49,942.
NOVO NORDISK AS	24,990.		
ROCHE HLDG LTD	24,744.	37,142.	50,348.
SAP AG	25,599.	25,599.	37,060.
SASOL LTD	9,116.	16,340.	11,445.
SCHLUMBERGER LTD	21,977.	28,317.	30,367.
SCHNEIDER ELECT	24,549.		
SONOVA HOLDING	10,174.	10,174.	14,323.
UMPQUA HOLDINGS CORP		18,302.	17,791.
TAIWAN SEMICONDUCTOER	33,203.	30,497.	55,503.
MIDCAP SPDR TRUST SERIES		87,976.	136,115.
TURKIYE GARANTI BANKASI	25,042.	25,042.	12,818.
UNICHARM CORP	22,565.		
UNILEVER PLC	17,094.	17,094.	23,332.
WPP PLC SPONSORED	27,185.	27,185.	41,808.
ALLETTE INC		22,602.	29,019.
AMERICAN AXLE & MFG	8,737.	10,259.	14,292.
AMERICAN STATES WATER CO	7,700.		
AZZ INCORPORATED	11,320.	10,463.	18,714.
BRANDYWINE REALTY	13,424.		
CHEMICAL FINANCIAL CORP	8,143.	8,578.	13,574.
CHESAPEAKE UTILITIES CORP		7,762.	8,074.
DELEK US HOLDINGS INC		11,689.	7,226.
MARATHON PETROLEUM CORP	91,388.		
IDACORP INC		4,551.	4,637.
MILLER HERMAN INC		19,493.	20,325.
P P G INDS	108,693.	54,346.	124,980.
PRIMORIS SERVICES CORP	12,557.	12,468.	14,652.
PRIVATEBANCORP INC		12,933.	14,882.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TEAM HEALTH HOLDINGS INC		26,438.	20,904.
SWIFT TRANSPORTATION	12,211.	12,346.	16,057.
AIA GROUP	32,149.	32,149.	47,962.
ANHEUSER BUSH	15,421.		
SYSMEX CORP UNSPON	18,656.	7,900.	28,017.
ABBVIE INC	28,666.	28,666.	61,910.
AFLAC INC	49,790.	49,790.	72,160.
BOYD GAMING CORPORATION		21,678.	22,374.
CATALANTIC GROUP INC		20,586.	17,254.
CAPITAL ONE FINANCIAL CORP		182,777.	158,775.
CNO FINANCIAL	17,292.	8,907.	13,427.
ELECTRONICS FOR IMAGING	11,948.	11,948.	22,036.
FIRSTMERIT CORP	22,499.		
GRAPHIC PACKING HLDG	11,407.	14,806.	21,193.
HILLTOP HOLDINGS	15,517.	13,245.	17,506.
LITHIA MOTORS INC	9,235.		
MADDEN STEVEN LTD	16,661.	3,404.	3,623.
FNB CORP		15,738.	15,713.
HUNTSMAN CORP		15,599.	16,127.
MICROSEMI CORP	13,900.	12,425.	20,360.
NEOPHOTONICS CORP		11,283.	8,644.
PENNYMAC MTG INV	14,863.		
OMNICELL INC		18,403.	21,839.
PACCAR INC		54,941.	51,870.
PARSLEY ENERGY INC		19,570.	20,295.
STEELECASE INC		11,190.	8,373.
SINCLAIR BROADCAST GROUP	14,034.	13,919.	21,380.
STARBUCKS	84,472.	84,472.	171,360.
WOLVERINE WORLD WIDE INC		13,553.	13,879.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
THOR INDUSTRIES INC	15,771.	13,370.	23,306.
FABRINET		12,749.	20,602.
GRIFOLS SA ADR		12,351.	11,769.
WABASH NATL CORP	10,521.		
GRUPO TELEVISA SA SPON ADR		11,651.	11,275.
YAHOO INC	50,895.		
KUBOTA LTD ADR		13,745.	12,327.
BAIDU COM INC	29,880.	48,728.	47,894.
BANCO BILBAO VIZCAYA	19,725.	19,725.	11,118.
BAYERISCHE MOTOREN WERKE	26,000.	26,000.	18,798.
HONG KONG EXCHANGES	6,055.		
SVENSKA HANDELSBANKEN	10,707.		
AMN HEALTHCARE SVCS	10,644.	10,341.	23,502.
AMSURG CORP	16,361.		
ARRIS GROUP	20,971.	25,351.	16,726.
BLOOMIN BRANDS INC		27,498.	24,982.
BOISE CASCADE	23,963.	20,485.	15,239.
BRUNSWICK CORP	23,744.		
CR BARD	120,705.	96,564.	470,320.
EMERGENT BIOSOLUTIONS INC	11,873.	14,707.	16,225.
DREW INDUSTRIES INC		9,107.	13,065.
GRAND CANYON EDUCATION	24,573.	26,801.	23,393.
HORACE MANN EDUCATORS	9,757.	9,757.	10,340.
GRANITE CONSTRUCTION INC		17,244.	21,363.
GREAT WESTERN BANCORP		19,578.	21,006.
GULFPORT ENERGY CORP		18,202.	20,444.
KORN FERRY INTL	20,312.	17,187.	13,807.
LA Z BOY INC	19,077.	19,077.	20,392.
LAKELAND FINANCIAL	6,473.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MENTOR GRAPHICS CORP	19,726.		
NEW JERSEY RESOURCES CORP		8,167.	10,601.
RADIAN GROUP	27,651.	27,651.	17,922.
RYMAN HOSPITALITY PROP	16,962.	21,440.	21,982.
PRUDENTIAL FINANCIAL INC		89,327.	71,340.
SUPERNUS PHARMACEUTICALS INC		17,699.	20,818.
SUMMIT HOTEL PORPERTIES	13,569.		
SYNAPTICS INC	14,192.		
ALFA LAVAL AB ADR		13,122.	13,144.
ANHEUSER BUSCH INBEV NV ADR		15,421.	27,653.
BBA AVIATION PLC		6,196.	6,214.
COLOPLAST AS ADR		12,267.	12,478.
UNITED HEALTH GROUP	50,475.	50,475.	98,840.
VCA INC	11,301.	13,836.	27,179.
WESTERN ALLIANCE BANCORP	18,227.	18,215.	30,658.
WILSHIRE BANCORP	18,642.	11,195.	11,431.
WINTRUST FINL CORP	23,703.	20,682.	24,939.
EAGLE BANCORP		15,770.	16,694.
FUCHS PETROLUB	16,869.	16,869.	13,760.
MITSUBISHI ESTATE	18,591.	18,591.	11,416.
MONOTARO CO	6,114.	6,114.	17,144.
SANDS CHINA LTD	30,936.		
SYMRISE AG UNSPON	13,588.	13,588.	16,968.
SLEMP CEMETERYN TURKEY COVE	1.		
ACADIA HEALTHCARE CO	18,694.	27,970.	26,924.
AIR METHODS CORP	19,202.		
AKORN INC	15,714.		
AMAG PHARMACEUTICALS INC	15,013.	22,791.	14,759.
AMERICAN AIRLINES GROUP INC	49,326.	49,326.	28,310.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ARCBEST CORP	13,224.		
BANK OF AMERICA CORP	34,320.	52,485.	39,810.
BIG LOTS INC	19,239.	17,469.	20,395.
CARRIZO OIL & GAS INC	17,208.	19,015.	18,857.
CBS CORP CLASS B	53,790.	53,790.	54,440.
DEPOMED INC	17,025.	21,125.	23,976.
EURONET WORLDWIDE INC	18,665.	10,370.	14,807.
FORUM ENERGY TECHNOLOGIES	13,399.		
GILEAD SCIENCES INC	52,019.	52,019.	41,710.
GLOBUS MED INC A	9,678.	23,395.	21,447.
GREENBRIER COS INC	14,775.		
ICONIX BRAND GROUP IN	19,720.		
INSYS THERAPEUTICS INC	10,914.		
INTEGRATED DEVICE TECHNOLOGY I	17,771.	18,328.	20,734.
IRIDIUM COMMUNICATION INC	21,932.	20,163.	16,881.
LANNETT CO INC	21,927.		
MACYS INC	87,983.	147,978.	100,830.
MERITAGE HOMES CORP	17,283.		
MICROSOFT CORP	43,996.	98,999.	102,340.
MOLINA HEALTHCARE INC	14,231.	25,218.	19,810.
NATIONAL PENN BACSHARES INC	13,307.		
OASIS PETROLEUM INC	13,416.		
ORBITAL ATK INC	8,394.	13,294.	25,116.
PIER 1 IMPORTS INC	13,143.		
PLANTRONICS INC	15,344.		
RAYHEON COMPANY	99,040.	99,040.	135,950.
RYLAND GROUP INC	22,234.		
SCANSOURCE INC	11,962.	10,673.	9,797.
SKYWEST INC	9,107.	10,649.	17,093.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SPLUNK INC	60,510.		
STAMPS COM INC	12,303.	12,218.	17,834.
STERIS CORP	19,678.	13,310.	12,306.
SUPER MICRO COMPUTER INC	20,295.	23,752.	19,085.
TESSERA TECHNOLOGIES INC	19,514.	26,806.	21,785.
TEXAS INSTRUMENTS INC	46,940.	46,940.	62,650.
TRUEBLUE INC	9,960.		
US CONCRETE INC	11,135.	12,244.	19,308.
WEB COM GROUP INC	11,297.	21,552.	17,307.
WELLCARE HEALTH PLANS INC	14,498.		
ZUMIEZ INC	10,939.		
HELEN OF TROY CORP LTD	13,126.		
HORIZON PHARMA PLC	9,227.		
KONE OYJ B UNSPONSORED ADR	18,330.	11,931.	11,957.
LINDE AG ADR	13,624.	19,486.	15,527.
SHIRE PLC ADR	11,671.		
DUPONT FABROS TECHNOLOGY	15,137.		
DPR PROPERTIES	19,543.		
KITE REALTY GROUP TRUST	18,064.		
WHOLE FOODS MKT INC	38,100.		
BURNING TREE CLUB CORP	1.	1.	1.
COHERENT INC	18,035.	13,842.	20,192.
NASPERS LTD N SPON ADR		23,503.	29,299.
ROYAL DUTCH SHELL ADR		35,028.	42,728.
TENARIS SA ADR		12,645.	13,843.
TRANSCANADA CORP		51,124.	58,786.
PARK24 CO LTD SPN ADR		15,257.	19,204.
BRANDYWINE REALTY TRUST		15,937.	24,125.
COLUMBIA PROPERTY TRUST INC		22,678.	22,406.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
DUPONT FABROS TECHNOLOGY		14,304.	23,818.
EPR PROPERTIES		21,143.	28,238.
KITE REALTY GROUP TRUST		17,973.	19,649.
RED ROBIN GOURMET BURGERS		13,767.	10,245.
TOTALS	9,166,698.	9,072,887.	17,305,366.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GEN ELEC CAP 5.625	99,896.	99,896.	105,685.
BOTTLING GROUP 5.125	105,644.	105,644.	109,744.
CISCO SYSTEMS 4.450	198,724.	198,724.	220,912.
BECTON DICKINSON 3.250	239,673.	239,673.	262,783.
DOVER CORP 4.300	259,310.	259,310.	276,865.
TOYOTO MOTOR CREDIT CORP	205,366.	205,366.	215,220.
BAXTER INTERNATIONAL 2.40	99,746.		
GENERAL DYNAMICS CORP 2.250	98,437.	98,437.	102,224.
WALT DISNEY COMPANY 2.350	100,314.	100,314.	103,385.
GENERAL ELEC CAP CORP 3.10	101,499.	101,499.	106,821.
ORACLE CORP	95,336.	95,336.	102,355.
ANHEUSER BUSCH INBEV	204,184.	204,184.	215,420.
BANK OF NY MELLON CORP 2.15 2/		100,095.	101,946.
COCA COLA CO 1.875 10/27/20		101,945.	102,204.
APPLE INC 2.15 2/09/22		100,562.	101,917.
BERKSHIRE HATHAWAY FIN 3.00	199,640.	199,640.	213,672.
EMERSON ELECTRONIC CO 2.625 2/		98,217.	103,674.
CATERPILLER FINANCIAL SE 3.25		99,706.	107,203.
VISA INC 3.15 12/14/25		104,982.	106,911.
ASTRAZENECA PLC 1.95 9/18/19		100,176.	101,660.
BANK OF NOVA SCOTIA 2.80 7/21/		100,229.	104,324.
TOTALS	2,007,769.	2,713,935.	2,864,925.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ISHARES BARCLAYS TIPS BOND	C	314,397.	314,397.	338,343.
ISHARES 1 3 YEAR TREASURY BOND	C	296,083.	546,161.	549,802.
PIMCO TOTAL RETURN FD	C	559,716.		
SPDR GOLD	C	98,267.	98,267.	126,470.
NUVEEN STRATEGIC INCOME I	C	400,000.	400,000.	369,745.
ISHARES MSCI EMERGING MKTS	C	425,117.	425,117.	352,190.
MIDCAP SPDR TR	C	170,736.		
ISHARES CORE TOTAL US BOND	C	264,229.	363,827.	382,891.
ISHARES IBOXX INVESTMENT GRADE	C	155,882.	155,882.	158,328.
ISHARES S P U S PREFERRED	C	178,007.	178,007.	178,508.
DOUBLEOINE TOTAL RET BD I	C		400,000.	403,787.
TOTALS		2,862,434.	2,881,658.	2,860,064.

FORM 990PF, PART II - DEFERRED REVENUE

DESCRIPTION		ENDING BOOK VALUE
DUPONT FABROS TECHNOLOGY		85.
RYMAN HOSPITALITY PROPERTIES		69.
	TOTALS	154.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: U.S. BANK, N.A.

ADDRESS: P.O. BOX 1118, ML: CN-OH-W10X
CINCINNATI, OH 45201-1118

TELEPHONE NUMBER: (513)762-8878

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
NANCEY E. SMITH
ADDRESS:
P.O. BOX 5208
CINCINNATI, OH 45201
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 12,573.

OFFICER NAME:
MELISSA SMITH JENSEN
ADDRESS:
P.O. BOX 5208
CINCINNATI, OH 45201
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 12,573.

OFFICER NAME:
JAMES C. SMITH
ADDRESS:
P.O. BOX 5208
CINCINNATI, OH 45201
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 12,573.

OFFICER NAME:
PAMELA S ORCUTT
ADDRESS:
P.O. BOX 5208
CINCINNATI, OH 45201
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 12,572.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MARY ANNA EDMONDS
ADDRESS:
P.O. BOX 5208
CINCINNATI, OH 45201
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 12,572.

TOTAL COMPENSATION: 62,863.

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
THE SLEMP FOUNDATION
ADDRESS:
C/O U.S BANK, N.A. P.O. 5208 ML: CN-OH-W7PT
CINCINNATI, OH 45201-5208
RECIPIENT'S PHONE NUMBER: 513-762-8878
FORM, INFORMATION AND MATERIALS:
APPLICATIONS FOR THE SCHOLARSHIPS & GRANT INSTRUCTIONS ARE AVAILABLE ON THE FOUNDATION'S WEBSITE
SUBMISSION DEADLINES:
SCHOLARSHIPS 10/15 FOR NEXT FALL SEMESTER, GRANTS HAVE NO DEADLINE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
CHARITABLE GRANTS MUST BENEFIT THE RESIDENTS OF LEE OR WISE COUNTIES, VIRGINIA. SCHOLARSHIP RECIPIENTS MUST BE A RESIDENT OF LEE OR WISE COUNTY, VIRGINIA; OR A DESCENDANT OF A RESIDENT, THEREOF.

SLEMP FOUNDATION
31-6025080
ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	35,000.00	CHARITABLE CONTR- MEMORIAL CONCERT SERIES 2016/2017
HOSPICE SUPPORT SERVICES OF THE LENOWISCO AREA 1911 NEELEY ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- OPERATING FUNDS GRANT
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	30,000 00	CHARITABLE CONTR- PUBLIC SCHOOL PROGRAMS WISE COUNTY
FRIENDS OF THE SOUTHWEST VA MUSEUM P O BOX 294 BIG STONE GAP, VA 24219	NONE	PUBLIC	12,000.00	CHARITABLE CONTR- 2016 GATHERING IN THE GAP FESTIVAL
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	2,000 00	CHARITABLE CONTR- SUMMER CAMP SCHOLARSHIPS
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	7,900.00	CHARITABLE CONTR- APPLIANCES FOR REMODELED OFFICE SPACE
WILLIAM KING MUSEUM OF ART P O BOX 2256 ABINGDON, VA 24212-2256	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- VAN GOUGH OUTREACH PROGRAM

SLEMP FOUNDATION
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ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
SEMINARY METHODIST CHURCH 1322 SHAWNEE AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	1,000.00	CHARITABLE CONTR- CHRISTMAS OUTREACH
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	18,750.00	CHARITABLE CONTR- JOHN FOX JR MUSEUM STRUCTURAL REPAIRS
EASTSIDE HIGH SCHOOL P O BOX 2036 COEBURN, VA 24230	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- SPRING MUSICAL PRODUCTION
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	30,000 00	CHARITABLE CONTR- C BASCOM SLEMP FUND FOR UNDERGRAD RESEARCH
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	8,023.00	CHARITABLE CONTR- FIRE ESCAPE AT JUNE TOLLIVER HOUSE
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	21,255 57	CHARITABLE CONTR- JUNE TOLLIVER HOUSE REPAIRS
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	7,066.00	CHARITABLE CONTR- LEE & WISE COUNTY 5TH & 8TH GRADERS OUTING

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
LONESOME PINE ARTS AND CRAFTS, INC P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	5,006 36	CHARITABLE CONTR- SOUND SYSTEM UPGRADES
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	6,450 00	CHARITABLE CONTR- FENCING AT JOHN FOX JR MUSEUM
SEMINARY METHODIST CHURCH 1322 SHAWNEE AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	1,680 00	CHARITABLE CONTR- CHURCH PARING LOT REPAIRS
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATON 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	102,416.10	CHARITABLE CONTR- CHARITABLE CONTRIBUTION
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATON 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	30,000 00	CHARITABLE CONTR- BUCCANEER SCHOLARSHIP FUND MATCHING GIFT
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- ADULT VOLUNTEER LEADER SUPPORT

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	3,000.00	CHARITABLE CONTR- BOOKS, LITERATURE, UNIFORMS AND PROGRAM MATERIALS
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	20,000.00	CHARITABLE CONTR- LEE COUNTY COMMUNITY PROGRAMMING
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	10,000.00	CHARITABLE CONTR- 4-H ACTIVITIES FOR YOUTH LEE COUNTY 2016
DRYDEN METHODIST CHURCH P O BOX 57 DRYDEN, VA 24243	NONE	PUBLIC	3,000 00	CHARITABLE CONTR- CRUSADERS & FRIENDS HELPING DRYDEN ELEMENTARY
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	8,500.00	CHARITABLE CONTR- 4-H ACTIVITIES FOR YOUTH WISE COUNTY 2016
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATON 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	298,842.30	CHARITABLE CONTR- STOCK CONTRIBUTION SEE STATEMENTS ATTACHED
TOTAL CHARITABLE CONTRIBUTIONS			691,889.33	

THE SLEMP FOUNDATION

31-6025080 TAX YEAR: 6/30/2016

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION

PROPERTY CONTRIBUTED:
500.000 SHARES CR BARD INC COMMON STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$24,141 07

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
500.000 SHARES @ $195.76 PER SHARE = $97,880 00

DATE OF GIFT:
OCTOBER 20, 2015

THE SLEMP FOUNDATION

31-6025080 TAX YEAR: 6/30/2016

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION

PROPERTY CONTRIBUTED:
1,250 000 SHARES EXXON MOBILE CORP COMMON STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$461.51

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
1,250.000 SHARES @ $80 99 PER SHARE = $101,237 50

DATE OF GIFT:
OCTOBER 20, 2015

THE SLEMP FOUNDATION

31-6025080 TAX YEAR· 6/30/2016

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION

PROPERTY CONTRIBUTED:
1,060 000 SHARES INTUIT INC COMMON STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$22,623.79

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
1,060.000 SHARES @ $94 08 PER SHARE = $99,724.80

DATE OF GIFT:
OCTOBER 20, 2015

SLEMP FOUNDATION
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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
ANDREW L AYERS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AARON RUSSELL FEE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ABIGAIL LEE WHITAKER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AFTYN M WOODARD	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ALEXANDER DOMINGO CASTRO	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ALEXIS SHAE GRIMES	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AMBER LEIGH ROBINSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANDREW B HAMILTON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANDREW CHANCE JONES	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANDREW CODY GILLIAM	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANGELA O'RION CALDWELL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANNA C HUBBARD	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ANNA G CLARK	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
APRIL MICHELLE FELLOWS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ASHLEY CHRISTOPHER WARD	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ASHLEY GRIDER SMITH	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AUSTIN DAVID FALIN	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AUSTIN NICHOLAS BROOKS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AUTUMN B MEADE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
AUTUMN GOLDA PORTER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BAILEY C HELBERT	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BETHANY SUZANNE WARD	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BRADLEY RYAN MILGRAM	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BREANNA F KELLY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BRIANNA R CHILDRESS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BRITTANY L BARNES	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
BRITTANY V RATLIFF	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CAITLIN E ADKINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CAITLIN ROBERTS MULLINS	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CARALINE B MCDOWELL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CATHERINE H ROBINSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CHANNING T WEST	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CHELSEA L RASNIC	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CHRISTIAN BEAU CHISENHALL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
CHRISTIAN L COOMER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
COLSTON E POLLY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DAKOTA B ICENHOUR	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DANIEL CHARLES EDWARDS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DANIELLE D HUTCHISON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
DAVID LEE COLLIER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DEANGELA V. STIDHAM	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DONALD HERRON III	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DUSTYN TAYLOR LIVESAY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
DYLAN MICHAEL WILLIAMS	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ELIZABETH G HILDEBRAND	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
EMILEA J STAWICKI	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
EVAN M CLARK	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
FALLON E MULLINS	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
FALLON N MEADE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
FRANKLIN L HOPSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
GABRIEL ALVIN VAUGHAN	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
GABRIEL LEE DILLON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
GILLIAN LEIGH JESSEE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
GREGORY SCOTT FIELDS JR	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HALEY ALEXANDRA MEADE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HALEY ANN POPE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HALEY BROOKE ANDERSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HALEY ELIZABETH STANLEY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HALEY S RASNIC	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HANNAH ELIZABETH COLLINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HAYLEY D WYRICK	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HEATHER F WELCH	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
HUNTER DONN HERALD	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ISAAC JAMES MILLER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JAIME ABBYGAYLE GORDON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JARED NATHANIEL WEBB	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JASMINE N MITCHELL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JESSALYN G MULLINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JESSEE P HAGAN	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JESSICA HOPE CRABTREE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JOHN DAVID POE	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JOHN LUCAS BOST	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JOSEPH S BRIGHT II	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JOSHUA MACK JESSEE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JOY N MITCHELL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
JULIA L STURGILL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KAITLIN TAYLOR MEADE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KARA ELIZABETH DOTTEN	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
KASSIDY N ELDRIDGE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KATHERINE M NELSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KATLYN J MULLINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KAYLA N DEUR	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KELSEY R WEBB	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KOBE ALLEN LAWSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KODY H GARDNER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
KRISTEN R OSBORNE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LAKIN MCKENZIE HOBBS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LANCE ERIC DOZIER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LAURA E GIPE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LAUREN K RINER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LILLIAN FAITH BRIGHT	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LORA BETH NEELEY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
LUKE DONALD ROUKER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MADISON BROOKE NIECE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MAKAYLA D CASTLE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MARK B MULLINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MARY MORGAN GASTON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MATTHEW D LYNESS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MEGAN AIMILEE BRIGHT	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MEGAN N ROOP	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MELODIE BREANE KISER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MICHAELA BROOKE INGLE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MITCHELL S MINAHAN	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
MOLLY D SLEMP	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
NATHANIEL C MARSHALL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
OLIVIA MADISON DAVIS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
RACHEL MORGAN LYALL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ROBERT MAXWELL SHULER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
RYAN P PORTER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SAMANTHA WILLIAMS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SAMMUEL DILLON HARTLEY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SARA DAWN SHORES	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SARAH ANN BURKE	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SARAH E BEAUCHAMP	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SARAJAYNE F VANOVER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SAVANNAH AUTUMN RASNIC	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SAVANNAH KATELYN ALLEN	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
SHAUGHNESSY LAUREL BRIGHT	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SIERRA G COMBS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
STACI NICOLE FRALEY	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
STEPHEN L SAUCIER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
STEVEN JAMES HALL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
SYDNEY A SKINNER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
TABATHA BROOKE BARKER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
TAYLOR DANIELLE GIBSON	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
TIFFANY NICHOLE ABSHER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
TYLER D ROBBINS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
VICTORIA R COUNTISS	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
VIRGINIA GRACE CARTER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
WILLIAM R PALMER	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ZANE MATTHEW STURGILL	NONE	N/A	2,500	TUITION PAYMENT- SCHOLARSHIPS AWARDED
ZACHARY DRESCH	NONE	N/A	1,250	TUITION PAYMENT- SCHOLARSHIPS AWARDED
			315,000	