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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

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
BUILDING HEALTHY LIVES FOUNDATION

A Employer identification number
30-0214078

Number and street (or P O box number if mail is not delivered to street address) Room/suite
625 EDEN PARK DRIVE SUITE 200

B Telephone number (see instructions)
(513) 419-6587

City or town, state or province, country, and ZIP or foreign postal code
CINCINNATI, OH 45202

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)*▶$ 44,064,970

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)	51,751			
	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	893,223	893,223		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,300,968			
	b	Gross sales price for all assets on line 6a 11,325,951				
	7	Capital gain net income (from Part IV, line 2)		1,300,968		
	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)	908	0		
	12	**Total.** Add lines 1 through 11	2,246,850	2,194,191		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	384,865	0		237,919
	14	Other employee salaries and wages	346,375	0		327,513
	15	Pension plans, employee benefits	202,005	0		132,559
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	10,653	0		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	21,435	0		0
	19	Depreciation (attach schedule) and depletion	20,045	0		
	20	Occupancy				
	21	Travel, conferences, and meetings	4,782	0		2,853
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,013,884	69,183		1,894,149
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,004,044	69,183		2,594,993
	25	Contributions, gifts, grants paid	244,148			244,148
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,248,192	69,183		2,839,141
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,001,342			
	b	**Net investment income** (if negative, enter -0-)		2,125,008		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	94,738	37,260	37,260
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 32,186			
		Less allowance for doubtful accounts ▶	36,258	32,186	32,186
	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	610	700	700
	9	Prepaid expenses and deferred charges	36,494	56,317	56,317
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	38,485,871	37,589,329	43,664,419
	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)			
	14	Land, buildings, and equipment basis ▶ 331,891			
		Less accumulated depreciation (attach schedule) ▶ 282,536	53,118	49,355	49,355
	15	Other assets (describe ▶)	254,212	224,733	224,733
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	38,961,301	37,989,880	44,064,970
Liabilities	17	Accounts payable and accrued expenses	42,843	37,435	
	18	Grants payable	16,334	13,000	
	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 ▶)	272,751	311,414	
	23	**Total liabilities**(add lines 17 through 22)	331,928	361,849	
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	38,597,582	37,498,012	
	25	Temporarily restricted	31,791	130,019	
	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			
	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)	38,629,373	37,628,031	
	31	**Total liabilities and net assets/fund balances** (see instructions)	38,961,301	37,989,880	

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	38,629,373
2	Enter amount from Part I, line 27a	2	-1,001,342
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	37,628,031
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	37,628,031

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	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			(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	
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	1,300,968
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))
2015	2,795,344	44,855,715	0 062319
2014	2,807,362	46,966,402	0 059774
2013	2,863,455	45,227,272	0 063313
2012	2,612,707	42,007,483	0 062196
2011	2,576,889	42,868,934	0 060111

2	**Total** of line 1, column (d)	2	0 307713
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 061543
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	42,024,043
5	Multiply line 4 by line 3	5	2,586,286
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	21,250
7	Add lines 5 and 6	7	2,607,536
8	Enter qualifying distributions from Part XII, line 4	8	2,839,141

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	21,250
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	21,250
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	21,250
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	38,513		
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	38,513
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	17,263
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 17,263	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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		
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 2016 or the taxable year beginning in 2016 (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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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?	13	Yes	

Website address ▶WWW clevercrazes COM

14 The books are in care of ▶DIANNE DUNKELMAN Telephone no ▶(513) 419-6587

Located at ▶625 EDEN PARK DRIVE SUITE 200 CINCINNATI OH ZIP+4 ▶45202

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

			Yes	No
16	At any time during calendar year 2016, 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		No
	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 ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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 2016?.	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?. ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016).*	3b		
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 2016?	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)?		**5b**	
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**	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?		**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	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	**(e)** Expense account, other allowances
See Additional Data Table				

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	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
KATHERINE KATRAK 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	ANALYTICS MANAGER 40 00	92,584	22,602	0
PHOEBE D PARDO 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	EDUCATION & CREATIVE 40 00	75,181	26,248	0
THOMAS A MANNER 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR OF FINANCE 40 00	75,792	24,280	0
GABRIELLA E SCACCHETTI 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	CURRICULUM EDITOR & 40 00	52,862	10,977	0
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
CUSTOMIZED COMMUNICATIONS 3407 AVENUE E EAST ARLINGTON, TX 76011	PRODUCE AND PRINT MATERIALS TO DISTRIBUTE IN TEACHER FREE STORES	1,217,300
TURNSTYLE CREATIVE LLC 910 PLUM ST CINCINNATI, OH 45202	WEBSITE MAINTANACE & ACTIVITY DEVELOPMENT	194,750
DALE LAMSONINC 651 E PASEO EL MIRANDO PALM SPRINGS, CA 92262	GRAPHIC DESIGN FOR WEBSITE AND PRINTED MATERIALS FOR DISTRIBUTION	100,000
I SYSTEMS 7905 BLACKHAWK COURT SUITE B WEST CHESTER, OH 45069	COMPUTER (IT) CONSULTANT & COMPUTER EQUIPMENT PURCHASES	84,876
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 The Foundation is focused enhancing the education, fitness, critical thinking ability, health, well-being and personal safety of children and their families Additionally, the purpose of the Foundation is to educate the public about issues related to improving their personal well-being	2,594,993
2 Contributions and Sponsorships	244,148
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	40,359,073
b	Average of monthly cash balances.		1b	2,304,930
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	42,664,003
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e 0		
2	Acquisition indebtedness applicable to line 1 assets.		2	0
3	Subtract line 2 from line 1d.		3	42,664,003
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	639,960
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	42,024,043
6	**Minimum investment return.** Enter 5% of line 5.		6	2,101,202

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	2,101,202
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 21,250		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	21,250
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	2,079,952
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	2,079,952
6	Deduction from distributable amount (see instructions).		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	2,079,952

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	2,839,141
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,839,141
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	21,250
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	2,817,891

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					2,079,952
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	262,493				
b From 2012.	559,463				
c From 2013.	662,679				
d From 2014.	520,826				
e From 2015.	629,210				
f Total of lines 3a through e.		2,634,671			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 2,839,141					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2016 distributable amount.					2,079,952
e Remaining amount distributed out of corpus		759,189			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,393,860			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		262,493			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		3,131,367			
10 Analysis of line 9					
a Excess from 2012.	559,463				
b Excess from 2013.	662,679				
c Excess from 2014.	520,826				
d Excess from 2015.	629,210				
e Excess from 2016.	759,189				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				244,148
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities. . . .			14	893,223	
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	1,300,968	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISCELLANEOUS			01	908	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		2,195,099	0

13 Total. Add line 12, columns (b), (d), and (e). 13 2,195,099

(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)

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

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

****** | 2017-06-28 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
GREGORY A DEYHLE		2017-06-28		P00341594
Firm's name ▶ MELLOTT & MELLOTT PLL				Firm's EIN ▶31-6063298
Firm's address ▶ 312 WALNUT STREET - SUITE 2500 CINCINNATI, OH 452024025				Phone no (513) 241-2940

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
500 SHS ISHARES 1-3 YEAR CREDIT BOND ETF CSJ	P		
13650 SHS ISHARES 1-3 YEAR CREDIT BOND ETF CSJ	P		
4575 SHS ISHARES INTERM CREDIT BOND ETF CIU	P		
231481 SHS LORD ABBETT SHOR DUR INCOME FD CL I LLDYX	P		
7000 SHS SPDR S&P DIVIDEND ETF IV SDY	P		
2000 SHS SPDR S&P 400 ETF IV MDY	P		
18725 SHS ISHARES CORE US ETF AGG	P		
3600 SHS ISHARES S&P SMALL CAP 600 GRTH ETF IJT	P		
7395 SHS ISHARES S&P 500 GROWTH ETF IV IVW	P		
9296 ISHARES MSCI MARKETS MINVOL ETF EEMV	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
52,741		52,505	236
1,438,954		1,422,270	16,684
500,629		467,923	32,706
999,950		1,042,955	-43,005
564,039		379,331	184,708
523,800		153,083	370,717
2,103,142		1,883,107	220,035
407,314		479,205	-71,891
760,183		751,341	8,842
461,536		426,246	35,290

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	
			236
			16,684
			32,706
			-43,005
			184,708
			370,717
			220,035
			-71,891
			8,842
			35,290

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7105 SHS ISHARES EDGE MSCI MIN VOL EAFE ETF EFAV	P		
2160 SHS SPDR S&P 500 ETF IV SPY	P		
4680 SHS ISHARES COHEN AND STEERSREIT ETF ICF	P		
11910 SHS POWERSHARES S&P 500 LOW VOLAT ETF SPLV	P		
11585 SHS ISHARES EDGE MSCI MIN VOL USA ETF USMV	P		
33200 SHS ISHARES S&P GSCI COMMODITY INDXD ETF GSG	P		
11000 SHS ISHARES MSCI PACIFIC EX JAPAN ETF EPP	P		
Capital Gains Dividends	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
470,758		462,544	8,214
429,786		202,195	227,591
488,200		455,607	32,593
485,204		445,773	39,431
513,776		446,136	67,640
457,633		495,648	-38,015
434,592		459,114	-24,522
233,714			233,714

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	
			8,214
			227,591
			32,593
			39,431
			67,640
			-38,015
			-24,522
			233,714

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DIANNE DUNKELMAN 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	PRESIDENT 40 00	384,865	51,950	7,938
Patricia Smitson 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0
LORRENCE KELLAR 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	SECRETARY/TREASURER 2 00	0	0	0
GUY M HILD 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0
SANDRA LOBERT 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 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*				
21ST CENTURY LIGHTHOUSE CARROLL COUNTY MIDDLE SCHOOL 405 5TH ST CARROLLTON, KY 41008		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
4C FOR CHILDREN 2100 SHERMAN AVE 300 CINCINNATI, OH 45212		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	850
AMERICAN CANCER SOCIETY 2808 READING ROAD CINCINNATI, OH 45206		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,500
AMERICAN HEART ASSOCIATION PO BOX 163549 COLUMBUS, OH 43216		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	7,500
AMERICAN RED CROSS 2111 DANA AVENUE CINCINNATI, OH 45207		PUBLIC CHARITY	GENERAL CHARITABALE PURPOSE	10,000
ARCHITECTURAL FOUNDATION OF CINCINNATI 811 RACE STREET CINCINNATI, OH 452022041		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
ART WORKS 20 E CENTRAL AVENUE CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	150
ARTSWAVE 20 EAST CENTRAL PARKWAY SUITE 200 CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	10,000
ASSOCIATION OF VOLUNTEERS THE 823 LEXINGTON AVE TERRACE PARK, OH 45174		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	175
BETHESDA FOUNDATION 10500 MONTGOMERY ROAD CINCINNATI, OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	260
BREAST CANCER ORG 7 EAST LANCASTER AVE 3RD FLOOR ARDMORE, PA 19903		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
C A GRAY JR HIGH SCHOOL 812 11TH AVENUE NW MOULTRIE, GA 317683010		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
CENTRAL CLINIC 311 ALBERT SABIN WAY CINCINNATI, OH 45229		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,000
CENTRAL MIDDLE SCHOOL 13200 PEARL ROAD STRONGSVILLE, OH 44136		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	750
CET 1223 CENTRAL PARKWAY CINCINNATI, OH 45214		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	10,000
Total . . . . ▶ **3a**				244,148

Form 990PF Part XV Line 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*				
CHARLES WHITE ELEMENTARY SCHOOL 2401 WHILSHIRE BLVD LOS ANGELES, CA 90057		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,200
CINCINNATI ARTS ASSOCIATION 625 WALNUT STREET CINCINNATI, OH 452022517		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
CINCINNATI ASSOCIATION FOR THE BLIND AND VISUALLY IMPAIRED 2045 GILBERT AVENUE CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	7,500
CINCINNATI BALLET 1555 CENTRAL PARKWAY CINCINNATI, OH 45214		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	23,835
CINCINNATI CHRISTIAN SCHOOLS 7350 DIXIE HIGHWAY FAIRFIELD, OH 45014		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
CINCINNATI FLOWER SHOW 900 ADAMS LANDING SUITE 13200 CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
CINCINNATI HORTICULTURAL SOCIETY 5099 SIGNAL HILL LANE CINCINNATI, OH 45244		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	42
CINCINNATI OPERA 1243 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	400
CINCINNATI PARKS FOUNDATION 950 EDEN PARK DRIVE CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	350
CINCINNATI POLICE FOUNDATION 105 EAST FOURTH ST SUITE 300 CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI, OH 45219		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	5,200
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE CLEVELAND, OH 44195		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	75,000
COMMUNITY MATTERS 2110 SAINT MICHAEL STREET CINCINNATI, OH 45204		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
Total . . . . ▶ **3a**				244,148

Form 990PF Part XV Line 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*				
COMMUNITY SHARES 103 WILLIAM H TAFT ROAD CINCINNATI, OH 45219		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	50
CONTEMPORARY ARTS CENTER 44 EAST 6TH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	6,250
DEKALB PATH ACADEMY 3007 HERMANCE DRIVE ATLANTA, GA 30319		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
DELAWARE ELENEBTARY SCHOOL AFTER- SCHOOL PROGRAM 700 N GARVIN STREET EVEANSVILLE, IN 47711		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
EMANUEL COMMUNITY CENTER 1308 RACE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
EXCELLENCE IN LEARNING COMMUNITY CO-OP PO BOX 4422 NEWARK, OH 430584422		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	400
GLENN COUNTY OFFICE OF EDUCATION 676 EAST WALKER STREET ORLANDO, CA 95963		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
HOSPICE OF CINCINNATI 10500 MONTGOMERY ROAD CINCINNATI, OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	8,834
JOHN PAUL II CATHOLIC SCHOOL 9375 WINTON ROAD CINCINNATI, OH 45231		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,250
JUNIOR ACHIEVEMENT 644 LINN ST SUITE 1024 CINCINNATI, OH 45203		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,600
KIDS CAMPUS YOUTH CENTER 4316 PECK ROAD EL MONTE, CA 91732		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
LA'S BEST 711 E 14TH PLACE LOS ANGELES, CA 90021		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	5,900
LAUDERDALE LAKES MIDDLE SCHOOL 3911 NW 30TH AVE FORT LAUDERDALE, FL 33309		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
LEAGUE OF WOMEN VOTERS CINCINNATI AREA EDUCATION FUND 103 WM HOWARD TAFT ROAD CINCINNATI, OH 45219		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
LOS ANGELES CONSERVATION CORPS AFTER - SCHOOL PROGRAM 605 W OLYMPIC BLVD LOS ANGELES, CA 90015		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
Total . . . . ▶ **3a**				244,148

Form 990PF Part XV Line 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*				
MAGNIFIED GIVING 9940 READING ROAD CINCINNATI, OH 452413106		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
MONGER PTO MONGER SCHOOL 1100 E HIVELY AVE ELKHART, IN 46517		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
MONROVIA UNIFIED SCHOOL DISTRICT VILLAGE EXTENEDED SCHOOL PROGRAM 1831 SANTA FE PLACE MONROVIA, CA 91016		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
MUSICNOW PO BOX 43144 CINCINNATI, OH 45243		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
NORTH AMERICAN MENOPAUSE SOCIETY FOUNDATION 5900 LANDERBROOK DRIVE CLEVELAND, OH 44124		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
NORTHERN KANE EDUCATIONAL CORP 900 WESTER BLVD HAMPSHIRE, IL 60140		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
NORTHSIDE ELEMENTARY SCHOOL 985 FIRST STREET NW CAIRO, GA 39828		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,250
OHIO CANCER RESEARCH 50 W BROAD STREET SUITE 1132 COLUMBUS, OH 43215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	275
OHIO INNOCENCE PROJECT UC COLLEGE OF LAW PO BOX 210040 CINCINNATI, OH 452210040		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
PHIL D SWING ELEMENTARY 245 W A STREET BRAWLEY, CA 92227		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	600
PITTSBORO SCHOOL 26 N MERIDIAN STREET PITTSBORO, IN 46167		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
PLEASANT ELEMENTARY SCHOOL 1107 OWENS ROAD WEST MARION, OH 43302		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,250
POMONA UNIFIED SCHOOL DISTRICT 1460 E HOLT AVE SUITE 132 POMONA, CA 91767		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
PRO - YOUTH 505 N COURT ST VISALIA, CA 93921		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	4,500
PRO SENIORS 7162 READING ROAD SUITE 1150 CINCINNATI, OH 452373849		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	115
Total . . . . ▶ **3a**				244,148

Form 990PF Part XV Line 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*				
RYLANDER ELEMENTARY SCHOOL 24831 WESTHEIMER PKWY KATY, TX 77494		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
SBCUSDCAPS 1535 W HIGHLAND AVENUE SAN BERNIDINO, CA 92411		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,300
SCPA FUND 108 CENTRAL PARKWAY CINCINNATI, OH 452027211		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
SEEGER MEMORIAL JR - SR HIGH SCHOOL 1222 IN 263 WEST LEBANON, IN 47991		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
SEMINOLE COUNTY ELEMENTARY 800 MARIANNA HIGHWAY DONALSONVILLE, GA 31745		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
SOUTH ALLEGHENY ELEMENTARY 1707 WASHINGTON BLVD MCKEESPORT, PA 15133		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
SPPA 5K RUN 231 CLARK ROAD CINCINNATI, OH 45215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
ST GABRIEL CONSOLIDATED SCHOOL 18 WEST SHARON AVE CINCINNATI, OH 45246		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
ST PETER AND PAUL ACADEMY 231 CLARK ROAD CINCINNATI, OH 45215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	300
ST PETER AND PAUL ACADEMY 231 CLARK ROAD CINCINNATI, OH 45215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
STANLEY MIDDLE SCHOOL CTE MS STRINGSTEEN 317 HOVIS RD STANLEY, NC 28164		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
STRONGSVILLE CITY SCHOOLS 13200 PEARL ROAD STRONGSVILLE, OH 44136		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
TEHAMA COUNTY DEPT OF EDUCATION SERRF AFTER SCHOOL PROGRAM 1135 LINCOLN STREET RED BLUFF, CA 96080		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
THE ACCELERATED SCHOOL AFTER-SCHOOL PROGRAM 4000 SOUTH MAIN STREET LOS ANGELES, CA 90037		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	700
THE PINK RIBBON 5400 KENNEDY AVENUE CINCINNATI, OH 452132664		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
Total . . . . ▶ **3a**				244,148

Form 990PF Part XV Line 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*				
THINK TOGETHER 2101 E FOURTH ST B-200 SANTA ANA, CA 92705		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,500
UNIVERSITY OF CINCINNATI 2600 CLIFTON AVE CINCINNATI, OH 45221		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	20,412
VISITING NURSE ASSOCIATION 2400 READING ROAD CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
WEST BUFFALO CHARTER SCHOOL 1136 LAFAYETTE AVENUE BUFFALO, NY 14213		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
WHITTIER CITY SCHOOL DISTRICT 7211 S WHITTIER AVE WHITTIER, CA 90602		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
WOMEN'S ENEWS 6 BARCLAY STREET 6TH FLOOR NEW YORK, NY 10007		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,000
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
YWCA OF CINCINNATI 898 WALNUT STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,900
ZONTA SERVICE FUND PO BOX 428546 CINCINNATI, OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
Total . . . . ▶ **3a**				244,148

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2009-01-01	9,765	9,765	SL	10 000000000000	0	0		
OFFICE FURNITURE	2009-01-01	85,053	77,670	SL	10 000000000000	1,683	0		
LEASEHOLD IMPROVEMENTS	2009-01-01	53,765	33,589	SL	3 000000000000	4,484	0		
IT EQUIPMENT AND SOFTWARE	2009-01-01	183,308	141,467	SL	3 000000000000	13,878	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FIXED ASSETS		Purchased				15,750		0		15,750

TY 2016 Investments Corporate Stock Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS	37,589,329	43,664,419

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491191004027

TY 2016 Land, Etc. Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE	9,765	9,765	0	
OFFICE FURNITURE	85,053	79,353	5,700	
LEASEHOLD IMPROVEMENTS	53,765	38,073	15,692	
IT EQUIPMENT AND SOFTWARE	183,308	155,345	27,963	

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TY 2016 Other Assets Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEFERRED CHARGE	11,667	1,667	1,667
TRADEMARK	84,267	93,047	93,047
UNCONDITIONAL PROMISES TO GIVE	158,278	130,019	130,019

TY 2016 Other Expenses Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	44,409	0		25,499
INSURANCE	8,049	0		4,427
INVESTMENT MANAGEMENT FEES	69,183	69,183		0
MISCELLANEOUS	19,575	0		8,619
CHILDRENS PROJECT	1,837,653	0		1,837,653
POSTAGE AND SHIPPING	220	0		143
OFFICE EQUIPMENT MAINTENACE AND REPAIR	32,378	0		17,808
FUNDRAISING COST	2,417	0		0

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TY 2016 Other Income Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	908		908

TY 2016 Other Liabilities Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED COMPENSATION	272,751	311,414

TY 2016 Other Professional Fees Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL SERVICES	10,653	0		0

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491191004027

TY 2016 Taxes Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	21,435	0		0

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2016

Name of the organization	Employer identification number
BUILDING HEALTHY LIVES FOUNDATION	30-0214078

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
BUILDING HEALTHY LIVES FOUNDATION	30-0214078

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE CAROL ANN AND RALPH V HAILE JR FOUNDATION 425 WALNUT STREET US BANK TOWER CINCINNATI, OH45202	$ 50,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
BUILDING HEALTHY LIVES FOUNDATION	30-0214078

Part II Noncash Property

(see instructions) Use duplicate copies of Part II if additional space is needed

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
BUILDING HEALTHY LIVES FOUNDATION	30-0214078

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee