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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
THE OLIVER FAMILY FOUNDATION CO US BANK

A Employer identification number
31-1365209

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 0634

Room/suite

B Telephone number (see instructions)
(513) 632-4292

City or town, state or province, country, and ZIP or foreign postal code
MILWAUKEE, WI 532010634

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)*▶$ 21,960,672

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))*

	Line	Description	(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)	2,271,948			
	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	601,529	597,170		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	469,248			
	b	Gross sales price for all assets on line 6a 3,381,919				
	7	Capital gain net income (from Part IV, line 2)		469,248		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	9,401			
	12	**Total.** Add lines 1 through 11	3,352,126	1,066,418		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)	2,085	0	0	2,085
	b	Accounting fees (attach schedule)	1,500	0	0	1,500
	c	Other professional fees (attach schedule)	38,702	34,832		3,870
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	7,300			0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	715			715
	24	**Total operating and administrative expenses.** Add lines 13 through 23	50,302	34,832	0	8,170
	25	Contributions, gifts, grants paid	1,338,500			1,338,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,388,802	34,832	0	1,346,670
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,963,324			
	b	**Net investment income** (if negative, enter -0-)		1,031,586		
	c	**Adjusted net income**(if negative, enter -0-)			0	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	1,189,527	550,419	550,419
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	9,608,642	10,295,882	14,048,572
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)			0
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	4,939,974	6,854,421	7,361,681
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	15,738,143	17,700,722	21,960,672
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **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	15,738,143	17,700,722	
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)	15,738,143	17,700,722	
31	**Total liabilities and net assets/fund balances** (see instructions)	15,738,143	17,700,722	

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	15,738,143
2	Enter amount from Part I, line 27a	2	1,963,324
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	17,701,467
5	Decreases not included in line 2 (itemize) ▶	5	745
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,700,722

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	469,248
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	1,081,994	17,372,510	0 062282
2014	1,021,379	16,024,836	0 063737
2013	993,823	13,553,115	0 073328
2012	428,411	10,794,750	0 039687
2011	447,274	8,003,611	0 055884

2	**Total** of line 1, column (d)	2	0 294918
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 058984
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	19,918,262
5	Multiply line 4 by line 3	5	1,174,859
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,316
7	Add lines 5 and 6	7	1,185,175
8	Enter qualifying distributions from Part XII, line 4	8	1,346,670

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	10,316
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	10,316
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	10,316
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	21,876		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d.			7	21,876
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	0
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	11,560
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 5,158	**Refunded** ▶		11	6,402

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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
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	Yes	

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 ▶N/A

14 The books are in care of ▶U S BANK NA Telephone no ▶(513) 632-4393

Located at ▶P O BOX 1118 CN-OH-W10X CINCINNATI OH ZIP+4 ▶45201

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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**	Yes	
	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
NONE				

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
NONE		

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	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	19,259,365
b	Average of monthly cash balances		1b	962,221
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	20,221,586
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	20,221,586
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	303,324
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	19,918,262
6	**Minimum investment return.** Enter 5% of line 5		6	995,913

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	995,913
2a	Tax on investment income for 2016 from Part VI, line 5	2a 10,316		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	10,316
3	Distributable amount before adjustments Subtract line 2c from line 1		3	985,597
4	Recoveries of amounts treated as qualifying distributions		4	1,000
5	Add lines 3 and 4		5	986,597
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	986,597

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	1,346,670
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,346,670
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	10,316
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,336,354

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				986,597
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011. 0				
b From 2012. 0				
c From 2013. 0				
d From 2014. 240,051				
e From 2015. 242,516				
f **Total** of lines 3a through e.	482,567			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,346,670				
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.				986,597
e Remaining amount distributed out of corpus	360,073			
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	842,640			
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) . . .	0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	842,640			
10 Analysis of line 9				
a Excess from 2012. . . . 0				
b Excess from 2013. . . . 0				
c Excess from 2014. . . . 240,051				
d Excess from 2015. . . . 242,516				
e Excess from 2016. . . . 360,073				

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 e-mail address of the person to whom applications should be addressed

U S BANK N A AGENT
PO BOX 1118 CN-OH-W7PT
CINCINNATI, OH 452011118
(513) 632-4292

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

NONE

c Any submission deadlines

NONE

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

SHOULD BE LIMITED TO THE GREATER CINCINNATI AREA

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**				1,338,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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	601,529	
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	469,248	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a FEDERAL TAX REFUND			1	8,401	
b RETURN OF PRIOR YE			1	1,000	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,080,178	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,080,178

(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

******	2017-04-29	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
JOSEPH J CASTRIANO		2017-04-29		P01251603
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP				Firm's EIN ▶13-4008324
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219				Phone no (412) 355-6000

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)
7865 EMERSON ELEC CO			2016-01-26
290 EMERSON ELEC CO		2015-12-18	2016-01-26
100 ABBOTT LABORATORIES		2015-12-18	2016-01-28
2835 ABBOTT LABORATORIES		2014-12-16	2016-01-28
5935 ARTHUR J GALLAGER COM			2016-01-28
220 ARTHUR J GALLAGER COM		2015-12-18	2016-01-28
190 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2015-12-18	2016-01-28
905 00097 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2014-12-16	2016-01-28
89 99903 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2014-12-16	2016-01-28
49 99986 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2014-12-16	2016-02-11

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)
339,442		334,610	4,832
12,516		13,065	-549
3,802		4,451	-649
107,787		125,300	-17,513
217,434		220,039	-2,605
8,060		8,944	-884
16,280		17,896	-1,616
77,546		79,850	-2,304
7,712		7,941	-229
3,935		4,412	-477

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	
			4,832
			-549
			-649
			-17,513
			-2,605
			-884
			-1,616
			-2,304
			-229
			-477

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)
860 00014 PNC FINL SVCS GROUP INC COM W/RIGHTS ATTACHED EXP 5/25/2010		2014-12-16	2016-02-11
630 00016 PUBLIC STORAGE INC COM			2016-02-11
29 99984 PUBLIC STORAGE INC COM		2015-12-18	2016-02-11
1195 WELLTOWER INC			2016-02-11
2235 WELLTOWER INC			2016-02-11
3175 WELLTOWER INC			2016-02-17
665 CALIFORNIA RESOURCES CORP			2016-04-05
1905 J M SMUCKER CO THE NEW COM WI			2016-04-05
1020 KIMBERLY CLARK CORP			2016-04-26
400 KIMBERLY CLARK CORP			2016-04-26

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)
67,687		75,880	-8,193
147,783		126,941	20,842
7,037		7,413	-376
64,202		76,722	-12,520
120,077		126,806	-6,729
177,640		106,420	71,220
708		834	-126
240,214		224,791	15,423
126,965		96,338	30,627
49,790		51,018	-1,228

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	
			-8,193
			20,842
			-376
			-12,520
			-6,729
			71,220
			-126
			15,423
			30,627
			-1,228

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)
1559 CALIFORNIA RESOURCES CORP		2015-12-18	2016-04-29
470 ANALOG DEVICES INC			2016-06-06
5740 ANALOG DEVICES INC			2016-06-06
1600 KIMBERLY CLARK CORP			2016-07-07
2715 REALTY INCOME CORP			2016-07-07
1645 ABBVIE INC			2016-08-26
770 ABBVIE INC			2016-08-26
865 PAYCHEX INC			2016-08-26
1150 WEC ENERGY GROUP INC			2016-08-26
500 KIMBERLY CLARK CORP			2016-10-24

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)
27,047		25,421	1,626
330,313		239,571	90,742
215,266		96,408	118,858
187,964		160,980	26,984
106,336		91,443	14,893
49,774		42,862	6,912
52,579		45,125	7,454
70,501		62,942	7,559
58,027		24,572	33,455

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	
			1,626
			90,742
			118,858
			26,984
			14,893
			6,912
			7,454
			7,559
			33,455

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)
185 PAYCHEX INC		2016-02-17	2016-10-24
1260 PAYCHEX INC			2016-10-24
1935 SPECTRA ENERGY CORP			2016-10-24
1165 ABBVIE INC		2013-12-06	2016-11-02
685 PAYCHEX INC		2016-02-11	2016-11-02
1185 PAYCHEX INC			2016-11-02
2035 MERCK AND CO INC			2016-11-28
720 MERCK AND CO INC			2016-11-28
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
10,378		9,326	1,052
70,682		61,882	8,800
81,503		68,588	12,915
66,162		59,307	6,855
37,369		32,275	5,094
64,645		55,812	8,833
125,736		109,257	16,479
44,486		36,995	7,491
			5,218

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	
			1,052
			8,800
			12,915
			6,855
			5,094
			8,833
			16,479
			7,491

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
RICHARD D OLIVER C/O US BANK POB 1118 CN-OH-W10X CINCINNATI, OH 45202	TRUSTEE 0	0		
JOHN C OLIVER C/O US BANK POB 1118 CN-OH-W10X CINCINNATI, OH 45202	TRUSTEE 0	0		
DEBRA OLIVER C/O US BANK POB 1118 CN-OH-W10X CINCINNATI, OH 45202	TRUSTEE 0	0		
VERE W GAYNOR C/O US BANK POB 1118 CN-OH-W10X CINCINNATI, OH 45202	TRUSTEE 0	0		
CHRISTINE A BUTTRESS ESQ C/O US BANK POB 1118 CN-OH-W10X CINCINNATI, OH 45202	TRUSTEE 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*				
BREWERY HERITAGE TRAIL 1619 MOORE ST CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	5,000
LADD 3603 VICTORY PKWY CINCINNATI, OH 452992207	NONE	PC	GENERAL OPERATING	25,000
THE SEVEN HILLS SCHOOL 5400 RED BANK ROAD CINCINNATI, OH 452271198	NONE	PC	GENERAL OPERATING	10,000
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	20,000
CINCINNATI ZOO & BOTANICAL GARDEN 3400 VINE STREET CINCINNATI, OH 452201399	NONE	PC	GENERAL OPERATING	20,000
CINCINNATI NAUTRE CENTER 4949 TEALTOWN ROAD MILFORD, OH 45150	NONE	PC	GENERAL OPERATING	130,000
BOYS & GIRLS CLUB OF GREATER CINTI 600 DALTON AVENUE CINCINNATI, OH 452031214	NONE	PC	GENERAL OPERATING	60,000
BETTS HOUSE RESEARCH CENTER 416 CLARK STREET CINCINNATI, OH 45203	NONE	PC	GENERAL OPERATING	1,000
BEECHWOOD HOME 2140 POGUE AVENUE CINCINNATI, OH 45208	NONE	PC	GENERAL OPERATING	205,000
INDIAN HILL CHURCH 6000 DRAKE ROAD CINCINNATI, OH 45243	NONE	PC	GENERAL OPERATING	5,000
CINCINNATI PRESERVATION ASSOCIATION 342 WEST FOURTH ST CINCINNATI, OH 452022603	NONE	PC	GENERAL OPERATING	5,000
TAFT MUSEUM OF ART DEVELOPMENT OFFICE 316 PIKE STREET CINCINNATI, OH 452024293	NONE	PC	GENERAL OPERATING	215,000
STEPPING STONES CENTER 5650 GIVEN ROAD CINCINNATI, OH 45243	NONE	PC	GENERAL OPERATING	5,000
LIGHTHOUSE YOUTH SERVICES INC C/O DEVELOPMENT 401 EAST MCMILLAN ST CINCINNATI, OH 45206	NONE	PC	GENERAL OPERATING	2,000
UNITED WAY 2400 READING ROAD CINCINNATI, OH 452021468	NONE	PC	GENERAL OPERATING	10,000
Total . . . . ▶ **3a**				1,338,500

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*				
VISITING NURSE ASSOCIATION 2400 READING ROAD CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	5,000
RUFFED GROUS SOCIETY 451 MCCORMICK ROAD CORAOPOLIS, PA 15108	NONE	PC	GENERAL OPERATING	10,000
KENZIE'S CLOSET PO BOX 43285 CINCINNATI, OH 45243	NONE	PC	GENERAL OPERATING	2,000
DRESS FOR SUCCESS CINCINNATI 135 WEST 4TH STREET CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	3,000
DARKNESS TO LIGHT 7 RADCLIFFE STREET STE 200 CHARLESTON, SC 49403	NONE	PC	GENERAL OPERATING	10,000
RONALD MCDONALD HOUSE CHARITIES OF GREATER CINCINNATI 350 ERKENBRECHER AVENUE CINCINNATI, OH 45229	NONE	PC	GENERAL OPERATING	2,500
LINDER CENTER OF HOPE 4075 OLD WESTERN ROW ROAD MASON, OH 45040	NONE	PC	GENERAL OPERATING	5,000
ARTSWAVE 20 E CENTRAL PARKWAY CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	10,000
HOSPICE OF CINCINNATI P O BOX 633597 CINCINNATI, OH 452633597	NONE	PC	GENERAL OPERATING	10,000
CINCINNATI BALLET 1555 CENTRAL PARKWAY CINCINNATI, OH 452142863	NONE	PC	GENERAL OPERATING	1,000
ATWILL MEMORIAL CHAPEL 105 N NORTHCOTT DRIVE NORTHPORT, MI 49670	NONE	PC	GENERAL OPERATING	5,000
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 45203	NONE	PC	GENERAL OPERATING	10,000
FREESTORE FOODBANK 1141 CENTRAL PARKWAY CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	5,000
INTERLOCHEN CENTER FOR THE ARTS PO BOX 199 INTERLOCHEN, MI 49643	NONE	PC	GENERAL OPERATING	1,000
YWCA OF CINCINNATI 898 WALNUT STREET CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	1,000
Total . . . . ▶ **3a**				1,338,500

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*				
LEELANAU CONSERVANCY PO BOX 1007 LEELAND, MI 496541007	NONE	PC	GENERAL OPERATING	5,000
CINCINNATI CHILDRENS HOSPITAL MEDICAL CENTER PO BOX 5202 CINCINNATI, OH 452015202	NONE	PC	GENERAL OPERATING	10,000
TRAILBLAZERS BOOSTER CLUB 100 OLYMPIC DRIVE MILFORD, OH 45040	NONE	PC	GENERAL OPERATING	5,000
ARTWORKS 20 E CENTRAL PARKWAY 200 CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	5,000
HABITAT FOR HUMANITY 4910 PARA DRIVE CINCINNATI, OH 45237	NONE	PC	GENERAL OPERATING	1,000
CONVALESCENT HOSPITAL FOR CHILDREN ASSOCIATION OF VOLUNTEERS 3333 BURNET AVENUE CINCINNATI, OH 45229	NONE	PC	GENERAL OPERATING	5,000
CHILDRENS HOME OF CINCINNATI 5050 MADISON ROAD CINCINNATI, OH 45227	NONE	PC	GENERAL OPERATING	1,000
THE HILLSIDE TRUST 710 TUSCULUM AVENUE CINCINNATI, OH 45226	NONE	PC	GENERAL OPERATING	1,000
BOYS HOME GIRLS HOPE 4225 MALSBURY ROAD BLUE ASH, OH 45242	NONE	PC	GENERAL OPERATING	10,000
CINCINNATI PARKS FOUNDATION 950 EDEN PARK DRIVE CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	252,000
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	75,000
CIVIC GARDEN CENTER OF GREATER 2715 READING ROAD CINCINNATI, OH 45206	NONE	PC	GENERAL OPERATING	30,000
JOY OUTDOOR EDUCATION CENTER FOUNDATION INC PO BOX 157 CLARKSVILLE, OH 45113	NONE	PC	GENERAL OPERATING	5,000
HISTORIC SOUTHWEST OHIO ATTN JANE MCCONE EXEC DIRECTOR PO BOX 62475 CINCINNATI, OH 452620475	NONE	PC	GENERAL OPERATING	1,000
CRAYONS TO COMPUTERS 1350 TENNESSEE AVE CINCINNATI, OH 45229	NONE	PC	GENERAL OPERATING	1,000
Total . . . . ▶ **3a**				1,338,500

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*				
NEEDIEST KIDS OF ALL 312 ELM STREET CINCINNATI, OH 452022739	NONE	PC	GENERAL OPERATING	2,500
ROWE ARBORETUM 4600 MUCHMORE ROAD CINCINNATI, OH 45243	NONE	PC	GENERAL OPERATING	25,000
ROTHENBERG ROOFTOP GARDEN LLC C/O OVER THE RHINE FOUNDATION CINCINNATI, OH 45202	NONE	PC	GENERAL OPERATING	3,000
DRAGONFLY FOUNDATION 9275 GOVERNORS WAY CINCINNAT, OH 45249	NONE	PC	GENERAL OPERATING	2,500
THE UNIVERSITY OF CINCINNATI FDN UC COLLEGE OF MEDICINE CINCINNATI, OH 452190970	NONE	PC	GENERAL OPERATING	100,000
Total . . . . ▶ 3a				1,338,500

TY 2016 Accounting Fees Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

TY 2016 Investments Corporate Stock Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	488,635	454,582
ALTRIA GROUP INC	317,432	644,757
AUTOMATIC DATA PROCESSING	130,701	323,449
COCA COLA COMPANY	470,557	542,628
EMERSON ELEC CO		
JOHNSON & JOHNSON	544,314	726,975
KIMBERLY CLARK CORP	88,238	196,286
PHILIP MORRIS INTL	359,276	464,678
QUALCOMM INC	397,710	403,914
LOCKHEED MARTIN CORP	314,993	577,361
NEXTERA ENERGY INC	461,567	665,631
MICROSOFT CORP	545,536	954,160
BLACKROCK INC	444,399	648,821
PAYCHEX INC	430,821	612,757
MERCK AND CO INC NEW	298,436	402,082
SPECTRA ENERGY CORP	506,593	659,289
ANALOG DEVICES INC		
ARTHUR J GALLAGHER CO		
CISCO SYS INC	499,761	691,585
GENERAL ELEC CO	377,559	518,714
ABBVIE INC	178,855	390,436
VENTAS INC	498,023	561,117
J P MORGAN CHASE	601,690	842,190
MAXIM INTEGRATED PRD	336,039	385,314
P N C FINANCIAL	324,893	433,337
PEPSICO INC	694,667	756,474
3M CO	624,736	811,601
LYONDELLBASELL INDS	360,451	380,434

TY 2016 Legal Fees Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - INCOME (ALLOCABLE	2,085			2,085

TY 2016 Other Assets Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BBT CORP	435,691	703,653	866,108
CROWN CASTLE INTL CORP	473,801	524,728	542,746
FASTENAL CO	380,340	425,766	467,686
HASBRO INC	233,403	270,759	370,669
HOME DEPOT INC	508,728	569,485	649,618
JM SMUCKER CO THE	214,521	0	0
OCCIDENTAL PETROLEUM CORPORATI	490,373	541,451	544,553
PFIZER INC	540,841	595,334	590,162
PUBLIC STORAGE INC	271,353	153,460	168,743
T ROWE PRICE GROUP INC	341,750	396,487	376,676
TARGET CORP	360,331	518,578	468,050
WEC ENERGY GROUP INC	378,731	445,673	580,342
WELLTOWER INC	310,111	0	0
TEXAS INSTRUMENTS INC		446,282	527,208
REALTY INCOME CORP		237,595	230,495
MEDTRONIC PLC		250,680	236,840
ILLINOIS TOOL WORKSINC		204,621	220,428
AMGEN INC		359,316	308,503
AIR PRODS CHEMICALS INC		210,553	212,854

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130006117

TY 2016 Other Decreases Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Description	Amount
ROUNDING ADJUSTMENT	40
WASH SALE ADJUSTMENT	705

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TY 2016 Other Expenses Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHARITABLE FILING FEE	200	0		200
YEARLY FOUNDATION LUNCHEON	515	0		515

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TY 2016 Other Income Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	8,401	0	
RETURN OF PRIOR YEAR GRANT	1,000	0	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130006117

TY 2016 Other Professional Fees Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSES - 2%	38,702	34,832		3,870

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491130006117

TY 2016 Taxes Schedule

Name: THE OLIVER FAMILY FOUNDATION CO US BANK

EIN: 31-1365209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	7,300	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
THE OLIVER FAMILY FOUNDATION CO US BANK

Employer identification number
31-1365209

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
THE OLIVER FAMILY FOUNDATION CO US BANK

Employer identification number
31-1365209

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	GERTRUDE M OLIVER NON EXEMPT CLT #2 C/O JOHN J KROPP TRUSTEE 511 WALNUT STREET SUITE 1900 CINCINNATI, OH45202	$ 2,121,948	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	OLIVER CHARITABLE LEAD TRUST 1 C/O JOHN J KROPP TRUSTEE 511 WALNUT STREET SUITE 1900 CINCINNATI, OH45202	$ 150,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE OLIVER FAMILY FOUNDATION CO US BANK	31-1365209

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
THE OLIVER FAMILY FOUNDATION CO US BANK

Employer identification number
31-1365209

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