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
LKC FOUNDATION
CAROTHERS

A Employer identification number
31-1490185

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3536 EDWARDS ROAD SUITE 201

B Telephone number (see instructions)
(513) 871-7448

City or town, state or province, country, and ZIP or foreign postal code
CINCINNATI, OH 45208

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 7,875,239

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	162,689	162,689		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,193,373			
	b	Gross sales price for all assets on line 6a 6,761,591				
	7	Capital gain net income (from Part IV, line 2)		2,193,373		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,356,062	2,356,062		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,289	2,145		2,144
	c	Other professional fees (attach schedule)	78,945	71,231		7,714
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	17,796	1,514		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	224	112		112
	24	**Total operating and administrative expenses.** Add lines 13 through 23	101,254	75,002		9,970
	25	Contributions, gifts, grants paid	1,302,518			1,302,518
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,403,772	75,002		1,312,488
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	952,290			
	b	**Net investment income** (if negative, enter -0-)		2,281,060		
	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	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	593,560	197,069	197,069
3	Accounts receivable ▶ 27,700			
	Less allowance for doubtful accounts ▶	27,700	27,700	27,700
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	24,970	349,975	349,975
b	Investments—corporate stock (attach schedule)	4,801,933	5,825,709	7,300,495
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 ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,448,163	6,400,453	7,875,239
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	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	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	5,448,163	6,400,453	
30	**Total net assets or fund balances** (see instructions)	5,448,163	6,400,453	
31	**Total liabilities and net assets/fund balances** (see instructions)	5,448,163	6,400,453	

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	5,448,163
2	Enter amount from Part I, line 27a	2	952,290
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	6,400,453
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	6,400,453

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)
1 a	CHARLES SCHWAB	P		
b	CHARLES SCHWAB	P		
c	RAYMOND JAMES	P		
d	RAYMOND JAMES	P		
e	CAPITAL GAINS DIVIDENDS	P		

	(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	1,256,362		1,229,029	27,333
b	4,380,996		2,427,985	1,953,011
c	62,106		74,750	-12,644
d	1,056,297		836,454	219,843
e	5,830			5,830

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				27,333
b				1,953,011
c				-12,644
d				219,843
e				5,830

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	2,193,373
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	1,348,432	10,056,497	0 134086
2014	511,105	10,451,577	0 048902
2013	420,150	9,359,604	0 044890
2012	419,255	8,391,700	0 049961
2011	363,463	8,549,287	0 042514

2	**Total** of line 1, column (d)	2	0 320353
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 064071
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,155,712
5	Multiply line 4 by line 3	5	522,545
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,811
7	Add lines 5 and 6	7	545,356
8	Enter qualifying distributions from Part XII, line 4	8	1,312,488

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	22,811
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	22,811
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	22,811
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	9,200		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	13,659		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	22,859
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	120
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	72
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	

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 ▶N/A			
14	The books are in care of ▶THOMAS M COONEY Telephone no ▶(513) 768-6796			
	Located at ▶3536 EDWARDS ROAD STE 201 CINCINNATI OH ZIP+4 ▶45208			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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		
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)

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	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
LUCILLE K CAROTHERS 2737 WALSH PLACE CINCINNATI, OH 45208	DIR/PRE/TRES 1 00	0	0	0
GABRIEL STERN 2060 UNION STATION 7 SAN FRANCISCO, CA 94123	DIR/VP/SECR 1 00	0	0	0
ELLEN STERN KERR 4255 134TH NE BELLEVUE, WA 98005	VP 1 00	0	0	0

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 . . . . ▶	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	7,813,882
b	Average of monthly cash balances.		1b	466,029
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	8,279,911
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	8,279,911
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	124,199
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	8,155,712
6	**Minimum investment return.** Enter 5% of line 5.		6	407,786

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	407,786
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 22,811		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	22,811
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	384,975
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	384,975
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	384,975

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	1,312,488
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	1,312,488
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	22,811
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,289,677

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				384,975
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.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015. 398,598				
f **Total** of lines 3a through e.	398,598			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,312,488				
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.				384,975
e Remaining amount distributed out of corpus	927,513			
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	1,326,111			
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	1,326,111			
10 Analysis of line 9				
a Excess from 2012. . . .				
b Excess from 2013. . . .				
c Excess from 2014. . . .				
d Excess from 2015. . . . 398,598				
e Excess from 2016. . . . 927,513				

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**				1,302,518
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	162,689	
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	2,193,373	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		2,356,062	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,356,062

(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

******	2017-06-04	******	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
THOMAS M COONEY				P00940292
Firm's name ▶ MOUNTJOY CHILTON MEDLEY LLP				Firm's EIN ▶27-1235638
Firm's address ▶ 3536 EDWARDS ROAD CINCINNATI, OH 45208				Phone no (513) 898-8800

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*				
ACCOUNTING FOR KIDS 3536 EDWARDS ROAD STE 201 CINCINNATI, OH 45208		EXEMPT	OPERATING	500
AMERICAN JEWISH COMMITTEE CINCINNATI CHAPTER 205 WEST FOURTH STREET SUITE 1270 CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
BETHANY HOUSE SERVICES INC 1841 FAIRMOUNT AVENUE CINCINNATI, OH 45214		EXEMPT	OPERATING	1,000
BRANDEIS UNIVERSITY PO BOX 549110 WALTHAM, MA 024549110		EXEMPT	OPERATING	5,550
BRIDLE TRAILS PARK FOUNDATION 6619 132ND AVENUE NE 265 KIRKLAND, WA 980338627		EXEMPT	OPERATING	300
CENTER FOR RESPITE CARE PO BOX 141301 CINCINNATI, OH 45250		EXEMPT	OPERATING	400
CINCINNATI ASSOCIATION FOR THE BLIND AND VISUALLY IMPAIRED 2045 GILBERT AVENUE CINCINNATI, OH 452021490		EXEMPT	OPERATING	500
CINCINNATI PLAYHOUSE IN THE PARK 962 MOUNT ADAMS CIRCLE CINCINNATI, OH 452060537		EXEMPT	OPERATING	5,000
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202		EXEMPT	OPERATING	3,000
CINCINNATI UNION BETHEL 2401 READING RD CINCINNATI, OH 45202		EXEMPT	OPERATING	2,500
CLOVERNOOK CENTER FOR THE BLIND AND VISUALLY IMPAIRED 7000 HAMILTON AVE CINCINNATI, OH 45231		EXEMPT	OPERATING	500
COMMON COUNSEL FOUNDATION 1624 FRANKLIN ST 1022 OAKLAND, CA 94612		EXEMPT	OPERATING	15,000
CONGREGATION RODEF SHOLOM 170 NORTH SAN PEDRO ROAD SAN RAFAEL, CA 94903		EXEMPT	OPERATING	3,250
CONNECTICUT COLLEGE BECKER HOUSE 270 MOHEGAN AVENUE NEW LONDON, CT 063204196		EXEMPT	OPERATING	45,250
DAMON RUNYON CANCER RESEARCH FOUNDATION ONE EXCHANGE PLAZA 55 BROADWAY SUITE 302 NEW YORK, NY 10006		EXEMPT	OPERATING	600
Total . . . . ▶ **3a**				1,302,518

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*				
DOCTORS WITHOUT BORDERS USA 333 SEVENTH AVE 2ND FLOOR NEW YORK, NY 10001		EXEMPT	OPERATING	1,000
DRESS FOR SUCCESS CINCINNATI 205 W 4TH STREET 900 CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
ENSEMBLE THEATRE OF CINCINNATI 1127 VINE STREET CINCINNATI, OH 45202		EXEMPT	OPERATING	415,633
FREESTORE FOODBANK INC 1141 CENTRAL PARKWAY CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
GIVE KIDS THE WORLD INC 210 SOUTH BASS ROAD KISSIMMEE, FL 34746		EXEMPT	OPERATING	1,000
HADASSAH 40 WALL STREET NEW YORK, NY 10005		EXEMPT	OPERATING	1,000
HAMILTON COUNTY SPCA 11900 CONREY ROAD CINCINNATI, OH 45249		EXEMPT	OPERATING	50
HEBREW UNION COLLEGE 3101 CLIFTON AVE CINCINNATI, OH 45220		EXEMPT	OPERATING	425,100
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202		EXEMPT	OPERATING	530
HOSPICE OF CINCINNATI 4360 COOPER RD STE 300 CINCINNATI, OH 45242		EXEMPT	OPERATING	300
HURRICANE ISLAND FOUNDATION PO BOX 1280 ROCKLAND, ME 04841		EXEMPT	OPERATING	1,000
HYDE PARK CENTER FOR OLDER ADULTS 2800 ERIE AVE CINCINNATI, OH 45208		EXEMPT	OPERATING	200
ISAAC M WISE TEMPLE 8329 RIDGE RD CINCINNATI, OH 45236		EXEMPT	OPERATING	4,380
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		EXEMPT	OPERATING	36,000
LADD INC 3603 VICTORY PARKWAY CINCINNATI, OH 45229		EXEMPT	OPERATING	500
Total . . . . ▶ **3a**				1,302,518

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*				
LIGHTHOUSE YOUTH SERVICES INC 4001 E MCMILLAN STREET CINCINNATI, OH 45206		EXEMPT	OPERATING	252,775
MERCY NEIGHBORHOOD MINISTRIES INC 1602 MADISON RD CINCINNATI, OH 45206		EXEMPT	OPERATING	2,000
NEEDIEST KIDS OF ALL 312 ELM ST 20 CINCINNATI, OH 45202		EXEMPT	OPERATING	300
OMPRAKASH FOUNDATION 2311 N 45TH STREET SEATTLE, WA 98103		EXEMPT	OPERATING	1,000
ONE CLIP AT A TIME INC 1104 CENTENNIAL DRIVE CHATTANOOGA, TN 37405		EXEMPT	OPERATING	2,500
PASADO'S SAFE HAVEN PO BOX 171 SULTAN, WA 98294		EXEMPT	OPERATING	500
PLANNED PARENTHOOD OF SOUTHWEST OHIO REGION 2314 AUBURN AVENUE CINCINNATI, OH 452192802		EXEMPT	OPERATING	1,000
RANGELEY REGIONAL HEALTH & WELLNESS PARTNERSHIP PO BOX 722 RANGLEY, ME 04970		EXEMPT	OPERATING	500
SPECIAL OLYMPICS 1133 19TH STREET NW 12TH FLOOR WASHINGTON, DC 200363604		EXEMPT	OPERATING	275
ST BERNARD PROJECT INC 2645 TOULOUSE STREET NEW ORLEANS, LA 70119		EXEMPT	OPERATING	5,000
SUN VALLEY WRITERS' CONFERENCE PO BOX 957 KETCHUM, ID 83340		EXEMPT	OPERATING	950
TAFT MUSEUM OF ART 316 PIKE STREET CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
TEAM SURVIVOR NORTHWEST 200 NE PACIFIC ST 101 SEATTLE, WA 98105		EXEMPT	OPERATING	2,000
TENDER MERCIES 27 WEST 12TH STREET CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
THE MAIN IDEA INC 180 EAST PROSPECT 178 MAMARONECK, NY 10543		EXEMPT	OPERATING	200
Total . . . . ▶ **3a**				1,302,518

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*				
THE SALVATION ARMY 114 CENTRAL PARKWAY CINCINNATI, OH 45202		EXEMPT	OPERATING	1,000
UCSF FOUNDATION PO BOX 45339 SAN FRANCISCO, CA 941450339		EXEMPT	OPERATING	1,000
UNITED WAY OF GREATER CINCINNATI 2400 READING ROAD CINCINNATI, OH 452021478		EXEMPT	OPERATING	20,000
WALNUT HILLS HIGH SCHOOL ALUMNI FOUNDATION 3250 VICTORY PARKWAY CINCINNATI, OH 45207		EXEMPT	OPERATING	150
WILLIAMS COLLEGE MUSEUM OF ART 15 LAWRENCE HALL DRIVE WILLIAMSTOWN, MA 01267		EXEMPT	OPERATING	500
YWCA OF GREATER CINCINNATI 898 WALNUT STREET CINCINNATI, OH 45202		EXEMPT	OPERATING	5,000
ORCAT - LKC 97 SOUTH HARBOR DRIVE KEY LARGO, FL 33037		EXEMPT	OPERATING	300
ARTSWAVE 20 EAST CENTRAL PKWY CINCINNATI, OH 45202		EXEMPT	OPERATING	10,000
ARTWORKS 20 EAST CENTRAL PKWY CINCINNATI, OH 45202		EXEMPT	OPERATING	10,000
AURORA THEATRE 128 E PIKE STREET LAWRENCEVILLE, GA 30045		EXEMPT	OPERATING	50
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202		EXEMPT	OPERATING	3,025
CETCHANNEL 48 1223 CENTRAL PARKWAY CINCINNATI, OH 45214		EXEMPT	OPERATING	100
CEDAR VILLAGE 5467 CEDAR VILLAGE DRIVE MASON, OH 45040		EXEMPT	OPERATING	1,000
CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME ROAD DEVOU PARK COVINGTON, KY 41011		EXEMPT	OPERATING	50
HOSPICE OF SOUTHWEST OHIO 7625 CAMARGO ROAD CINCINNATI, OH 45243		EXEMPT	OPERATING	25
Total . . . . ▶ **3a**				1,302,518

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*				
JOBS PLUS EMPLOYMENT NETWORK OF CITY GOSPEL MISSION 1211 YORK STREET CINCINNATI, OH 45214		EXEMPT	OPERATING	5,000
CENTER FOR HOLOCAUST AND HUMANITY EDUCATION 8401 MONTGOMERY ROAD CINCINNATI, OH 45236		EXEMPT	OPERATING	1,000
JEWISH NATIONAL FUND 9918 CARVER ROAD SUITE 102 CINCINNATI, OH 45242		EXEMPT	OPERATING	275
Total . . . . ▶ **3a**				1,302,518

TY 2016 Accounting Fees Schedule

Name: LKC FOUNDATION
CAROTHERS

EIN: 31-1490185

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,289	2,145		2,144

TY 2016 Investments Corporate Stock Schedule

Name: LKC FOUNDATION
CAROTHERS

EIN: 31-1490185

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GREYSTONE	0	0
CHARLES SCHWAB	5,825,709	7,300,495

TY 2016 Investments Government Obligations Schedule

Name:	LKC FOUNDATION CAROTHERS
EIN:	31-1490185
US Government Securities - End of Year Book Value:	349,975
US Government Securities - End of Year Fair Market Value:	349,975
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2016 Other Expenses Schedule

Name: LKC FOUNDATION
CAROTHERS

EIN: 31-1490185

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANOUS	74	37		37
BANK FEES	150	75		75

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TY 2016 Other Professional Fees Schedule

Name: LKC FOUNDATION
CAROTHERS

EIN: 31-1490185

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT FEES	15,429	7,715		7,714
INVESTMENT FEES	63,516	63,516		0

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TY 2016 Taxes Schedule

Name: LKC FOUNDATION
CAROTHERS

EIN: 31-1490185

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD AT SOURCE	1,435	1,435		0
FEDERAL TAXES	16,282	0		0
ADR PASSTHROUGH FEES	79	79		0