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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.

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 DOROTHY B FRANCIS CHARITABLE FOUNDATION		A Employer identification number 35-2235189	
Number and street (or P O box number if mail is not delivered to street address) 8044 MONTGOMERY ROAD		B Telephone number (see instructions) (513) 794-1900	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45236		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 5,235,475		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	7	7	7	
4	Dividends and interest from securities	154,389	154,389	154,389	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	178,049			
b	Gross sales price for all assets on line 6a	560,703			
7	Capital gain net income (from Part IV, line 2)			178,689	
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	332,445	333,085	154,396	
13	Compensation of officers, directors, trustees, etc	23,923			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	2,153			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	44,504	40,612	40,612	
24	Total operating and administrative expenses.				
	Add lines 13 through 23	70,580	40,612	40,612	0
25	Contributions, gifts, grants paid	253,850			253,850
26	Total expenses and disbursements. Add lines 24 and 25	324,430	40,612	40,612	253,850
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	8,015			
b	Net investment income (if negative, enter -0-)		292,473		
c	Adjusted net income (if negative, enter -0-)			113,784	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	512	544	544
	2	Savings and temporary cash investments	62,690	43,857	43,857
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,898,293	4,067,623	5,191,074
	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)	3,961,495	4,112,024	5,235,475	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► _____)			
	23	Total liabilities (add lines 17 through 22)	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,961,495	4,112,024	
	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)	3,961,495	4,112,024	
	31	Total liabilities and net assets/fund balances (see instructions)	3,961,495	4,112,024	

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	3,961,495
2	Enter amount from Part I, line 27a	2	8,015
3	Other increases not included in line 2 (itemize) ►	3	142,514
4	Add lines 1, 2, and 3	4	4,112,024
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,112,024

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					
(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 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	178,689	
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		-395	

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

 Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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			
2014			
2013			
2012			
2011			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XIII, line 4			8

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 ► <input type="checkbox"/> and enter "N/A" on line 1	1	5,849
	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 ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,849
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	5,849
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,849
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,786
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	8,786
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	2
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	2,935
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	11	Refunded ► 2,935

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<i>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</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	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?	2	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> • 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	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►N/A	13	Yes
14 The books are in care of ►ALEX & COMPANY CPAS Telephone no ►(513) 794-1900			

Located at ►8044 MONTGOMERY ROAD 720 CINCINNATI OH

ZIP+4 ►45236

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	<input type="checkbox"/>
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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	Yes	No
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See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.			
1b				No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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				No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>							5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>							6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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	5,073,455
b	Average of monthly cash balances.	1b	43,073
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,116,528
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	5,116,528
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	76,748
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,039,780
6	Minimum investment return. Enter 5% of line 5.	6	251,989

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	251,989
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	5,849
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,849
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	246,140
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	246,140
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	246,140

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	253,850
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	253,850
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	253,850
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				246,140
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.	10,207			
f Total of lines 3a through e.	10,207			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 253,850				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				246,140
e Remaining amount distributed out of corpus	7,710			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,917			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 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)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	17,917			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.	10,207			
e Excess from 2016.	7,710			

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
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

DOROTHY B FRANCIS FOUNDATION
8044 MONTGOMERY ROAD STE 720
CINCINNATI, OH 45236
(513) 794-1900

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

ANY FORM IS ACCEPTABLE

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

NONE

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	7	
4 Dividends and interest from securities.			14	154,389	
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					178,045
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).				154,396	178,045
13 Total. Add line 12, columns (b), (d), and (e).					332,445

(See worksheet in line 13 instructions to verify calculations)

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.)
REPORTED SHORT TERM	P	2016-01-01	2016-11-02
REPORTED LONG TERM	P	2011-01-01	2016-11-02
CHUBB LTD	P	2005-01-01	2016-11-02
EATON VANCE TAX MAN GLB BUY WRT OPP FD	P	2008-01-01	2016-11-02
BLACKROCK CAP&INC STRAT	P	2005-06-30	2016-11-02
NEXTERA ENERGY INC	P	2010-01-01	2016-07-18
PROCTER & GAMBLE CO	P	2004-01-01	2016-11-02
JAMES ALPHA GLBL REAL EST INVEST FUND	P	2014-12-22	2016-11-02
REPORTED LONG TERM	P	2005-01-01	2016-11-02
Wash Sale			

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
6,404		6,799	-395
275,308		216,983	58,325
65,466		25,473	39,993
119,525		80,447	39,078
6,007		6,639	-632
38,580		14,346	24,234
45,760		27,789	17,971
8			8
3,645		4,178	-533
			640

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-395
			58,325
			39,993
			39,078
			-632
			24,234
			17,971
			8
			-533

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

(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
BRUCE LAZARUS 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	Director 1 00	0		
CAROLYN McCLINTOCK 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	Executive Dir 20 00	23,923		
DAVID J ALEX 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	President 1 00	0		
DAIN PAIGE 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	Treasurer 1 00	0		
VIRGINIA CLARK 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	Vice President 1 00	0		
TAMMY PATTON 8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236	Director 1 00	0		

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
HAMILTON COUNTY PARKS FOUNDATION 10245 WINTON ROAD CINCINNATI, OH 45231	NONE		GENERAL CHARITABLE	10,000
UNITED COALITION FOR ANIMALS 1230 W 8TH STREET CINCINNATI, OH 45203	NONE		GENERAL CHARITABLE	25,000
MILESTONES INC 12372 RIGGS RD INDEPENDENCE, KY 41051	NONE		GENERAL CHARITABLE	7,500
OHIO ALLEYCAT RESOURCE SPAYNEUTER C 5619 ORLANDO PLACE CINCINNATI, OH 45227	NONE		GENERAL CHARITABLE	15,000
KENNEDY HEIGHTS ARTS CENTER 6546 MONTGOMERY ROAD CINCINNATI, OH 45213	NONE		GENERAL CHARITABLE	2,500
Total				253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CARACOLE INC 4138 HAMILTON AVE CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	10,000
GREEN UMBRELLA 4138 HAMILTON AVE STE D CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	10,000
BEN JACKSON MEMORIAL FUND 4777 E GALBRAITH ROAD CINCINNATI, OH 45238	NONE		GENERAL CHARITABLE	5,000
RECYCLED DOGGIES PO BOX 12773 CINCINNATI, OH 45212	NONE		GENERAL CHARITABLE	5,000
CIRCLE TAIL INC 8834 CAREY ST PLEASANT PLAIN, OH 45162	NONE		GENERAL CHARITABLE	5,000
Total ►				253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WOMEN WRITING FOR A CHANGE 6906 PLAINFIELD RD CINCINNATI, OH 45236	NONE		GENERAL CHARITABLE	3,000
4 PAWS FOR ABILITY 253 DAYTON AVE XENIA, OH 45385	NONE		GENERAL CHARITABLE	10,000
ARC OF APPALACHIA 7660 CAVE ROAD BAINBRIDGE, OH 45612	NONE		GENERAL CHARITABLE	10,000
BETHANY HOUSE 1841 FAIRMONT AVE CINCINNATI, OH 45214	NONE		GENERAL CHARITABLE	25,000
ELEMENTZ 1100 RACE STREET CINCINNATI, OH 45202	NONE		GENERAL CHARITABLE	5,000
Total ►				253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SAFY 11590 CENTURY BLVD SUITE 116 CINCINNATI, OH 45246	NONE		GENERAL CHARITABLE	3,000
OYLER MENTORING PROGRAM 2121 HATMAKER STREET CINCINNATI, OH 45204	NONE		GENERAL CHARITABLE	5,000
MOTHER MAYFLOWER ANIMAL HAVEN 810 LIND STREET CINCINNATI, OH 45215	NONE		GENERAL CHARITABLE	1,000
LANE 8 FUND 6381 TIMBERHILL COURT CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	3,000
GLSEN GREATER CINCINNATI PO BOX 19856 CINCINNATI, OH 45219	NONE		GENERAL CHARITABLE	13,000
Total ►				253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
CHILDHOOD FOOD SOLUTIONS 2573 ST LEO PLACE CINCINNATI, OH 45225	NONE		GENERAL CHARITABLE	10,000
SCRAP NATI 6344 PARKMAN PLACE CINCINNATI, OH 45213	NONE		GENERAL CHARITABLE	4,000
DRESS FOR SUCCESS 205 W FOURTH STREET SUITE 900 CINCINNATI, OH 45202	NONE		GENERAL CHARITABLE	10,000
MY FURRY VALENTINE 402 BAUM STREET CINCINNATI, OH 45202	NONE		GENERAL CHARITABLE	10,000
UPSPRING PO BOX 23300 CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	5,000
Total			►	253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
INNER CITY YOUTH OPPORTUNITIES 1821 SUMMIT RD 210 CINCINNATI, OH 45237	NONE		GENERAL CHARITABLE	2,400
GROUNDWORK CINCINNATI 1662 BLUE ROCK ST CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	15,000
COLUMBUS DOG CONNECTION 2761 JOHNSTOWN RD COLUMBUS, OH 43219	NONE		GENERAL CHARITABLE	5,000
PLANNED PARENTHOOD 2314 AUBURN AVE CINCINNATI, OH 45219	NONE		GENERAL CHARITABLE	8,000
B-W GREENWAY PO BOX 3 FAIRBORN, OH 45324	NONE		GENERAL CHARITABLE	1,450
Total			►	253,850
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE HELP PROGRAM 1600 MADISON RD CINCINNATI, OH 45206	NONE		GENERAL CHARITABLE	5,000
MUSE PO BOX 23292 CINCINNATI, OH 45223	NONE		GENERAL CHARITABLE	5,000
Total			►	253,850
3a				

TY 2016 Investments Corporate Stock Schedule**Name:** THE DOROTHY B FRANCIS CHARITABLE

FOUNDATION

EIN: 35-2235189**Software ID:** 16000303**Software Version:** 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACE LTD - 1,234.6089 SHS		
PROCTER & GAMBLE - 808.6067 SHRS	48,484	67,988
CONOCOPHILLIPS-800.2564 SHARES	38,360	40,125
DEERE CO- 500.6257 SHARES	31,324	51,584
INTEL CORP- 1628.6402 SHARES	43,914	59,071
MARATHON OIL CORP- 2,923.8342 SHARES	69,414	50,612
VERIZON COMMUNICATIONS COM- 1530.6474 SH	68,120	81,706
GENERAL ELECTRIC - 2808.9932	65,587	88,764
WELLS FARGO & CO NEW DEL - 600.4034 SHS	23,635	33,088
COHEN & STEERS CLOSED END OPPTY FUND INC	125,151	100,014
AT&T INC - 2162.0778 SHARES	65,416	91,953
CATERPILLAR INC - 500.3709 SHARES	28,250	46,404
ENDURANCE SPECIALTY HLDG - 544.5633 SHS	19,339	50,318
COHEN & STEERS SELECT INFRASTRUCTURE	59,260	68,846
EATON VANCE TX-AD GL OPP	68,245	68,658
CLOUGH GLBL OPPTYS	123,740	75,454
BLACKROCK CAP&INC	109,659	106,823
MONSANTO CO NEW DEL COM - 398 SHARES	28,812	41,874
PFIZER INC- 1,119.6148 SHARES	19,465	36,365
UNITEDHEALTH GROUP INC - 400 SHARES	24,729	64,016
EATON VANCE TAX MAN GLB	93,311	98,570
AFLAC INC - 1,025.0676 SHARES	36,049	71,345
AMERICAN FINL GRP HLDGS - 1,028.8448 SHS	25,555	90,662
BOEING COMPANY - 609.6471 SHARES	44,321	94,910
CSX CORP - 1829.5448 SHARES	36,466	65,736
CENTURYLINK INC - 2800.3831 SHARES	113,945	66,593
CHEVRON CORP - 100 SHARES	6,452	11,770
BUCKEYE PARTNERS LP - 1,795.9326 SHARES	86,256	118,819
WAL-MART STORES INC - 1,026.2949 SHARES	54,246	70,938
TCW TOTAL RETURN BOND FD CL I	66,880	68,542

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAYINC - 500 SHARES	36,375	81,490
BRISTOL-MYERS SQUIBB CO - 1599.4407 SHS	41,477	93,471
COCA COLA COM - 800 SHARES	28,443	33,168
EXXON MOBIL CORP - 600 SHARES	40,666	54,156
JPMORGAN CHASE & CO - 824.2361 SHARES	33,149	71,123
ELI LILLY & CO - 1229.2493 SHARES	45,035	90,411
MERCK AND CO INC SHS - 1,564.5873 SHARES	52,507	92,107
NEXTERA ENERGY INC SHS - 738.9457 SHS	40,421	88,274
PPL CORPORATION - 1,619.3661 SHARES	38,780	55,139
TEXAS INSTRUMENTS - 1303.8837 SHARES	41,107	95,144
ENERGY TRANSFER PTNRS LP - 3500.1047 SH	164,351	125,339
ANTHEM INC - 400 SHARES	22,230	57,508
EATON VANCE TAX-MANAGED DIVER EQTY INCM	95,574	102,894
EATON VANCE TAX-MNGD GLBL DIV EQTY INCM	96,443	97,666
AXIS CAPITAL HOLDINGS LTD - 1565.0894 SH	50,775	102,153
PROLOGIS INC - 800.546 SHARES	23,738	42,261
APPLE INC - 700 SHARES	44,402	81,074
CISCO SYSTEMS INC - 2017.3744 SHARES	38,740	60,965
FORD MOTOR CO - 3201.7772 SHARES	36,438	38,838
JOHNSON AND JOHNSON COM - 422.0312 SHS	25,804	48,622
MARATHON PETROLEUM CORP - 2001.7142 SHS	34,480	100,786
NATIONAL GRID PLC SP ADR - 1,200 SHS	54,505	69,996
TEVA PHARMACTCL INDS ADR - 1,000.3426 SH	44,576	36,262
VALERO ENERGY CORP NEW - 1566.1165 SHS	35,197	106,997
DOUBLELINE TOTAL RETURN BOND FUND CL I	77,558	74,267
DUKE ENERGY CORP NEW - 1121.1777 SHARES	51,205	87,026
PHILLIPS 66 SHS - 549.0803 SHARES	15,398	47,446
ABBVIE INC SHS - 842.4981 SHARES	20,583	52,757
INTL BUSINESS MACHINES CORP IBM - 365 SH	59,874	60,586
ORACLE CORP - 1,000 SHARES	32,937	38,450

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HENDERSON GLOBAL EQUITY INCOME FD CLASS	88,125	76,857
AMN ELEC POWER CO - 800 SHARES	38,332	50,368
BAXTER INTERNATIONAL INC - 500 SHARES	19,548	22,170
KINDER MORGAN INC - 1781 SHARES	73,974	36,885
TCW EMERGING MARKETS INCOME I SHARE	83,520	81,244
GOLDMAN SACHS STRATEGIC INCOME FUND CL I	78,795	72,058
JAMES ALPHA GLBL REAL EST INV FD CL I		
DEUTSCHE GLOBAL INFRASTRUCTURE FD CL S		
JP MORGAN STRATEGIC INC OPP FUND	78,951	77,009
PRINCIPAL GLOBAL DIV INCOME FUND CL P	71,468	70,834
FIRST ENERGY CORP - 1400 SHARES	48,132	43,358
OCCIDENTAL PETE CORP CAL-700 SHARES	53,189	49,861
TORONTO DOMINION BANK - 1100 SHARES	50,751	54,274
BAXALTA INC - 500 SHS		
SHIRE PLC-ADR	14,063	12,608
GUGGENHEIMMACRO OPPORTUNITIES FUND INSTL	50,206	50,647
BLACKROCK MULTI ASSET INCOME PORTFOLIO	75,432	75,787
AMER FUNDS INCOME FUND OF AMERICA CL F2	75,663	78,056
AMERICAN CAPITAL INCOME BUILDER FD CL F2	75,741	76,718
CHUBB LTD.	44,580	94,416

TY 2016 Other Expenses Schedule

Name: THE DOROTHY B FRANCIS CHARITABLE FOUNDATION

EIN: 35-2235189

Software ID: 16000303

Software Version: 2016v3.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	3,711			
BOARD MEETING EXPENSES	181			
INVESTMENT ACCOUNT FEE	40,612	40,612	40,612	

TY 2016 Taxes Schedule

Name: THE DOROTHY B FRANCIS CHARITABLE FOUNDATION

EIN: 35-2235189

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	1,953			
STATE OF OHIO FILING FEE	200			