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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing . . . . .	17,815	20,726	20,726		
	2	Savings and temporary cash investments . . . . .	202,220	464,861	464,861		
	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 . . . . .	193	320	320		
	10a	Investments—U S and state government obligations (attach schedule)	1,619,742 	1,412,211	1,434,844		
	b	Investments—corporate stock (attach schedule) . . . . .	1,662,317 	1,717,987	1,900,008		
	c	Investments—corporate bonds (attach schedule) . . . . .	1,145,228 	1,138,772	1,140,379		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans . . . . .					
	13	Investments—other (attach schedule) . . . . .	2,968,786 	2,487,143	2,294,729		
	14	Land, buildings, and equipment basis ▶ _____ 3,391 Less accumulated depreciation (attach schedule) ▶ _____ 2,764	1,281 	627	627		
15	Other assets (describe ▶ _____)						
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,617,582	7,242,647	7,256,494			
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 ▶ _____)	 131 	131			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	131	131			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>						
	27	Capital stock, trust principal, or current funds . . . . .	7,617,451	7,242,516			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	7,617,451	7,242,516				
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	7,617,582	7,242,647				

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	7,617,451
2	Enter amount from Part I, line 27a . . . . .	2	-379,173
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	4,238
4	Add lines 1, 2, and 3 . . . . .	4	7,242,516
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	7,242,516



**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 )
<b>1 a PUBLICLY TRADED SECURITIES</b>			
<b>b CAPITAL GAINS DIVIDENDS</b>	P		
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 1,469,412		1,593,193	-123,781
<b>b</b> 19,651			19,651
<b>c</b>			
<b>d</b>			
<b>e</b>			

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))
<b>a</b>			-123,781
<b>b</b>			19,651
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	-104,130
<b>3</b> 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	384,061	7,578,641	0 050677
2014	360,753	7,794,045	0 046286
2013	339,837	7,018,873	0 048418
2012	119,387	6,610,469	0 018060
2011	0	5,966,192	0 000000

<b>2</b> Total of line 1, column (d)	0 163441
<b>3</b> 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	0 037662
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	7,108,122
<b>5</b> Multiply line 4 by line 3	267,706
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	641
<b>7</b> Add lines 5 and 6	268,347
<b>8</b> Enter qualifying distributions from Part XII, line 4	365,078

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	641
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	641
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	641
<b>6</b>	Credits/Payments		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	1,200
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,200
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	559
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> 559 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> 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> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	No
<b>7</b> 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> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KY		
<b>b</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> . . . . .	<b>8b</b>	No
<b>9</b> 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> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No



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

<b>11</b>	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) <b>990</b> . . . . .	<b>11</b>	<b>Yes</b>	
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.ROBERTEFRAZIERFOUNDATION.ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>GREENE &amp; GREENE CPAS</b> Telephone no <b>(606) 248-3456</b>			

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<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>		
<b>16</b>	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? 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 <b>▶</b>	<b>16</b>	<b>Yes</b> <b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/> <b>1b</b>			
<b>c</b>	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? <input type="checkbox"/> <b>1c</b>			<b>No</b>
<b>2</b>	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))			
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/> <b>2b</b>			
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	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>b</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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016</i> ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>3b</b>			
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b>			<b>No</b>
<b>b</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? <b>4b</b>			<b>No</b>



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

<b>5a</b> During the year did the foundation pay or incur any amount to <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> Organizations relying on a current notice regarding disaster assistance check here. <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>	<b>5b</b>		
<b>c</b> 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? <span style="float:right;"><input type="checkbox"/> Yes <input type="checkbox"/> No</span> <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <i>If "Yes" to 6b, file Form 8870</i>	<b>6b</b>		<b>No</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>	<b>7b</b>		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(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	Expense account, (e) other allowances
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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	Expense account, (e) other allowances
NONE				
<b>Total</b> number of other employees paid over \$50,000. <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>				<b>0</b>



**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
Total. Add lines 1 through 3 . . . . .	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	6,803,570
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	412,798
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	7,216,368
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	7,216,368
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	108,246
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	7,108,122
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	355,406

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	355,406
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	641
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	641
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	354,765
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	354,765
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	354,765

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	365,078
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	365,078
<b>5</b>	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).	<b>5</b>	641
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	364,437

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				354,765
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			330,324	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . .				
<b>e</b> From 2015. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 365,078				
<b>a</b> Applied to 2015, but not more than line 2a			330,324	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				34,754
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				320,011
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . .	0			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . .				
<b>d</b> Excess from 2015. . . . .				
<b>e</b> Excess from 2016. . . . .				



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

<b>1</b> 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>b</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)					
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a)</b> 2016	<b>(b)</b> 2015	<b>(c)</b> 2014	<b>(d)</b> 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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.)**

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed BOBBIE GOTHARD 506 WEST MAIN STREET CUMBERLAND, KY 40823 (606) 589-5151 TCMAINSTREET@WINDSTREAM.NET	
<b>b</b> The form in which applications should be submitted and information and materials they should include REQUEST FOR GRANTS MUST BE SUBMITTED PURSUANT TO THE FOUNDATION'S GRANT APPLICATION PROCESS. TO FACILITATE THE PROCESS THE FOUNDATION HAS PRODUCED DOCUMENTS TITLED "GRANT GUIDELINES," "GRANT APPLICATION INSTRUCTIONS, AND "BUDGET INFORMATION FORM." THESE DOCUMENTS ARE AVAILABLE AT THE ADDRESS FOR SUBMITTING GRANT APPLICATIONS IDENTIFIED AT ITEM 2A ABOVE. EACH GRANT APPLICATION REQUIRES SPECIFIC INFORMATION REGARDING THE POTENTIAL DONEE ORGANIZATION TO INCLUDE DOCUMENTATION OF RECOGNIZED PUBLIC CHARITY STATUS, CURRENT FINANCIAL INFORMATION, THE ORGANIZATION'S MISSION, AND MATERIAL SERVICES PROVIDED. IN ADDITION, A DETAILED DESCRIPTION OF THE PROPOSED PROJECT IS REQUIRED ALONG WITH APPLICABLE BUDGET INFORMATION RELATING TO THE PROJECT.	
<b>c</b> Any submission deadlines BY APRIL 30 AND OCTOBER 31 TO BE CONSIDERED IN SEMI-ANNUAL MEETINGS IN MAY AND NOVEMBER	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors GRANTS ARE AWARDED TO ORGANIZATIONS FOR PURPOSES DESCRIBED IN CODE SECTION 501(C)(3) AND FOR WHICH CONTRIBUTIONS ARE DEDUCTIBLE UNDER CODE SECTIONS 170(C), 2055(A), AND 2522(A), BUT ARE LIMITED TO CONTRIBUTIONS THAT PRIMARILY BENEFIT THE CITY AND CITIZENRY OF CUMBERLAND, KENTUCKY, AND THE TRI-CITY AREA OF CUMBERLAND, BENHAM, AND LYNCH, KENTUCKY. GRANT RECIPIENTS ARE SELECTED BASED ON MERIT WITH PREFERENCE GIVEN TO GRANTS WHICH ARE SUBJECT TO MATCHING AWARDS. HOWEVER, GRANTS WILL NOT BE MADE TO OR FOR INDIVIDUALS, RELIGIOUS ORGANIZATIONS FOR RELIGIOUS PURPOSES, INTERNATIONAL ORGANIZATIONS WITHOUT A QUALIFIED DOMESTIC 501(C)(3) REPRESENTATIVE, PRIVATE FOUNDATIONS (OTHER THAN OPERATING FOUNDATIONS), ENDOWMENTS OR OTHER DISCRETIONARY FUNDING POOLS, DINNERS, BALLS, OR OTHER TICKETED EVENTS, POLITICAL PURPOSES, LOBBYING ACTIVITIES, AND PURPOSES OUTSIDE THE FOUNDATION'S SPECIFIED FUNDING PRIORITIES.	



**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
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	296,306
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0



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		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						1,492
<b>4</b> Dividends and interest from securities. . . .						126,505
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .						-104,130
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). .		0		0		23,867
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .						23,867

(See worksheet in line 13 instructions to verify calculations )

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]



## Part XVII

- |       | Yes | No |
|-------|-----|----|
| 1a(1) |     | No |
| 1a(2) |     | No |
| 1b(1) |     | No |
| 1b(2) |     | No |
| 1b(3) |     | No |
| 1b(4) |     | No |
| 1b(5) |     | No |
| 1b(6) |     | No |
| 1c    |     | No |

[illegible]

- 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.


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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name  U WAYNE GREENE	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P00213620
Firm's name ► GREENE & GREENE				Firm's EIN ► 61-1212913
Firm's address ► PO BOX 955  MIDDLESBORO, KY 409650955				Phone no (606) 248-3456



**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	Expense account, (e) other allowances
CHARLES D COLE  1104 FONTAINE ROAD LEXINGTON, KY 40502	PRESIDENT/DIRECTOR 2 00	9,000	0	3,000
ALMA CORNETT 604 SPRING STREET CUMBERLAND, KY 40823				
CHRISTOPHER B HOGUE 105 BILLIPS AVENUE CUMBERLAND, KY 40823	SECRETARY/DIRECTOR 0 00	0	0	3,000
VERA ISON 5680 KENTUCKY HIGHWAY 699 SLEMP, KY 41763				
ROGER M ROPER 395 REDDING ROAD 52 LEXINGTON, KY 40517	DIRECTOR 0 00	0	0	750
LOYAL R HOGUE 120 BILLIPS AVENUE CUMBERLAND, KY 40823				



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)				
<b>a</b> <i>Paid during the year</i>				
CITY OF BENHAM KENTUCKY (#1) 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND REPLACEMENT OF 10 FIRE HYDRANTS	15,096
CITY OF BENHAM KENTUCKY (#2) 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND PURCHASE OF REPLACEMENT BLEACHERS AT MUNICIPAL LITTLE LEAGUE BASEBALL FIELD	24,506
CITY OF CUMBERLAND KENTUCKY (#1) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF SAFETY CLOTHING AND EQUIPMENT FOR FIRE DEPARTMENT PERSONNEL	7,354
CITY OF CUMBERLAND KENTUCKY (#2) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF ONE-WATT SCADA MONITORING DEVICE FOR WATER SYSTEM STORAGE TANK	7,500
CITY OF CUMBERLAND KENTUCKY TOURISM COMMISSION (#1) 506 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF EQUIPMENT FOR PUBLIC DOG PARK	15,363
CITY OF CUMBERLAND KENTUCKY TOURISM COMMISSION (#2) 506 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF COPIER AND TWO COMPUTERS	10,000
CITY OF LYNCH KENTUCKY (#1) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND PURCHASE OF NINE UNITS OF FIRE RETARDANT CLOTHING AND EQUIPMENT FOR FIREFIGHTERS	18,401
CITY OF LYNCH KENTUCKY (#2) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND CONSULTING ENGAGEMENT TO STUDY THE FEASIBILITY OF MERGING COMMUNITIES AND PUBLIC SERVICES OF ECONOMICALLY CHALLENGED CITIES OF BENHAM, CUMBERLAND, AND LYNCH, KENTUCKY	33,700
CLUB 180 INC 503 MAIN STREET CUMBERLAND, KY 40823	N/A	PC	FUND REPLACEMENT OF HEATING AND AIR CONDITIONING EQUIPMENT AT FACILITY USED FOR COMMUNITY AND PERSONAL DEVELOPMENT ACTIVITIES	14,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#1) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PAYROLL FOR AMERICORPS INSTRUCTIONAL ASSISTANTS FOR MATHEMATICS AND LITERACY INTERVENTION	11,375
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#2) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF FOOD ITEMS FOR WEEKEND "BACKPACK" PROGRAM FOR PERIOD MAY 1, 2016, TO MAY 1, 2017	10,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#3) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND STAR READER ASSESSMENT PROGRAMS TO INCLUDE INDIVIDUAL READING MATERIALS FOR FIRST-GRADE STUDENTS FUND FIELD TRIP TO CHALLENGER LEARNING CENTER TO EXCITE AND INSPIRE STUDENTS IN AREAS OF SCIENCE, MATHEMATICS, AND TECHNOLOGY	5,112
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#4) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF PLAYGROUND EQUIPMENT FOR KINDERGARTEN STUDENTS	28,002
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#5) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF COMPUTERS AND MONITORS FOR USE IN MATHEMATICS AND READING ASSESSMENT, ENRICHMENT, AND INTERVENTION PROGRAMS FOR STUDENTS IN GRADES K-6	21,456
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#6) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND FIELD TRIP TO CHALLENGER LEARNING CENTER TO EXCITE AND INSPIRE STUDENTS IN AREAS OF SCIENCE, MATHEMATICS, AND TECHNOLOGY	4,871
<b>Total . . . . . ►</b>				296,306
<b>3a</b>				



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)				
<b>a</b> <i>Paid during the year</i>				
HARLAN COUNTY KENTUCKY FISCAL COURT (#1) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND REPAIRS TO FLOOR JOISTS OF TRI-CITY SENIOR CITIZENS CENTER BUILDING	5,000
HARLAN COUNTY KENTUCKY FISCAL COURT (#2) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND PURCHASE OF RESTAURANT-STYLE LINENS FOR DINING TABLES AT TRI-CITY SENIOR CITIZENS CENTER BUILDING	530
HERITAGE MINISTRIES INC PO BOX 821 LYNCH, KY 40855	N/A	PC	FUND THREE HOME ROOF REPAIR PROJECTS FOR ECONOMICALLY DISADVANTAGED OCCUPANTS	15,700
SOUTHEAST KENTUCKY COMMUNITY & TECHNICAL COLLEGE (#1) 700 COLLEGE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF MODULAR SCIENTIFIC EQUIPMENT TO ENHANCE NATURAL SCIENCES AND MATHEMATICS PROGRAMS	10,000
SOUTHEAST KENTUCKY COMMUNITY & TECHNICAL COLLEGE (#2) 700 COLLEGE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF EQUIPMENT AND OPERATIONAL SUPPORT FOR COLLEGE-OPERATED LOCAL TELEVISION BROADCAST AND ANCILLARY EDUCATIONAL COMPONENT	30,000
WILLING HEARTS INC 501 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	PC	FUND PURCHASE OF EQUIPMENT AND SUPPLIES FOR EMPOWERMENT PROGRAM TO TEACH SKILL-BASED TECHNIQUES FOR CREATIVE ART GLASS PRODUCTION TO DISADVANTAGED PERSONS	8,340
<b>Total . . . . . ▶</b> <b>3a</b>				296,306



**TY 2016 Accounting Fees Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND TAX RETURN PREPARATION	27,611	3,742		23,395



**TY 2016 Compensation Explanation**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Person Name	Explanation
DIRECTORS AND OFFICERS	THE DIRECTORS AND OFFICERS SERVE ON A VOLUNTARY BASIS. HOWEVER, FOR 2016 A STIPEND OF \$750 WAS PAID TO EACH DIRECTOR (OFFICERS OF THE CORPORATION ARE ALSO DIRECTORS) FOR ATTENDANCE AT EACH PERIODIC MEETING TO COVER TRAVEL AND INCIDENTAL EXPENSES RELATING TO THEIR DUTIES AND RESPONSIBILITIES. IN ADDITION, COMPENSATION FOR THE PRESIDENT, EXCLUSIVE OF THE PER-MEETING FEES, AMOUNTED TO \$9,000 FOR 2016.



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

## TY 2016 Depreciation Schedule

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2012-10-01	2,959	1,924	SL	5 000000000000	592	0		
COMPUTER DESK	2012-12-27	432	186	SL	7 000000000000	62	0		



**TY 2016 Explanation of Non-Filing with Attorney General Statement**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**Statement:**

PURSUANT TO KENTUCKY REVISED STATUTE 367.657, ONLY ORGANIZATIONS SOLICITING CONTRIBUTIONS ARE REQUIRED TO FILE FORM 990 (FORM 990-PF) WITH THE SECRETARY OF STATE. THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION HAS NOT SOLICITED CONTRIBUTIONS IN KENTUCKY OR IN OTHER STATES.



**TY 2016 General Explanation Attachment**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	DISREGARDED SINGLE- MEMBER LLC	FORM 990-PF, PART VII-A, LINE 11	THIS FORM 990-PF FOR THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC INCLUDES THE TRANSACTIONS FOR ITS CONTROLLED SINGLE-MEMBER LIMITED LIABILITY COMPANY, THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE GRANT FOUNDATION, LLC (46-4387129), 333 WEST VINE STREET, SUITE 1500, LEXINGTON, KY 40507 THE LIMITED LIABILITY COMPANY WAS ORGANIZED TO HANDLE DAILY OPERATIONS, GRANT-MAKING PROCESSES, AND RELATED ADMINISTRATION, AND THEREBY SEPARATE THESE FUNCTIONS FROM THE INVESTMENT ACTIVITIES PERFORMED BY ITS SOLE MEMBER, THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC ALTHOUGH A SEPARATE ENTITY FROM ITS SOLE MEMBER, THE LIMITED LIABILITY COMPANY IS A DISREGARDED ENTITY PURSUANT TO THE PROVISIONS OF TREASURY REGULATION PARAGRAPHS 301.7701-2(C)(2)(I) AND 301.7701-3(B)(1)(II) UNDER THE INTERNAL REVENUE CODE OF 1986 ACCORDINGLY, THE SINGLE-MEMBER LIMITED LIABILITY COMPANY IS NOT AN EXCESS BUSINESS HOLDING FURTHER, TRANSFERS TO OR FROM THIS DISREGARDED ENTITY ARE NOT REPORTABLE



**General Explanation Attachment**

Identifier	Return Reference	Explanation	
2	ELECTION TO AMORTIZE BOND PREMIUMS	FORM 990-PF, PART I, LINE 4	THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC , AS SUCCESSOR TO THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION IN A COMPLETE TRANSFER OF ASSETS EFFECTED IN CALENDAR YEAR 2014 PURSUANT TO INTERNAL REVENUE CODE SECTION 507(B)(2), RELATED TREASURY REGULATIONS 1 507-3(C)(1) AND 1 507-4(B), AND REVENUE RULING 2002-28, CONTINUES TO AMORTIZE BOND PREMIUMS PURSUANT TO ELECTION UNDER INTERNAL REVENUE CODE SECTION 171(C) AND RELATED TREASURY REGULATION 1 171-4(A) INITIALLY MADE FOR THE 2013 CALENDAR YEAR BY THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION



**TY 2016 Investments Corporate Bonds Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
BERKSHIRE HATHAWAY FIN 1.3% DTD 5/15/13	99,261	99,744
BP CAPITAL MKTS 2.241% DTD 9/26/13	151,145	151,122
COCA-COLA CO 1.65% DTD 11/1/13	150,419	150,600
DEERE & CO 1.2% DTD 9/7/12	150,154	149,902
GENERAL ELECTRIC CAPITAL CORP 5.625% DTD 4/21/08	105,458	105,540
INTEL CORP 3.3% DTD 9/19/11	155,208	155,876
JP MORGAN CHASE & CO 2% DTD 8/20/12	100,906	100,371
ORACLE CORP 2.375% DTD 7/16/13	126,195	126,674
WELLS FARGO & CO 2.15% DTD 10/28/13	100,026	100,550



**TY 2016 Investments Corporate Stock Schedule****Name:** THE ROBERT E FRAZIER TRI-CITY AREA

CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
1,641 SHARES FORD MOTOR CO COMMON	21,715	19,905
10 SHARES ZIMMER BIOMET HOLDINGS INC COMMON	1,141	1,032
103 SHARES WALGREENS BOOTS ALLIANCE INC COMMON	9,806	8,524
107 SHARES TRIP ADVISOR INC COMMON	9,806	4,962
108 SHARES COACH INC COMMON	3,783	3,782
109 SHARES NXP SEMICONDUCTORS NV COMMON	9,966	10,683
110 SHARES CORE LABORATORIES NV COMMON	10,028	13,204
12 SHARES BERKSHIRE HATHAWAY INC DEL CL B COMMON	1,532	1,956
124 SHARES VISA INC CL A COMMON	8,930	9,674
126 SHARES DELPHI AUTOMOTIVE PLC COMMON	9,882	8,486
14 SHARES INTUIT INC COMMON	1,372	1,605
140 SHARES BRISTOL-MYERS SQUIBB CO COMMON	9,707	8,182
15,830 SHARES OF BB&T CORP COMMON	584,998	744,327
150 SHARES NOW INC COMMON	4,689	3,071
158 SHARES PERRIGO CO PLC COMMON	19,456	13,150
174 SHARES STARBUCKS CORP COMMON	9,733	9,661
176 SHARES EATON CORPORATION PLC COMMON	10,763	11,808
177 SHARES UNITED CONTINENTAL HOLDINGS INC COMMON	9,888	12,900
19 SHARES M & T BANK COMMON	2,303	2,972
190 SHARES JOHNSON & JOHNSON COMMON	23,443	21,890
194 SHARES POTASH CORPORATION OF SASKATCHEWAN COMMON	7,549	3,509
2 SHARES ALPHABET INC CL A COMMON	1,067	1,585
21 SHARES QUINTILES TRANSNATIONAL HOLDINGS COMMON	1,363	1,597
216 SHARES EXPRESS SCRIPTS HOLDING CO COMMON	14,668	14,859
224 SHARES MOLSON COORS BREWING CO COMMON	22,037	21,798
225 SHARES FACEBOOK INC CL A COMMON	22,101	25,886
225 SHARES PEPSICO INC COMMON	22,447	23,542
231 SHARES QUALCOMM INC COMMON	15,478	15,061
24 SHARES BIOGEN INC COMMON	9,793	6,806
268 SHARES SALESFORCE.COM INC COMMON	9,315	18,347



Name of Stock	End of Year Book Value	End of Year Fair Market Value
272 SHARES HD SUPPLY HOLDINGS INC COMMON	9,757	11,563
277 SHARES CHECKPOINT SOFTWARE TECHNOLOGY COMMON	23,494	23,395
3 SHARES MCDONALD'S CORP COMMON	352	365
302 SHARES LKQ CORP COMMON	8,308	9,256
304 SHARES AKAMAI TECHNOLOGIES COMMON	18,700	20,271
31 SHARES AMAZON.COM INC COMMON	15,081	23,246
315 SHARES MEDNAX INC COMMON	22,937	20,998
332 SHARES VERISK ANALYTICS INC COMMON	24,715	26,948
34 SHARES AT&T INC COMMON	1,250	1,446
362 SHARES UNITEDHEALTH GROUP INC COMMON	48,090	57,934
374 SHARES ACTIVISION BLIZZARD INC COMMON	9,816	13,505
38 SHARES SHIRE PHARMACEUTICALS GROUP PLC COMMON	9,661	6,474
413 SHARES COMCAST CORP COMMON	24,910	28,518
42 SHARES DELL TECHNOLOGIES INC CL V	1,982	2,309
423 SHARES GILEAD SCIENCES INC COMMON	38,411	30,291
436 SHARES APPLE INC COMMON	36,763	50,498
445 SHARES HCA HOLDINGS COMMON	32,787	32,939
49 SHARES AGRIUM INC COMMON	4,909	4,927
493 SHARES LENNAR CORP COMMON	21,724	21,165
494 SHARES MONDELEZ INTERNATIONAL INC COMMON	22,796	21,899
510 SHARES CBS CORP CL B COMMON	23,935	32,446
511 SHARES NIELSEN HOLDINGS PLC COMMON	25,180	21,436
547 SHARES NORWEGIAN CRUISE LINE HOLDINGS LTD COMMON	21,128	23,264
550 SHARES MYRIAD GENETICS INC COMMON	23,284	9,169
57 SHARES TYSON FOODS INC COMMON	2,573	3,516
6 SHARES PRICELINE.COM INC COMMON	5,393	8,796
622 SHARES NEWELL BRANDS INC COMMON	28,534	27,772
637 SHARES MICROSOFT CORP COMMON	32,549	39,583
65 SHARES CIGNA COMMON	9,810	8,670
667 SHARES CBRE GROUP INC COMMON	25,112	21,004



<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
70 SHARES EOG RESOURCES INC COMMON	6,969	7,077
72 SHARES THERMO FISHER SCIENTIFIC COMMON	9,804	10,159
73 SHARES CELGENE CORP COMMON	9,829	8,450
73 SHARES VERTEX PHARMACEUTICALS INC COMMON	9,548	5,378
74 SHARES ALLERGAN PLC COMMON	20,993	15,541
75 SHARES SEAGATE TECHNOLOGY COMMON	4,462	2,863
76 SHARES ANHEUSER-BUSCH INBEV NV ADR COMMON	9,725	8,014
77 SHARES BROADCOM LTD COMMON	9,872	13,611
79 SHARES CABOT OIL AND GAS COMMON	2,783	1,845
80 SHARES MEAD JOHNSON NUTRITION CO COMMON	6,773	5,661
82 SHARES THE WALT DISNEY CO COMMON	9,773	8,546
84 SHARES CUMMINS INC COMMON	9,741	11,480
85 SHARES INCYTE PHARMACEUTICALS INC COMMON	9,652	8,523
865 SHARES DISCOVERY COMMUNICATIONS COMMON	22,925	23,165
88 SHARES CVS COMMON	9,652	6,944
89 SHARES NETFLIX INC COMMON	10,083	11,018
892 SHARES CISCO SYSTEMS INC COMMON	23,302	26,956
99 SHARES ALPHABET INC CL C COMMON	69,401	76,410



**TY 2016 Investments Government Obligations Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**US Government Securities - End  
of Year Book Value:**

709,726

**US Government Securities - End  
of Year Fair Market Value:**

711,974

**State & Local Government  
Securities - End of Year Book  
Value:**

702,485

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

722,870



## TY 2016 Investments - Other Schedule

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1,064 ISHARES S&P SMALLCAP 600 BARRA VALUE FD	AT COST	122,160	148,971
1,277.190 SHARES DOUBLELINE TOTAL RETURN BOND FD	AT COST	13,996	13,564
12,866.267 SHARES GOLDMAN SACHS GROWTH OPPORTUNITY FD	AT COST	377,574	299,784
14,604.288 SHARES INVESCO INTERNATIONAL GROWTH FD	AT COST	501,344	443,970
2,144.449 SHARES STERLING CAPITAL TOTAL RETURN BOND FD	AT COST	22,753	22,431
2,442.408 SHARES EAGLE SMALL CAP GROWTH FD #131	AT COST	132,952	133,600
233 SHARES VANGUARD REIT VIPERS	AT COST	17,100	19,229
264.713 SHARES COHEN & STEERS REALTY FD	AT COST	10,877	11,430
4,184 ISHARES RUSSELL MIDCAP VALUE FD	AT COST	294,137	336,519
4,270.659 SHARES OPPENHEIMER DEVELOPING MARKETS FD	AT COST	143,678	136,533
6,160.772 SHARES ARTISAN INTERNATIONAL SMALL CAP FD #1465	AT COST	153,564	121,983
653.605 SHARES PIMCO FOREIGN BOND (US DOLLAR HEDGED) FD #103	AT COST	7,143	6,837
7,581.818 SHARES HARBOR INTERNATIONAL FD #11	AT COST	529,238	442,854
8,597.065 SHARES LAZARD EMERGING MARKETS PORTFOLIO #638	AT COST	140,294	137,209
891.333 SHARES NEUBERGER BERMAN STRATEGIC INCOME FD	AT COST	9,805	9,644
965.883 SHARES METROPOLITAN WEST TOTAL RETURN BOND FD #512	AT COST	10,528	10,171



**TY 2016 Land, Etc.  
Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,959	2,516	443	443
COMPUTER DESK	432	248	184	184



**TY 2016 Legal Fees Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL EXPENSE	1,126	0		1,126



**TY 2016 Other Expenses Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE ASSISTANCE	1,718	0		1,718
OFFICE SUPPLIES AND EXPENSES	319	0		319
GRANT AWARD RECEPTION EXPENSE	203	0		203
TELECOMMUNICATIONS	313	0		313
INSURANCE	3,269	0		3,269
INTERNET WEBSITE MAINTENANCE	1,400	0		1,400
ADR FEES	15	15		0
MISCELLANEOUS EXPENSES	150	0		150



**TY 2016 Other Increases Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Description	Amount
REFUNDS OF OVERPAID ESTIMATED EXCISE TAX ON INVESTMENT INCOME	4,238



**TY 2016 Other Liabilities Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Description	Beginning of Year - Book Value	End of Year - Book Value
STATE INCOME TAX WITHHELD FROM WAGES	131	131



**TY 2016 Other Professional Fees Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BB&T - INVESTMENT MANAGEMENT FEES	30,841	25,887		0



**TY 2016 Taxes Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	188	188		0
PAYROLL TAXES	1,102	0		1,102



**TY 2016 TransfersFrmControlledEntities**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Name	US / Foreign Address	EIN	Description	Amount
THE ROBERT E FRAZIER TRI- CITY AREA CHARITABLE GRANT FOUNDATION LLC	333 WEST VINE STREET SUITE 1500 LEXINGTON, KY 40507	46-4387129	NOT APPLICABLE BECAUSE CONTROLLED ORGANIZATION IS A DISREGARDED SINGLE-MEMBER LLC	0
<b>Total</b>				0



**TY 2016 TransfersToControlledEntities**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Name	US / Foreign Address	EIN	Description	Amount
THE ROBERT E FRAZIER TRI- CITY AREA CHARITABLE GRANT FOUNDATION LLC	333 WEST VINE STREET SUITE 1500 LEXINGTON, KY 40507	46-4387129	NOT APPLICABLE BECAUSE CONTROLLED ORGANIZATION IS A DISREGARDED SINGLE-MEMBER LLC	0
<b>Total</b>				0