

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

Name of foundation Brickstreet Foundation Inc		A Employer identification number 80-0772825	
Number and street (or P O box number if mail is not delivered to street address) 400 Quarrier Street		B Telephone number (see instructions) (304) 941-1000	
City or town, state or province, country, and ZIP or foreign postal code Charleston, WV 25301		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,321,981		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	161,782	161,782		
	4 Dividends and interest from securities	459,027	459,027		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-92,541			
	b Gross sales price for all assets on line 6a _____ 7,107,044				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	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	528,268	620,809		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	21,000	0		21,000
	c Other professional fees (attach schedule)	139,035	139,035		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,400	5,400		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	135	135		0
	24 Total operating and administrative expenses. Add lines 13 through 23	165,570	144,570		21,000
	25 Contributions, gifts, grants paid	406,750			8,206,750
	26 Total expenses and disbursements. Add lines 24 and 25	572,320	144,570		8,227,750
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-44,052			
	b Net investment income (if negative, enter -0-)		476,239		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	23,449,258	2,483,432	2,483,432
	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)			
	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)	14,186,261	28,838,549	28,838,549
	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)	37,635,519	31,321,981	31,321,981	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	13,025,000	5,225,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	13,025,000	5,225,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	24,610,519	26,096,981	
	30 Total net assets or fund balances (see instructions)	24,610,519	26,096,981	
31 Total liabilities and net assets/fund balances (see instructions) .	37,635,519	31,321,981		

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	24,610,519
2 Enter amount from Part I, line 27a	2	-44,052
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,530,514
4 Add lines 1, 2, and 3	4	26,096,981
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	26,096,981

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a Publicly Traded Securities			
b Capital Gains Dividends	P		
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 7,086,749		7,199,585	-112,836
b 20,295			20,295
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			-112,836
b			20,295
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	-92,541
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	4,235,090	30,807,571	0 137469
2014	3,299,136	30,541,387	0 108022
2013	3,814,785	31,112,598	0 122612
2012	264,932	15,478,779	0 017116
2011	0	4,925,000	0 000000

2 Total of line 1, column (d)	2	0 385219
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 077044
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	32,256,893
5 Multiply line 4 by line 3	5	2,485,200
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,762
7 Add lines 5 and 6	7	2,489,962
8 Enter qualifying distributions from Part XII, line 4	8	8,227,750

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,762
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	4,762
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,762
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	12,115
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	12,115
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,353
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 7,353 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ 0 (2) On foundation managers ☐ \$ _____ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <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) ☐ WV		
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	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

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 brickstreetfoundation.com	13	Yes	
14	The books are in care of Melissa Wood Telephone no (304) 941-1000			

Located at **400 Quarner Street Charleston WV** ZIP+4 **25301**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐ 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐ 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Gregory A Burton 400 Quarrier Street Charleston, WV 25301	President 1 00	0	0	0
James Christopher Howat 400 Quarrier Street Charleston, WV 25301	Treasurer 1 00	0	0	0
Thomas J Obrokta Jr 400 Quarrier Street Charleston, WV 25301	Secretary 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	25,895,815
b	Average of monthly cash balances.	1b	6,852,300
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	32,748,115
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	32,748,115
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	491,222
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,256,893
6	Minimum investment return. Enter 5% of line 5.	6	1,612,845

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

1	Minimum investment return from Part X, line 6.	1	1,612,845
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,762
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,762
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,608,083
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,608,083
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,608,083

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	8,227,750
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	8,227,750
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	4,762
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,222,988

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				1,608,083
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				1,748,049
d From 2014.				1,793,613
e From 2015.				2,702,881
f Total of lines 3a through e.	6,244,543			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>8,227,750</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				1,608,083
e Remaining amount distributed out of corpus	6,619,667			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,864,210			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	12,864,210			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				1,748,049
c Excess from 2014.				1,793,613
d Excess from 2015.				2,702,881
e Excess from 2016.				6,619,667

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a 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			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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	
Lucy Allara 400 Quarrier Street Charleston, WV 25301 (304) 941-1000	
b The form in which applications should be submitted and information and materials they should include	
All pertinent information	
c Any submission deadlines	
N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	
N/A	

Part XV **Supplementary Information** (continued)**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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	8,206,750
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	5,225,000

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	161,782	
4 Dividends and interest from securities. . . .			14	459,027	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-92,541	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .		0		528,268	0
13 Total. Add line 12, columns (b), (d), and (e).			13		528,268

(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

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

Print/Type preparer's name Dolores Rose	Preparer's Signature	Date	Check if self-employed ► ☐	PTIN P01286262
Firm's name ► Arnett Carbis Toothman LLP				Firm's EIN ► 55-0486667
Firm's address ► P O Box 2629 Charleston, WV 25329				Phone no (304) 346-0441

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 <i>Paid during the year</i>				
Alzheimer's Association WV Chapter 1601 2nd Avenue Charleston, WV 25387	N/A	Other Public Charity	Sponsor events to provide support, education and services to local families dealing with Alzheimers	2,500
American Red Cross 113 Lakeview Drive Charleston, WV 25313	N/A	Other Public Charity	2015 Disaster Relief	25,000
Arthritis Foundation Inc 1116 Smith Street 301 Charleston, WV 25301	N/A	Other Public Charit	Jingle Bell Run	1,000
Better Business Bureau of Canton RegionGreater West Virginia 1434 Cleveland Avenue NW Canton, OH 44703	N/A	Other Public Charit	Annual Shred Day	1,000
Big Brothers & Big Sisters of the Tri-State Inc 501 5th Avenue Suite 3 Huntington, WV 25701	N/A	Other Public Charity	Bowl, Bid and Golf for Kids' Sake events	2,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Blue Ridge Community & Technical College 13650 Apple Harvest Drive Martinsburg, WV 25401	N/A	Other Public Charity	Brickstreet Scholars Scholarship Fund	500,000
Bob Burdette Center Inc 1401 Washington Street Charleston, WV 25387	N/A	Other Public Charit	Scholarship Funding for children	10,000
Boys and Girls Club of Parkersburg Inc 1200 Mary Street Parkersburg, WV 26101	N/A	Other Public Charit	Parkersburg Safetytown	1,000
Boys and Girls Club of the Eastern Panhandle PO Box 1184 Martinsburg, WV 25402	N/A	Other Public Charit	Programs support	1,000
Buckskin Council BSA 2829 Kanawha Blvd East Charleston, WV 25311	N/A	Other Public Charity	Leadership Service Center	10,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Buckskin Council BSA 2829 Kanawha Blvd East Charleston, WV 25311	N/A	Other Public Charity	Leadership Service Center	100,000
Cabell County Public Library 455 Ninth Street Plaza Huntington, WV 25701	N/A	Other Public Charit	Gala Event	3,000
Cabell Huntington Hospital Foundation Inc 1340 Hal Greer Boulevard Huntington, WV 25701	N/A	Other Public Charity	Hoops Family Children's Hospital	175,000
CAMC Foundation 3412 Staunton Avenue SE Charleston, WV 25304	N/A	Other Public Charity	NICU waiting room renovation	50,000
Charleston Montessori Inc 319 Washington Street West Charleston, WV 25302	N/A	Other Public Charit	Life's A Hike fundraiser	500
Total 				8,206,750
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 <i>Paid during the year</i>				
Charleston Montessori Inc 319 Washington Street West Charleston, WV 25302	N/A	Other Public Charit	A Night Under the Stars fundraiser	2,500
Childhood Language Center 406 Capitol Street Charleston, WV 25301	N/A	Other Public Charit	5k Run/Walk and Charleston's Mac n' Cheese Cook-Off Event	5,000
Children's Home Society of WV 1422 Kanawha Blvd East Charleston, WV 25330	N/A	Other Public Charity	Under the Summer Stars fundraiser	1,500
Childrens Therapy Clinic Inc 113 Lakeview Drive Charleston, WV 25313	N/A	Other Public Charity	Pediatric Clinic support of therapy services for children -	10,000
City of Hurricane (Hurricane Development Authority) 3255 Teays Valley Road Charleston, WV 25526	N/A	City Government	Community events and gatherings support	2,500
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
City of Oak Hill PO Box 1245 Oak Hill, WV 25901	N/A	City Government	K9 Memorial Dog Park	5,000
Craik-Patton House Foundation Inc PO Box 11782 Charleston, WV 25339	N/A	Other Public Charity	Craik-Patton Museum House support	10,000
Cross Lanes Christian School 5330 Floradale Drive Cross Lanes, WV 25313	N/A	Other Public Charity	Education program support	3,000
Down Syndrome Network of WV Inc PO Box 7102 Cross Lanes, WV 25313	N/A	Other Public Charit	Buddy Walk in September 2016	1,000
Fairmont State University Foundation 1300 Locust Avenue PO Box 461 Fairmont, WV 26555	N/A	State University	Scholarships	1,000,000
Total ▶ 3a				8,206,750

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 <i>Paid during the year</i>				
Foundation for the Tri-State Community Inc 916 Fifth Avenue Suite 403 Huntington, WV 25779	N/A	Other Public Charit	Chip's Celebrity Bingo with Troy Brown support	5,000
Friends of Coal Ladies Auxillary PO Box 1109 Beckley, WV 25802	N/A	Other Public Charity	Giving Hearts Program	10,000
Girl Scouts Black Diamond Council 210 Hale Street Charleston, WV 25322	N/A	501(c)3	Mutliple programs support	10,000
Golden Girl Group Home 999 B Street PO Box 876 Ceredo, WV 25507	N/A	Other Public Charity	Extracurricular activities support for home residents	3,500
Good News Mountaineer Garage 1637 4th Avenue Charleston, WV 25387	N/A	Other Public Charit	Paving, green space and rain garden project support	10,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Habitat for Humanity-Kanawha & Putnam 815 Court Street Charleston, WV 25301	N/A	Other Public Charity	Support homeowner education and community center activities	1,000
HOPE (Housing Outreach Project Express)USA 1033 Virginia St E Charleston, WV 25301	N/A	Other Public Charity	HOPE summer service project	1,000
Huntington Dance Theatre Ltd PO Box 2211 Huntington, WV 25722	N/A	Other Public Charit	Huntington Nutcracker Show	15,000
JDRF International 26 Broadway 15th Floor New York, NY 10004	N/A	Other Public Charity	Walk for a Cure	2,500
Keith Albee Performing Arts Center Inc PO Box 5425 Huntington, WV 25703	N/A	Other Public Charit	Take a Seat Under the Stars campaign	30,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Kids Chance of WV PO Box 11283 Charleston, WV 25339	N/A	Other Public Charity	Provide financial support through scholarships for children of injured workers	125,000
KOMAX Business Systems for Make-A-Wish Foundation 500 D Street Charleston, WV 25314	N/A	Other Public Charit	Annual Make a Wish Golf Tournament	500
KVC Behavioral Healthcare 300 Kenton Drive Suite 200 Charleston, WV 25311	N/A	Other Public Charity	Home, Hope, Heros program support	1,500
Library Foundation of Kanawha County Inc 123 Capital Street Charleston, WV 25301	N/A	501(c)3	Summer Library Club for Children support	1,000
Lincoln County High School Volleyball 81 Lincoln Panther Way Hamlin, WV 25523	N/A	Public School	Volleyball program	3,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Logan County Child Advocacy Center Inc PO Box 308 Logan, WV 25601	N/A	City Government	Trauma therapy for child victims of crime	1,500
Marshall University Foundation Incorporated 519 John Marshall Drive Huntington, WV 25703	N/A	Other Public Charit	Scholarship Funding	1,000,000
Marshall University Foundation Incorporated 519 John Marshall Drive Huntington, WV 25703	N/A	Other Public Charity	2015- Lose the Training Wheels Camp	1,000
Morgatown High School Band Auxiliary 109 Wilson Avenue Morgantown, WV 26501	N/A	Public School	Pearl Harbor Memorial Parade held in Hawaii - High school band auxiliary	5,000
Mountain Mission 1620 7th Avenue Charleston, WV 25387	N/A	Other Public Charit	Feeding program	10,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Mountaineer Montessori School 308 20th Street Charleston, WV 25304	N/A	Other Public Charity	Mountaineer Montessori School (Montessori Etc Inc)	2,500
Muscular Dystrophy Association 500 West Wilson Road Suite 150 Columbus, OH 43085	N/A	Other Public Charit	MDA Summer Camp	2,500
Nitro High School DECA Chapter 1300 Park Avenue Nitro, WV 25143	N/A	Public School	DECA Chapter Contribution	3,500
North Charleston Baptist Church 1009 Woodward Drive Charleston, WV 25387	N/A	Church	2015 Donation - Christmas Store	400
North Marion High School Track Booster Program 104 Third Street Elkins, WV 26241	N/A	Public School	Spring season support	850
Total ▶ 3a				8,206,750

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 <i>Paid during the year</i>				
Overbrook Elementary School PTO 218 Oakwood Road Charleston, WV 25314	N/A	Public School	Outdoor classroom and garden project	1,500
Read Aloud West Virginia Inc PO Box 1784 Charleston, WV 25326	N/A	Other Public Charity	Read-A-Palooza event	2,000
Read Aloud West Virginia Inc PO Box 1784 Charleston, WV 25326	N/A	Other Public Charity	Donation for general support	50,000
Richmond Symphony 612 East Grace Street Suite 401 Richmond, VA 23219	N/A	Other Public Charity	Support Masterworks Performance-Tchaikovsky 4	2,500
Ronald McDonald House 1500 17th Street Huntington, WV 25701	N/A	Other Public Charit	Maggie's playgroud support	15,000
Total ▶ 3a				8,206,750

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 <i>Paid during the year</i>				
Saint Francis of Assisi School 525 Holley Street Saint Albans, WV 25177	N/A	Other Public Charit	Ceili Dinner - helps fund additions to the computer lab as well as educational and social trips	500
Schoenbaum Family Enrichment Center 1791 5th Avenue Suite 1 Charleston, WV 25312	N/A	501(c)3	Healthy Seedlings-Healthy Sprouts Program	1,500
Schoenbaum Family Enrichment Center 1791 5th Avenue Suite 1 Charleston, WV 25312	N/A	501(c)3	Healthy Taste Festival	1,500
Shepherd University Foundation PO Box 5000 Shepherdstown, WV 25443	N/A	Other Public Charity	Brickstreet Scholars Scholarship Fund	500,000
Special Olympics VA 3212 Skipwith Road Suite 100 Richmond, VA 23294	N/A	Other Public Charity	Healthcare issues and school-based outreach	25,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
Special Olympics WV 1206 Virginia Street East Charleston, WV 25301	N/A	Other Public Charity	To sponsor the annual summer games for special olympics	2,500
Stepping Stones Canines Fosters 6918 Heritage Drive Charleston, WV 25312	N/A	Other Public Charity	Assist with veterinary bills and supplies	1,000
Tamarack Foundation Inc 3310 Piedmont Road Charleston, WV 25306	N/A	501(c)3	Support the build out of the gallery space, artist incubation, meeting and office space in the historic Stats Hospital Building	25,000
Thanks Plain and Simple Inc 5313 F Carleton Court Charleston, WV 25313	N/A	Other Public Charit	Rosie the Riveters and Youth Show "We Pull Better Together"	3,500
The Joffrey Ballet 10 E Randolph Street Chicago, IL 60601	N/A	Other Public Charit	Christopher Wheeldon's The Nutcracker funding	75,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
The Marshall University Foundation 519 John Marshall Drive Huntington, WV 25703	N/A	Other Public Charity	Annual support at Marshall University and the Actualizing STEM Capabilities	400,000
United Way of Central WV One United Way Square Charleston, WV 25301	N/A	Other Public Charity	Projects supporting Boone, Clay, Kanawha, Logan and Putnam Counties	10,000
University of Charleston 2300 MacCorkle Avenue SE Charleston, WV 25304	N/A	Other Public Charity	Support physician assistant program	200,000
Valley Comprehensive Community Mental Health Center 301 Scott Avenue Morgantown, WV 26508	N/A	Other Public Charity	Support annual Thanksgiving Dinner	1,000
Weirton Medical Center Inc 601 Colliers Way Weirton, WV 26062	N/A	Other Public Charit	WMC Breast Care Services	5,000
Total ► 3a				8,206,750

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 <i>Paid during the year</i>				
West Liberty University Foundation 208 University Drive College Union Box 133 West Liberty, WV 26074	N/A	Other Public Charity	West Family Stadium Renovation	50,000
WV Broadcasters Association 140 Seventh Avenue South Charleston, WV 25303	N/A	Other Public Charit	WVBA Spring Meeting	1,000
WV Golf Association 2115 Charleston Town Center Charleston, WV 25389	N/A	Other Public Charit	WV Open Championship support	5,000
WV International Film Festival Inc PO Box 2165 Charleston, WV 25328	N/A	Other Public Charit	Spring Festival support	500
WV National Guard Foundation 1703 Coonskin Drive Charleston, WV 25311	N/A	Other Public Charity	Gold Star Program	1,500
Total 				8,206,750
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 <i>Paid during the year</i>				
WV School of Osteopathic Medicine Foundation Inc 400 North Lee Street Lewisburg, WV 24901	N/A	Other Public Charity	BrickStreet Scholars Scholarship Fund	900,000
WV State University Foundation Inc PO Box 1000 Institute, WV 25112	N/A	Other Public Charity	Brickstreet Scholarship Fund	1,500,000
WV State University Foundation 100 Barron Drive East Hall Institute, WV 25112	N/A	Other Public Charity	Balancing the Equation for Student Success Program	50,000
WV State University Foundation PO Box 1000 Institute, WV 25112	N/A	Other Public Charity	Support Logan County Extension Programming	20,000
WV Wildcats Select PO Box 11070 Charleston, WV 25339	N/A	Other Public Charit	Basketball tournament expenses	1,000
Total ▶ 3a				8,206,750

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 <i>Paid during the year</i>				
WVSOM Foundation Inc 400 North Lee Street Lewisburg, WV 24901	N/A	State University	BrickStreet Scholarship Fund	200,000
WVU Foundation 405 Fayette Pike Montgomery, WV 25136	N/A	Other Public Charity	Program support and travel costs	200,000
WVU Foundation PO Box 1650 Morgantown, WV 26507	N/A	State University	Business School - Innovation & Entrepreneurship Center	350,000
WVU Foundation PO Box 1650 Morgantown, WV 26507	N/A	Other Public Charity	Brickstreet Scholars	150,000
WVU Foundation PO Box 1650 Morgantown, WV 26507	N/A	Other Public Charity	WVU College of Law - Innovation & Entrepreneurship	85,000
Total ▶ 3a				8,206,750

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 <i>Paid during the year</i>				
WVU Foundation PO Box 6130 Morgantown, WV 26508	N/A	Other Public Charity	Brickstreet Men's Golf Scholarship	200,000
WVU Tech 405 Fayette Pike Montgomery, WV 25136	N/A	Other Public Charity	Support computer programming competition for students	1,500
Total ▶ 3a				8,206,750

TY 2016 Accounting Fees Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	21,000	0		21,000

TY 2016 Investments - Other Schedule

Name: Brickstreet Foundation Inc

EIN: 80-0772825

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Investments	AT COST	28,838,549	28,838,549

TY 2016 Other Expenses Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank fees	110	110		0
Miscellaneous expenses	25	25		0

TY 2016 Other Increases Schedule

Name: Brickstreet Foundation Inc
EIN: 80-0772825

Description	Amount
Unrealized gains on investments	1,530,514

TY 2016 Other Professional Fees Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment fees	139,035	139,035		0

**TY 2016 Substantial Contributors
Schedule****Name:** Brickstreet Foundation Inc**EIN:** 80-0772825**Name****Address**

Brickstreet Mutual Insurance Compan

400 Quarrier Street
Charleston, WV 25301

TY 2016 Taxes Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Income Taxes	5,400	5,400		0