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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation BERNICE A B KEYES T/W 40-0166180		A Employer identification number 91-6111944
Number and street (or P O box number if mail is not delivered to street address) KEYBANK, 4900 TIEDEMAN RD. OH-01-49-0150		B Telephone number (see instructions) 216-813-4556
City or town, state or province, country, and ZIP or foreign postal code BROOKLYN, OH 44144-2302		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,922,351.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	45,436	45,436		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,464			
	b Gross sales price for all assets on line 6a	528,968			
	7 Capital gain net income (from Part IV, line 2)		1,464		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or loss (attach schedule)				
	11 Other income (attach schedule)	962			STMT 2
	12 Total. Add lines 1 through 11	47,862	46,900		
	13 Compensation of officers, directors, trustees, etc.	21,270	15,952		5,317
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employer benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000	NONE	NONE	1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	915			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE		
23 Other expenses (attach schedule) STMT 5	25			25	
24 Total operating and administrative expenses. Add lines 13 through 23.	23,210	15,952	NONE	6,342	
25 Contributions, gifts, grants paid	90,608			90,608	
26 Total expenses and disbursements. Add lines 24 and 25	113,818	15,952	NONE	96,950	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-65,956				
b Net investment income (if negative, enter -0-)		30,948			
c Adjusted net income (if negative, enter -0-)					

3

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				
	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 ▶ NONE				
	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) STMT 6	1,667,881.	1,601,925.	1,922,351.		
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)	1,667,881.	1,601,925.	1,922,351.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	1,667,881.	1,601,925.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	1,667,881.	1,601,925.		
31	Total liabilities and net assets/fund balances (see instructions)	1,667,881.	1,601,925.			

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	1,667,881.
2	Enter amount from Part I, line 27a	2	-65,956.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,601,925.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,601,925.

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 OTHER GAINS AND LOSSES				
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 534,937.		527,504.	7,433.	
b -5,969.			-5,969.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			7,433.	
b			-5,969.	
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	1,464.
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.

(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	102,661.	1,959,239.	0.052398
2014	86,948.	2,007,887.	0.043303
2013	78,516.	1,905,381.	0.041208
2012	80,062.	1,801,897.	0.044432
2011	88,779.	1,824,565.	0.048658
2 Total of line 1, column (d)			2 0.229999
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 0.046000
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 1,881,317.
5 Multiply line 4 by line 3.			5 86,541.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 309.
7 Add lines 5 and 6.			7 86,850.
8 Enter qualifying distributions from Part XII, line 4. 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.			8 96,950.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	309.
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	309.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	309.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 1,220.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,220.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	911.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 312. Refunded <input checked="" type="checkbox"/> 599.	11	599.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ (2) On foundation managers ► \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
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	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
The books are in care of ▶ KEYBANK, N A Telephone no. ▶ (216) 813-4556		
Located at ▶ 4900 TIEDEMAN RD. OH-01-49-0147, BROOKLYN, OH ZIP+4 ▶ 44144-2302		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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	X

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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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KEYBANK NA 100 PUBLIC SQ STE 600, CLEVELAND, OH 44113	TRUSTEE 1	21,270.	-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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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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."

[illegible]

Total number of others receiving over \$50,000 for professional services	▶	NONE
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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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	1,909,966.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,909,966.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,909,966.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	28,649.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,881,317.
6	Minimum investment return. Enter 5% of line 5	6	94,066.

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	94,066.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	309.
b	Income tax for 2016. (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	309.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	93,757.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	93,757.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	93,757.

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	96,950.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	96,950.
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	309.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	96,641.

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				93,757.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	7,133.			
f Total of lines 3a through e	7,133.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>96,950.</u>				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				93,757.
e Remaining amount distributed out of corpus.	3,193.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,326.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	10,326.			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	7,133.			
e Excess from 2016	3,193.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation 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).)

NONE

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.

NONE

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT	NONE	I	SCHOLARSHIP	90,608.
Total			3a	90,608.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.

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

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

Part XV-3

University Name	Student Name	Address of university	Relationship	Status	Purpose	Amount
Boston University	S. An	Boston MA 02215	None	I	Scholarship	\$ 1,612.00
Charles Wright Academy	E. Julian	Washington 98467	None	I	Scholarship	\$ 6,152.80
Charles Wright Academy	E. Julian	Washington 98467	None	I	Scholarship	\$ 647.02
Charles Wright Academy	W. Swift	Washington 98467	None	I	Scholarship	\$ 14,500.00
Charles Wright Academy	E. Shepard	Washington 98467	None	I	Scholarship	\$ 14,500.00
Duke University	Q. King	Durham 27708	None	I	Scholarship	\$ 1,612.00
George Fox University	L. Peirce	NEWBERG OR 97132	None	I	Scholarship	\$ 1,612.00
Gonzaga University	A. Mccullough	Spokane WA 99258	None	I	Scholarship	\$ 1,612.00
Gonzaga University	C. Black	Spokane WA 99258	None	I	Scholarship	\$ 1,612.00
Northwest University	S. Ndungu	KIRKLAND WA 98033	None	I	Scholarship	\$ 1,612.00
Occidental College	J. Dhani	Los Angeles CA 90041	None	I	Scholarship	\$ 1,612.00
Pacific Lutheran University	J. Cruz	Tacoma WA 98447	None	I	Scholarship	\$ 1,612.00
Pacific Lutheran University	T. Chinneth	Tacoma WA 98447	None	I	Scholarship	\$ 1,612.00
TUFTS University	N. Hill	Medford MA 02155	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	J. Bernal	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	S. Miranda	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	D. McGinnis	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	H. Won Redden	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	B. Luong	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	M Severson	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	K. Nguyen	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	G. Ortiz	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington	G. Lee	SEATTLE WA 98195	None	I	Scholarship	\$ 1,612.00
Univ. of Washington Tacoma	P. Granillo	Tacoma WA 98402	None	I	Scholarship	\$ 1,612.00
Univ. of Washington Tacoma	K. Nguyen	Tacoma WA 98402	None	I	Scholarship	\$ 1,612.00
Univ. of Washington Tacoma	K. Orantes	Tacoma WA 98402	None	I	Scholarship	\$ 1,612.00
Univ. of Washington Tacoma	K. Orantes	Tacoma WA 98402	None	I	Scholarship	\$ 1,612.00
Univer of Puget Sound	A. Johnson	TACOMA, WA 98416	None	I	Scholarship	\$ 1,612.00
University of Miami	T. Blackston	Coral Gables FL 33146	None	I	Scholarship	\$ 1,612.00
University of Oklahoma Norman	B. Wilson	Norman OK 73019	None	I	Scholarship	\$ 1,612.00
Washington State University	P. Rader	PULLMAN, WA 99164	None	I	Scholarship	\$ 1,612.00
Washington State University	T. Solis	PULLMAN, WA 99164	None	I	Scholarship	\$ 1,612.00
Washington State University	N. Valencia	PULLMAN, WA 99164	None	I	Scholarship	\$ 1,612.00
Western Washington University	C. Blanc	Bellingham WA 98225	None	I	Scholarship	\$ 1,612.00
Whitman College	T. Harris	Walla Walla WA 99362	None	I	Scholarship	\$ 1,612.00
Whitman College	T-H Hung	Walla Walla WA 99362	None	I	Scholarship	\$ 1,612.00
Whitworth University	T. Currin	Spokane WA 99251	None	I	Scholarship	\$ 1,612.00
Whitworth University	R. Iyeli	Spokane WA 99251	None	I	Scholarship	\$ 1,612.00
TOTAL						\$ 90,607.82

BERNICE A B KEYES

T/W 40-0166180

91-6111944

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INT	26,234.	26,234
MUTUAL FUND	18,180.	18,180.
OID	1,022.	1,022.
	-----	-----
TOTAL	45,436.	45,436.
	=====	=====

BERNICE A B KEYES

T/W 40-0166180

91-6111944

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
REFUND	962.

TOTALS	962.
	=====

STATEMENT 2

BERNICE A B KEYES

T/W 40-0166180

91-6111944

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000
	-----	-----	-----	-----
TOTALS	1,000.	NONE	NONE	1,000
	=====	=====	=====	=====

BERNICE A B KEYES

T/W 40-0166180

91-6111944

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES - PRINCIPAL	915.

TOTALS	915.
	=====

STATEMENT 4

BERNICE A B KEYES

T/W 40-0166180

91-6111944

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
STATE FILING FEE	25.	25.
TOTALS	----- 25. =====	----- 25. =====

BERNICE A B KEYES , T/W 40-0166180

91-6111944

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	C	1,601,925.	1,922,351.
	TOTALS	1,601,925	1,922,351.

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT
4731-400-10420-0166180
FISCAL YEAR CODE 1231

ACCOUNT NAME
KEYES BERNICE A B OCHR
AS OF 12-31-2016

TAX ANALYST/NAME
Edwin Perez

RUN DATE 2017-01-19
BUS DATE 2017-01-18
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
580135101	MCDONALDS CORP COM	8,520 40	0 00	6,285 30	70 000
58155Q103	MCKESSON CORP COM	8,005 65	0 00	4,531 66	57 000
58933Y105	MERCK & CO INC COM	9,536 94	0 00	6,348 76	162 000
59156R108	METLIFE INC COM	8,945 74	0 00	6,863 12	166 000
594918104	MICROSOFT CORP COM	21,624 72	0 00	12,002 79	348 000
609207105	MONDELEZ INTERNATIONAL INC COM CL A	9,841 26	0 00	8,295 26	222 000
617446448	MORGAN STANLEY COM	14,449 50	0 00	6,087 57	342 000
641224415	NEUBERGER BERMAN EMERG MKTS EQTY OPEN-END FUND INSTL CL	50,424 00	0 00	53,724 00	3,300 000
68389X105	ORACLE CORP COM	7,382 40	0 00	2,649 58	192 000
717081103	PFIZER INC COM	9,224 32	0 00	6,270 78	284 000
718172109	PHILIP MORRIS INTERNATIONAL INC COM	13,357 54	0 00	12,531 74	146 000
723787107	PIONEER NATURAL RESOURCES CO COM	8,463 29	0 00	7,278 89	47 000
74144T108	T ROWE PRICE GROUP INC COM	8,353 86	0 00	2,816 07	111 000
741503403	PRICELINE GROUP INC COM	11,728 48	0 00	4,287 91	8 000
74253Q747	PRINCIPAL MIDCAP FUND OPEN- END FUND INSTL CL	49,478 00	0 00	46,178 00	2,200 000
742718109	PROCTER & GAMBLE CO COM	5,549 28	0 00	4,195 29	66 000
74460D109	PUBLIC STORAGE REIT	8,940 00	0 00	8,317 20	40 000
747525103	QUALCOMM INC COM	10,888 40	0 00	9,225 08	167 000
7495200A1	KT SHORT TERM INVESTMENT FUND	34,255 65	24,400 08	58,655 73	58,655 730
749520902	KT GOVERNMENT MORTGAGE FUND	57,895 08	0 00	50,924 38	655 578
760759100	REPUBLIC SERVICES INC COM CL A	15,574 65	0 00	8,372 78	273 000
776696106	ROPER TECHNOLOGIES INC COM	12,266 36	0 00	11,471 74	67 000
806407102	HENRY SCHEIN INC COM	5,764 98	0 00	1,425 76	38 000
816851109	SEMPRA ENERGY COM	4,528 80	0 00	4,505 84	45 000
824348106	SHERWIN WILLIAMS CO COM	6,449 76	0 00	6,421 10	24 000
855244109	STARBUCKS CORP COM	12,380 96	0 00	6,025 27	223 000
883556102	THERMO FISHER SCIENTIFIC INC COM	11,429 10	0 00	2,820 42	81 000
88579Y101	3M CO COM	16,964 15	0 00	13,557 08	95 000
887317303	TIME WARNER INC COM	13,031 55	0 00	13,009 95	135 000
912810FV4	UNITED STATES TREAS BDS INFL IDX DTD 01/31/08 1 75% DUE 01/15/28	61,833 97	0 00	53,413 01	48,000 000
912828LA6	UNITED STATES TREAS NTS INFL IDX DTD 07/15/09 1 875% DUE 07/15/19	56,652 06	0 00	53,532 38	47,000 000
913017109	UNITED TECHNOLOGIES CORP COM	15,237 18	0 00	9,314 87	139 000
92343V104	VERIZON COMMUNICATIONS INC COM	10,942 90	0 00	8,378 98	205 000
949746101	WELLS FARGO CO COM	14,824 59	0 00	9,626 47	269 000
989701107	ZIONS BANCORP COM	12,008 16	0 00	5,945 94	279 000
998154249	CHARITABLE CONVERTIBLE SEC FUND	61,708 43	0 00	61,313 78	1,812 342
G1151C101	ACCENTURE PLC FGN COM CL A	17,335 24	0 00	8,366 18	148 000
N53745100	LYONDELLBASELL INDUSTRIES N V FGN COM CL A	5,918 82	0 00	7,336 83	69 000
*** TOTAL ***		1,897,950 47	24,400 08	1,601,925.40	225,594 254