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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

07/01, 2016, and ending

06/30, 2017

Name of foundation

THE SLEMP FOUNDATION 15-7700

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

A Employer identification number

31-6025080

B Telephone number (see instructions)

513-762-8878

P. O. BOX 1118, ML CN-OH-W10X

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

CINCINNATI, OH 45201-1118

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 25,246,682.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☐ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	586,393.	585,501.	892.	STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	275,002.			
b	Gross sales price for all assets on line 6a	1,569,569.			
7	Capital gain net income (from Part IV, line 2)		275,002.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	861,395.	860,503.	892.	
13	Compensation of officers, directors, trustees, etc.	62,566.	18,770.		43,796.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)	3,000.	NONE	NONE	3,000.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	124,583.			12,458.
17	Interest				
18	Taxes (attach schedule) (see instructions)	17,390.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	18,876.	5,663.	NONE	13,213.
22	Printing and publications	543.	NONE	NONE	543.
23	Other expenses (attach schedule)	42,746.	1,915.		40,831.
24	Total operating and administrative expenses. Add lines 13 through 23.	269,704.	143,863.	NONE	113,841.
25	Contributions, gifts, grants paid	945,890.			945,890.
26	Total expenses and disbursements. Add lines 24 and 25.	1,215,594.	143,863.	NONE	1,059,731.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	-354,199.			
b	Net investment income (if negative, enter -0-)		716,640.		
c	Adjusted net income (if negative, enter -0-)			892.	

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	6,213.	-13,571.	-13,571.
	2	Savings and temporary cash investments	389,612.	286,468.	286,468.
	3	Accounts receivable ▶ 1,469.			
		Less: allowance for doubtful accounts ▶	1,655.	1,469.	1,469.
	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) . STMT 12.	9,072,887.	9,172,670.	19,257,280.
	c	Investments - corporate bonds (attach schedule) . STMT 21.	2,713,935.	2,608,291.	2,668,258.
	Liabilities	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule) STMT 22.	2,881,658.	2,969,634.	3,046,778.
14		Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶ SLEMP CEMETERY)	1.	1.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,065,961.	15,024,962.	25,246,682.
17		Accounts payable and accrued expenses			
18		Grants payable			
19		Deferred revenue STMT 23.	154.	NONE	
20		Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	154.	NONE	
		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. ▶ ☒ X			
	27	Capital stock, trust principal, or current funds	15,065,807.	15,024,962.	
	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)	15,065,807.	15,024,962.		
31	Total liabilities and net assets/fund balances (see instructions)	15,065,961.	15,024,962.		

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	15,065,807.
2	Enter amount from Part I, line 27a	2	-354,199.
3	Other increases not included in line 2 (itemize) ▶ APPRECIATION ON GIFTED STOCK	3	316,356.
4	Add lines 1, 2, and 3	4	15,027,964.
5	Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL/WASH SALE ADJUSTMENT	5	3,002.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,024,962.

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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					
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 1,569,569.		1,294,567.	275,002.		
b					
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			275,002.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	275,002.	
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	1,096,236.	22,494,204.	0.048734
2014	1,202,407.	23,650,028.	0.050842
2013	1,394,061.	22,387,353.	0.062270
2012	1,259,042.	20,945,980.	0.060109
2011	1,062,063.	19,654,470.	0.054037
2 Total of line 1, column (d)			2 0.275992
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 0.055198
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 23,610,219.
5 Multiply line 4 by line 3.			5 1,303,237.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 7,166.
7 Add lines 5 and 6.			7 1,310,403.
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 1,059,731.

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)		1	14,333.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	14,333.
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	14,333.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016.	6a	18,641.	
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	18,641.	
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	4,308.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ 4,308. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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?		
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) ► OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	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

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 ► <u>www.slempfoundation.org</u>	13	X
14 The books are in care of ► <u>SEE STATEMENT 24</u> Telephone no. ► _____ Located at ► _____ ZIP+4 ► _____		
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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	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	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? If "Yes," list the years ► _____	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	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?	☐ 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	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 ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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
SEE STATEMENT 25		62,566.		

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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 27		
Total number of others receiving over \$50,000 for professional services		NONE

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	23,728,388.
b	Average of monthly cash balances	1b	241,377.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	23,969,765.
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	23,969,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	359,546.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,610,219.
6	Minimum investment return. Enter 5% of line 5	6	1,180,511.

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	1,180,511.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	14,333.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,333.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,166,178.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,166,178.
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	1,166,178.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,059,731.
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	1,059,731.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,059,731.

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				1,166,178.
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	271,714.			
d From 2014	64,596.			
e From 2015	NONE			
f Total of lines 3a through e	336,310.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>1,059,731.</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.				1,059,731.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016. (If an amount appears in column (d), the same amount must be shown in column (a).)	106,447.			106,447.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	229,863.			
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	229,863.			
10 Analysis of line 9:				
a Excess from 2012	NONE			
b Excess from 2013	165,267.			
c Excess from 2014	64,596.			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

1 a 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	
2 a 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).)

N/A

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.

N/A

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:

SEE STATEMENT 28

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 ATTACHED STATEMENT - 1	NONE	CHARITABLE	PROGRAM SUPPORT	665,890.
SEE ATTACHED STATEMENT - 2	NONE	STUDENT	SCHOLARSHIPS	280,000.
Total ► 3a				
b Approved for future payment				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	586,393.	
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	275,002.	
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)				861,395.	
13 Total. Add line 12, columns (b), (d), and (e)				861,395.	

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)



NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

► TRUSTEE

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

SCOTT MAIR, VICE PRESIDENT

Preparer's signature

Date _____

10/23/2017

Check	if
-------	----

7 self-employed

PTIN

P00365526

Firm's name ► U.S. BANK, N.A.

Firm's EIN ▶ 31-0841368

Firm's address ► P.O. BOX 1118, ML: CN-OH-W10X

CINCINNATI, OH 45201-1118

Phone no. 513-632-4393

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
AFLAC INC	1,700.	1,700.	
AIA GROUP LTD A D R	877.	877.	
ATT INC	1,940.	1,940.	
AZZ INC	47.	47.	
ABBOTT LABORATORIES	1,050.	1,050.	
ABBVIE INC	2,420.	2,420.	
AIR LIQUIDE S A A D R	798.	798.	
ALFA LAVAL AB A D R	402.	402.	
ALLETE INC	250.	250.	
ALLIANZ AG-ADR COM	1,719.	1,719.	
ALLSTATE CORP	5,984.	5,984.	
AMERICAN AIRLINES GROUP INC	400.	400.	
AMERICAN EAGLE OUTFITTERS	271.	271.	
AMERICAN EQUITY INVT LIFE HL	245.	245.	
AMERICAN EXPRESS CO	2,500.	2,500.	
ANHEUSER BUSCH INBEV NV A D R	358.	358.	
ANHEUSER BUSCH INBEV 3.700% 2/01/24	7,400.	7,400.	
APOGEE ENTERPRISES INC	250.	250.	
APPLE COMPUTER INC COM	16,380.	16,380.	
APPLE INC	1,636.	1,636.	
ARM HLDGS PLC A D R	44.	44.	
ASHFORD HOSPITALITY TR INC	492.	191.	301.
ASTRAZENECA PLC	1,950.	1,950.	
ATLAS COPCO AB SPONS A D R	478.	478.	
BBA AVIATION PLC UNSPON A D R	264.	264.	
BANCO BILBAO VIZCAYA ARGEN A D R	774.	774.	
BANC OF CALIFORNIA INC	89.	89.	
BANK OF AMERICA CORP	900.	900.	
BANK OF NY MELLO MTN 2.150% 2/24/20	2,150.	2,150.	
BANK NOVA SCOTIA 2.800% 7/21/21	2,800.	2,800.	
BARD C R INC COM	2,080.	2,080.	
BAYER A G SPONSORED ADR	1,496.	1,496.	
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			STATEMENT 1

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
BAYERISCHE MOTOREN SPON A D R	987.	987.	
BECTON DICKINSON 3.250% 11/12/20	8,125.	8,125.	
BERKSHIRE HATHAWAY 3.000% 5/15/22	6,000.	6,000.	
BIG LOTS INC COM	231.	231.	
BLOOMIN BRANDS INC	440.	440.	
BOTTLING GROUP LLC 5.125% 1/15/19	4,157.	4,157.	
CBS CORP CLASS B NON VOTING	690.	690.	
CSL LIMITED A D R	378.	378.	
CALATLANTIC GROUP INC	99.	99.	
CANADIAN NATL RY CO COM	534.	534.	
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	4,000.	4,000.	
CATERPILLAR MTN 3.250% 12/01/24	3,250.	3,250.	
CHEMICAL FINANCIAL CORP	476.	476.	
CHESAPEAKE UTILITIES CORP	180.	180.	
CHEVRONTXACO CORP COM	8,620.	8,620.	
CINEMARK HLDGS INC	508.	508.	
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	1,926.	1,926.	
CISCO SYSTEMS 4.450% 1/15/20	8,900.	8,900.	
COCA-COLA CO COM	6,532.	6,532.	
COCA COLA CO THE 1.875% 10/27/20	1,875.	1,875.	
COLONY STARWOOD HOMES	158.	158.	
COLUMBIA PROPERTY TRUST INC	896.	896.	
COMCAST CORP CLASS A	2,280.	2,280.	262.
DBS GROUP HLDGS LTD	859.	859.	
DASSAULT SYSTEMES SA A D R	338.	338.	
DELEK US HOLDINGS INC	328.	328.	
WALT DISNEY CO MTN 2.350% 12/01/22	2,350.	2,350.	
DOUBLELINE TOTAL RET BD I	14,776.	14,776.	
DOVER CORP 4.300% 3/01/21	10,750.	10,750.	
DREW INDUSTRIES INC	107.	107.	
DUKE ENERGY HOLDING CORP	18,468.	18,468.	
DUPONT FABROS TECHNOLOGY	882.	882.	199.
EPR PROPERTIES	1,220.	1,184.	36.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
EMCOR GROUP INC	75.	75.	
EMERSON ELECTRONIC 2.625% 2/15/23	2,625.	2,625.	
ENERSYS	165.	165.	
EXXON MOBIL CORP	8,305.	8,305.	
FNB CORP	868.	868.	
FANUC CORPORATION A D R	1,098.	1,098.	
FIRST INTERSTATE BANCSYS MT	158.	158.	
FRESENIUS MED AKTIENGESSELLSCHAFT ADR	366.	366.	
FUCHS PETROLUB SE PREF A D R	340.	340.	
GENERAL DYNAMICS 2.250% 11/15/22	2,250.	2,250.	
GENERAL ELEC CO	13,160.	13,160.	
GEN ELEC CAP CRP MTN 5.625% 9/15/17	5,625.	5,625.	
GENERAL ELEC CAP MTN 3.100% 1/09/23	3,100.	3,100.	
GENERAL MILLS INC COM W/RTS EXP 02/01/20	3,840.	3,840.	
GILEAD SCIENCES INC COM	990.	990.	
GRANITE CONSTRUCTION INC	228.	228.	
GRAPHIC PACKAGING HLDG CO	493.	493.	
GREAT WESTERN BANCORP INC	581.	581.	
GRIFOLS SA A D R	252.	252.	
GRUPO TELEVISA SA SPON A D R	41.	41.	
GRUPO FIN BANORTE SPON A D R	197.	197.	
H S B C HLDGS P L C SPSP A D R	437.	437.	
HILLTOP HOLDINGS INC	143.	143.	
HOME BANCSHARES INC	317.	317.	
HOPE BANCORP INC	319.	319.	
HORACE MANN EDUCATORS CORP	207.	207.	
HUDSON PACIFIC PROPERTIES INC	147.	147.	
HUNTSMAN CORP	596.	596.	
IDACORP INC	189.	189.	
ILLINOIS TOOL WKS INC	2,500.	2,500.	
INTEL CORP	7,894.	7,894.	
INTERNATIONAL BUSINESS MACHS CORP	8,550.	8,550.	
INTUIT INC COMMON STOCK	7,416.	7,416.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
ISHARES TIPS BOND ETF	6,764.	6,764.	
ISHARES CORE TOTAL US BOND MARKETETF	8,916.	8,916.	
ISHARES MSCI EMERGING MARKETS ETF	6,395.	6,395.	
ISHARES IBOXX INVST GRADE CRP ETF	4,955.	4,955.	
ISHARES 1 3 YEAR TREASURY BOND ETF	4,184.	4,184.	
ISHARES U S PREFERRED STOCK ETF	9,824.	9,824.	
ITAU UNIBANCO HOLDINGS SA A D R	1,145.	1,145.	
JGC CORP UNSPON A D R	370.	370.	
J P MORGAN CHASE & CO	9,700.	9,700.	
JOHNSON & JOHNSON	14,596.	14,596.	
J2 GLOBAL INC	473.	473.	
KITE REALTY GROUP TRUST	591.	497.	
KORN FERRY INTL	259.	259.	
KUBOTA LTD A D R	259.	259.	
LCI INDUSTRIES	177.	177.	
LOREAL UNSPON A D R	677.	677.	
LVMH MOET HENNESSY A D R	350.	350.	
LA Z BOY INC	73.	73.	
LEGACYTEXAS FINANCIAL GROUP	57.	57.	
LINDE AG A D R	448.	448.	
LOWES COS INC COM W/RIGHTS ATTACHED EXPI	8,400.	8,400.	
MACYS INC	4,530.	4,530.	
MARATHON PETROLEUM CORP	12,960.	12,960.	
MATSON INC	224.	224.	
MAXIMUS INC	73.	73.	
MCDONALDS CORP COM	3,710.	3,710.	
METHODE ELECTRONICS INC	186.	186.	
MICROSOFT CORP	3,060.	3,060.	
MILLER (HERMAN) INC COM W/RTS ATTACHED E	240.	240.	
MITSUBISHI ESTATE LTD A D R	104.	104.	
MONOTARO CO LTD UNSP A D R	89.	89.	
MTN GROUP LTD A D R	190.	190.	
NASPERS LTD N SPON A D R	71.	71.	
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
NESTLE S A SPONSORED ADR REPSTG REG SH	1,476.	1,476.	
NEW JERSEY RESOURCES CORP	69.	69.	
NEXSTAR BROADCASTING GROUP A	86.	86.	
NEXTERA ENERGY INC	5,558.	5,558.	
NIKE INC CL B COM	3,400.	3,400.	
NUVEEN STRATEGIC INCOME I	19,630.	19,630.	
ORACLE CORP	2,500.	2,500.	
ORBITAL ATK INC	469.	469.	
OXFORD INDS INC	216.	216.	
PPG INDS INC	1,920.	1,920.	
PACCAR INC	1,570.	1,570.	
PARK24 CO LTD SPN A D R	314.	314.	
PEBBLEBROOK HOTEL TRUST	324.	324.	
PEPSICO INC COM	15,925.	15,925.	
PFIZER INC	9,083.	9,083.	
PRAXAIR INC	6,150.	6,150.	
T ROWE PRICE GROUP INC	4,440.	4,440.	
PRIMORIS SERVICES CORP	117.	117.	
PROCTER & GAMBLE CO	10,792.	10,792.	
PRUDENTIAL FINANCIAL INC	2,900.	2,900.	
PUBLIC SVC ENTERPRISE GROUP INC	1,680.	1,680.	
QUALCOMM INC	10,800.	10,800.	
RADIAN GROUP INC	21.	21.	
RAYTHEON COMPANY	2,995.	2,995.	
ROCHE HLDG LTD SPONSORED ADR	1,741.	1,741.	
ROYAL DUTCH SHELL A D R	2,869.	2,869.	
RYMAN HOSPITALITY PROPERTIES	868.	868.	
SPDR S&P MIDCAP 400 ETF	1,812.	1,812.	
SAP AKTIENGESSELLSCHAFT SPONSORED ADR	779.	779.	
SASOL LTD SPONSORED ADR	440.	440.	
SCHLUMBERGER LTD COM	768.	768.	
SHIRE PHARMACEUTICALS GR SPONSORED ADR	58.	58.	
SINCLAIR BROADCAST GROUP INC A	587.	587.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
SKYWEST INC	93.		93.
SONOVA HOLDING UNSPON A D R	236.		236.
STANLEY BLACK DECKER INC	4,640.		4,640.
STARBUCKS CORP COM	2,850.		2,850.
STATE STR CORP COM	8,880.		8,880.
STEELCASE INC CL A	74.		74.
SYMRISE AG UNSPON A D R	236.		236.
SYSMEX CORP UNSPON A D R	267.		267.
TAIWAN SEMICONDUCTOR MFG SPON ADR	1,988.		1,988.
TARGET CORPORATION	4,800.		4,800.
TENARIS SA A D R	308.		308.
TESSERA TECHNOLOGIES INC	284.		284.
TEXAS INSTRS INC COM	1,880.		1,880.
TEXAS ROADHOUSE INC	84.		84.
THOR INDUSTRIES INC	230.		230.
TOYOTA MOTOR MTN 3.300% 1/12/22	6,600.		6,600.
TRANSCANADA CORP	2,268.		2,268.
TURKIYE GARANTI BANKASI A S A D R	407.		407.
UMPQUA HOLDINGS CORP COM	736.		736.
UNILEVER PLC COM	699.		699.
UNITED TECHNOLOGIES CORP COM	7,920.		7,920.
UNITEDHEALTH GRP INC COM	1,838.		1,838.
VERIZON COMMUNICATIONS COM	11,488.		11,488.
VISA INC 3.150% 12/14/25	3,150.		3,150.
WPP PLC SPON A D R	1,264.		1,264.
WAL MART STORES INC COM	12,120.		12,120.
WASTE MGMT INC DEL COM	15,030.		15,030.
WELLS FARGO & CO NEW	13,984.		13,984.
WESBANCO INC	277.		277.
WILSHIRE BANCORP INC	66.		66.
WINTRUST FINANCIAL CORP	242.		242.
WOLVERINE WORLD WIDE INC	195.		195.
XPERI CORP	267.		267.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
US BANK PC RESERVE MM SAVINGS E	495.	495.	
ACCENTURE PLC CL A	12,100.	12,100.	
BUNGE LIMITED	483.	483.	
MEDTRONIC PLC	6,192.	6,192.	
TRINSEO SA	379.	379.	
	-----	-----	-----
TOTAL	586,393.	585,501.	892.
	=====	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - INCOME (ALLOCABLE	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSES - 2%	124,583.	112,125.	12,458.
TOTALS	124,583.	112,125.	12,458.
	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	5,022.	5,022.
FEDERAL ESTIMATES - PRINCIPAL	12,000.	
FOREIGN TAXES ON QUALIFIED FOR	288.	288.
FOREIGN TAXES ON NONQUALIFIED	80.	80.
	-----	-----
TOTALS	17,390.	5,390.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
OHIO ATTORNEY GENERAL	200.		200.
INSURANCE	1,990.	700.	1,290.
CEMETERY MAINTENANCE	34,808.		34,808.
WEBSITE MAINTENANCE	3,293.		3,293.
POST OFFICE BOX	1,240.		1,240.
ADR FEES	1,215.		
TOTALS	42,746.	1,915.	40,831.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ABBOTT LAB	26,434.	26,434.	48,610.
ALLSTATE CORP	204,205.	204,205.	389,136.
ASHFORD HOSPITALITY	6,282.	8,505.	18,895.
AMERICAN EQUITY INVT LIFE HI	17,769.	79,340.	168,480.
AMERICAN EXPRESS	79,340.	19,037.	23,816.
APOGEE ENTERPRISES INC	17,479.	355,233.	1,008,140.
APPLE INC	355,233.	25,830.	37,730.
ATT INC	25,830.	10,311.	8,511.
CARDTRONICS PLC	9,631.	9,463.	16,997.
CIRRUS LOGIC INC	20,678.	145,148.	208,660.
CHEVRON CORP	145,148.	14,888.	
CINEMARK HLDS	14,888.	114,798.	206,310.
COCA COLA CO	114,798.	35,400.	155,680.
COMCAST CORP CL A	35,400.	189,903.	451,386.
DUKE ENERGY	189,903.	4,538.	16,664.
ENERSYS	4,987.	5,900.	15,277.
ENTEGRIS INC	6,871.	1,021.	222,008.
EXXON MOBIL CORP	1,021.	166,471.	378,140.
GENERAL ELECTRIC CO	166,471.	66,670.	110,800.
GENERAL MILLS	66,670.	15,797.	24,735.
FCB FINANCIAL HOLDINGS INC	15,797.	10,783.	
FITBIT INC A	10,783.	46,950.	143,250.
ILLINOIS TOOL WORKS INC	46,950.	57,656.	253,050.
INTEL CORP	57,656.	102,447.	637,488.
INTUIT INC	179,283.	235,970.	457,000.
J P MORGAN CHASE	235,970.	260,895.	595,966.
JOHNSON & JOHNSON	260,895.	6,939.	27,824.
J2 GLOBAL INC	6,939.	13,549.	
LITTELFUSE INC	7,084.		

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
LOWES CO INC	157,350.	157,350.	465,180.
MARATHON PETROLEUM CORP	60,751.	60,751.	470,970.
HEADWATERS INCORPORATED	19,274.		
METHODE ELECTRONICS INC	13,619.	10,102.	13,678.
MAXIMUS INC	11,375.	3,470.	15,094.
MCDONALDS CORP	54,489.	54,489.	153,160.
MEDTRONIC INC	274,358.	272,406.	319,500.
NEXTERA ENERGY INC	91,548.	91,548.	210,195.
NIKE INC	82,657.	82,657.	295,000.
PEPSICO INC	47,888.	47,888.	600,548.
PFIZER INC	165,701.	165,701.	246,047.
PIOCHE ELY VY MINES INC	49.	49.	
PRAXAIR INC	69,416.	69,416.	265,100.
PROCTER & GAMBLE	35,676.	35,676.	348,600.
PUBLIC SVC ENTERPRISE GROUP IN	30,480.	30,480.	43,010.
QUALCOMM INC	181,307.	181,307.	276,100.
STANLEY BLACK DECKER INC	126,270.	126,270.	281,460.
STATE STR CORP	260,846.	260,846.	538,380.
T ROWE PRICE	106,300.	106,300.	148,420.
TARGET CORP	45,338.	45,338.	104,580.
TENNECO AUTOMOTIVE INC	7,703.		
TEXAS ROADHOUSE	4,899.		
BAYER AG ADR	19,475.	52,725.	65,712.
UNITED TECNOLOGIES CORP	110,925.	110,925.	366,330.
VERIZON COMM INC	171,664.	171,664.	223,300.
WAL MART STORES INC	15,655.	15,655.	454,080.
WASTE MGMT INC	216,154.	216,154.	660,150.
WELLS FARGO CO	307,954.	307,954.	509,772.
WESBANCO INC	6,171.		

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ACCENTURE PLC	125,350.	125,350.	618,400.
AIR LIQUIDE S A ADR	26,750.	26,750.	34,344.
ALLIANZ SE A D R	31,418.	26,955.	40,974.
ARM HLDGS PLC	25,322.		
ATLAS COPCO AB SPONS ADR	14,740.	9,924.	21,976.
BUNGE LIMITED	25,371.		
CANADIAN NATL RY CO	17,914.	17,914.	36,310.
CISCO SYSTEMS INC	51,532.	51,532.	56,340.
CSL LIMITED A D R	8,910.	4,629.	17,689.
DASSAULT SYSTEMS SA ADR	23,646.	16,977.	46,361.
DBS GROUP HLDS	23,291.	23,291.	29,827.
FANUC CORPORATION ADR	44,970.	27,772.	41,553.
FRESENIUS AKTIENGESELLSCHAFT A	14,587.	23,086.	33,348.
ITAU UNIBANCO HOLDING SA ADR	18,496.	18,493.	22,520.
JGC CORP UNSPON ADR	28,149.	28,149.	14,554.
LOREAL UNSPON ADR	22,720.	22,720.	39,088.
LVMH MOET HENNESSY ADR	11,647.	11,647.	20,640.
MTN GROUP LTD	20,519.		
NESTLE SA SPONSORED ADR	35,367.	35,367.	56,331.
ROCHE HLDG LTD SPON ADR	37,142.	42,380.	53,901.
SAP SE SPON ADR	25,599.	28,341.	53,382.
SASOL LTD SPON ADR	16,340.	16,340.	11,795.
SCHLUMBERGER LTD	28,317.	28,317.	25,283.
SONOVA HOLDING UNSPON ADR	10,174.	10,174.	17,637.
UMPQUA HOLDINGS CORP	18,302.	13,879.	16,120.
TAIWAN SEMICONDUCTOR ADR	30,497.	20,401.	53,734.
MIDCAP SPDR TRUST SERIES	87,976.		
TURKIYE GARANTI BANKASI A S AD	25,042.	25,042.	13,702.
UNILEVER PLC SPON ADR	17,094.	17,094.	26,356.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
WPP PLC SPONSORED ADR	27,185.	16,563.	31,623.
ALLETTE INC	22,602.	17,609.	18,135.
AMERICAN AXLE & MFG HLDGS INC	10,259.	15,952.	20,888.
AZZ INCORPORATED	10,463.		
CHEMICAL FINANCIAL CORP	8,578.	14,556.	23,576.
CHESAPEAKE UTILITIES CORP	7,762.	11,210.	13,491.
DELEK US HOLDINGS INC	11,689.	8,555.	11,158.
IDACORP INC	4,551.	29,891.	30,897.
MILLER HERMAN INC	19,493.		
P P G INDS	54,346.	54,346.	131,952.
PRIMORIS SERVICES CORP	12,468.		
PRIVATEBANCORP INC	12,933.		
TEAM HEALTH HOLDINGS INC	26,438.		
SWIFT TRANSPORTATION CO	12,346.		
AIA GROUP LTD ADR	32,149.	13,184.	25,493.
SYSMEX CORP UNSPON ADR	7,900.	32,149.	58,544.
ABBVIE INC	28,666.	7,900.	24,676.
AFLAC INC	49,790.	28,666.	72,510.
BOYD GAMING CORPORATION	21,678.	49,790.	77,680.
CALALANTIC GROUP INC	20,586.	27,934.	37,413.
CAPITAL ONE FINANCIAL CORP	182,777.	26,994.	23,260.
CNO FINANCIAL	8,907.	182,777.	206,550.
ELECTRONICS FOR IMAGING INC	11,948.	15,795.	25,585.
GRAPHIC PACKING HLDG CO	14,806.	22,503.	31,598.
HILLTOP HOLDINGS INC	13,245.	11,250.	18,740.
MADDEN STEVEN LTD	3,404.		
FNB CORP	15,738.	27,705.	28,943.
HUNTSMAN CORP	15,599.	15,866.	29,018.
MICROSEMI CORP	12,425.	14,381.	27,565.

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
NEOPHOTONICS CORP	11,283.		
OMNICELL INC	18,403.	15,906.	21,981.
PACCAR INC	54,941.	54,941.	66,040.
PARSLEY ENERGY INC	19,570.		
STEELECASE INC	11,190.		
SINCLAIR BROADCAST GROUP INC A	13,919.	16,940.	26,583.
STARBUCKS CORP	84,472.	84,472.	174,930.
WOLVERINE WORLD WIDE INC	13,553.	12,067.	17,170.
THOR INDUSTRIES INC	13,370.	6,642.	19,127.
FABRINET	12,749.	7,654.	15,742.
GRIFOLS SA ADR	12,351.	12,351.	14,918.
GRUPO TELEVISA SA SPON ADR	11,651.	11,651.	10,552.
KUBOTA LTD ADR	13,745.	13,745.	15,627.
BAIDU INC SPON ADR	48,728.	48,728.	51,869.
BANCO BILBAO VIZCAYA ARGEN ADR	19,725.	41,856.	43,539.
BAYERISCHE MOTOREN SPON ADR	26,000.	18,911.	17,855.
AMN HEALTHCARE SVCS INC	10,341.	16,198.	27,569.
ARRIS INTERNATIONAL PLC	25,351.	21,597.	19,194.
BLOOMIN BRANDS INC	27,498.	29,010.	31,548.
BOISE CASCADE CO	20,485.	17,875.	18,027.
CR BARD	96,564.	96,564.	632,220.
EMERGENT BIOSOLUTIONS INC	14,707.	25,566.	32,147.
DREW INDUSTRIES INC	9,107.		
GRAND CANYON EDUCATION INC	26,801.	10,791.	19,446.
HORACE MANN EDUCATORS	9,757.		
GRANITE CONSTRUCTION INC	17,244.	22,174.	25,712.
GREAT WESTERN BANCORP INC	19,578.	22,846.	30,444.
GULFPORT ENERGY CORP	18,202.	26,751.	14,898.
KORN FERRY INTL	17,187.	15,094.	20,235.

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THE SLEMP FOUNDATION 15-7700

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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LA Z BOY INC	19,077.		
NEW JERSEY RESOURCES CORP	8,167.	35,702.	37,572.
RADIAN GROUP INC	27,651.	9,677.	12,738.
RYMAN HOSPITALITY PROP	21,440.	89,327.	108,140.
PRUDENTIAL FINANCIAL INC	89,327.	8,459.	21,981.
SUPERNUS PHARMACEUTICALS INC	17,699.	13,122.	17,179.
ALFA LAVAL AB ADR	13,122.		
ANHEUSER BUSCH INBEV NV ADR	15,421.	6,196.	8,426.
BBA AVIATION PLC UNSPON ADR	6,196.		
COLOPLAST AS ADR	12,267.	50,475.	129,794.
UNITED HEALTH GROUP INC	50,475.		
VCA INC	13,836.	12,013.	30,356.
WESTERN ALLIANCE BANCORPORATION	18,215.		
WILSHIRE BANCORP	11,195.	18,593.	33,939.
WINTRUST FINL CORP	20,682.	14,107.	19,750.
EAGLE BANCORP INC	15,770.	16,869.	19,163.
FUCHS PETROLUB SE PREF ADR	16,869.	18,591.	11,672.
MITSUBISHI ESTATE LTD ADR	18,591.	6,114.	16,927.
MONOTARO CO LTD UNSP ADR	6,114.	13,588.	17,628.
SYMRISE AG UNSPON ADR	13,588.	38,948.	35,751.
ACADIA HEALTHCARE CO	27,970.		
AMAG PHARMACEUTICALS INC	22,791.	49,326.	50,320.
AMERICAN AIRLINES GROUP INC	49,326.	52,485.	72,780.
BANK OF AMERICA CORP	52,485.		
BIG LOTS INC	17,469.	22,078.	11,968.
CARRIZO OIL & GAS INC	19,015.	53,790.	63,780.
CBS CORP CLASS B	53,790.		
DEPOMED INC	21,125.	16,482.	25,512.
EURONET WORLDWIDE INC	10,370.		

STATEMENT 17

15-7700

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THE SLEMP FOUNDATION 15-7700

31-6025080

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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GILEAD SCIENCES INC	52,019.	52,019.	35,390.
GLOBUS MED INC A	23,395.	19,503.	24,863.
INTEGRATED DEVICE TECHNOLOGY I	18,328.	10,624.	16,067.
IRIDIUM COMMUNICATION INC	20,163.	20,204.	21,194.
MACYS INC	147,978.	147,978.	69,720.
MICROSOFT CORP	98,999.	98,999.	137,860.
MOLINA HEALTHCARE INC	25,218.		
ORBITAL ATK INC	13,294.	20,003.	36,590.
RAYHEON COMPANY	99,040.	99,040.	161,480.
SCANSOURCE INC	10,673.		
SKYWEST INC	10,649.	8,831.	13,549.
STAMPS COM INC	12,218.	6,892.	17,191.
STERIS CORP	13,310.		
SUPER MICRO COMPUTER INC	23,752.		
TESSERA TECHNOLOGIES INC	26,806.		
TEXAS INSTRUMENTS INC	46,940.	46,940.	76,930.
US CONCRETE INC	12,244.	10,350.	21,051.
WEB COM GROUP INC	21,552.	17,316.	19,683.
KONE OYJ B UNSPONSORED ADR	11,931.		
LINDE AG ADR	19,486.	19,486.	21,125.
BURNING TREE CLUB CORP	1.		1.
COHERENT INC	13,842.	6,167.	23,624.
NASPERS LTD N SPON ADR	23,503.	23,503.	38,869.
ROYAL DUTCH SHELL ADR	35,028.	35,028.	41,530.
TENARIS SA ADR	12,645.	8,615.	10,183.
TRANSCANADA CORP	51,124.	51,124.	61,971.
PARK24 CO LTD SPN ADR	15,257.	15,257.	14,323.
BRANDYWINE REALTY TRUST	15,937.		
COLUMBIA PROPERTY TRUST INC	22,678.	20,354.	21,664.

31-6025080

THE SLEMP FOUNDATION 15-7700

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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DUPONT FABROS TECHNOLOGY	14,304.	22,977.	26,376.
EPR PROPERTIES	21,143.		
KITE REALTY GROUP TRUST	17,973.		
RED ROBIN GOURMET BURGERS	13,767.		
A K STEEL HLDG CORP		14,674.	11,070.
ANI PHARMACEUTICALS INC COM		5,695.	4,306.
APPLIED OPTOELECTRONICS INC		13,891.	16,745.
BIOTELEMETRY INC		4,990.	5,084.
BUILDERS FIRSTSOURCE INC		21,218.	27,806.
CACI INTERNATIONAL INC CL A		27,037.	27,636.
CALLON PETE CO DEL		20,157.	15,034.
DYCOM INDS INC		28,042.	30,526.
EMOCOR GROUP INC		19,003.	21,902.
FIRST INTERSTATE BANC SYS MT		11,985.	11,495.
FIVE BELOW		24,203.	24,685.
GIGAMON INC		10,263.	10,821.
HOME BANCSHARES INC		23,979.	27,340.
HOPE BANCORP INC		15,097.	16,412.
ICU MEDICAL INC		26,104.	35,018.
INTERNATIONAL BUSINESS MACHINE	145,575.	145,575.	230,745.
LCI INDUSTRIES		13,715.	19,354.
LEGACYTEXAS FINANCIAL GROUP		17,547.	17,425.
MASTEC INC		23,063.	27,406.
MATSON INC		15,666.	11,806.
MAXLINEAR INC CLASS A		18,616.	24,348.
MERCURY SYSTEMS INC		16,697.	19,951.
MERIT MED SYS INC		9,096.	12,284.
ON ASSIGNMENT INC		21,612.	21,985.
OXFORD INDS INC COM		21,961.	21,309.

THE SLEMP FOUNDATION 15-7700

31-6025080

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
TIVITY HEALTH INC		11,782.	12,752.
TRI POINTE GROUP INC		25,510.	25,958.
TRINSEO SA		22,289.	29,129.
UNITED COMMUNITY BANKS INC		21,873.	22,157.
XPERI CORP		26,410.	21,367.
ASPEN PHARMACARE IT UNSP ADR		12,450.	12,682.
CHECK POINT SOFTWARE TECH LTD		32,480.	42,323.
GRUPO FIN BANORTE SPON ADR		15,578.	20,052.
H D F C BK LTD ADR		2,174.	2,174.
HELEN OF TROY CORP LTD		21,700.	21,173.
HORIZON PHARMA PLC		35,239.	31,349.
HSBC HOLDINGS PLC SPONS ADR		17,551.	19,298.
ICICI BANK LTD ADR		13,690.	15,706.
INFINEON TECHNOLOGIES ADR		16,122.	14,974.
MASONITE INTERNATIONAL CORP		18,223.	20,989.
SHIRE PLC ADR		24,343.	22,146.
COLONY STARWOOD HOMES		26,022.	28,306.
HUDSON PACIFIC PROPERTIES INC		32,240.	31,660.
PEBBLEBROOK HOTEL TRUST		24,612.	27,501.
INTEGRA LIFESCIENCES HOLDINGS		24,823.	31,507.
NEXSTAR BROADCASTING GROUP A		19,809.	17,222.
		-----	-----
TOTALS	9,072,887.	9,172,670.	19,257,280.
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FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
GEN ELEC CAP 5.625	99,896.	99,896.	100,818.
BOTTLING GROUP 5.125	105,644.		
CISCO SYSTEMS 4.450	198,724.	198,724.	213,068.
BECTION DICKINSON 3.250	239,673.	239,673.	255,973.
DOVER CORP 4.300	259,310.	259,310.	265,628.
TOYOTO MOTOR CREDIT CORP	205,366.	205,366.	207,296.
GENERAL DYNAMICS CORP 2.250	98,437.	98,437.	99,459.
WALT DISNEY COMPANY 2.350 12/0	100,314.	100,314.	100,218.
GENERAL ELEC CAP CORP 3.10 01/	101,499.	101,499.	103,703.
ORACLE CORP 2.500 10/15/2022	95,336.	95,336.	100,539.
ANHEUSER BUSCH INBEV	204,184.	204,184.	209,254.
BANK OF NY MELLON CORP 2.15 2/	100,095.	100,095.	100,577.
COCA COLA CO 1.875 10/27/20	101,945.	101,945.	99,811.
APPLE INC 2.15 2/09/22	100,562.	100,562.	99,347.
BERKSHIRE HATHAWAY FIN 3.00	199,640.	199,640.	206,324.
EMERSON ELECTRONIC CO 2.625 2/	98,217.	98,217.	100,547.
CATERPILLER FINANCIAL SE 3.25	99,706.	99,706.	102,519.
VISA INC 3.15 12/14/25	104,982.	104,982.	101,527.
ASTRAZENECA PLC 1.95 9/18/19	100,176.	100,176.	100,259.
BANK OF NOVA SCOTIA 2.80 7/21/	100,229.	100,229.	101,391.
TOTALS	2,713,935.	2,608,291.	2,668,258.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
ISHARES BARCLAYS TIPS BOND	C	314,397.	314,397.	328,947.
ISHARES 1 3 YEAR TREASURY BOND	C	546,161.	546,161.	544,454.
SPDR GOLD	C	98,267.	98,267.	118,020.
NUVEEN STRATEGIC INCOME I	C	400,000.	400,000.	374,670.
ISHARES MSCI EMERGING MKTS	C	425,117.	425,117.	424,248.
SPDR S&P MIDCAP 400	C		87,976.	158,810.
ISHARES CORE TOTAL US BOND	C	363,827.	363,827.	372,334.
ISHARES IBOXX INVESTMENT GRADE	C	155,882.	155,882.	155,458.
ISHARES S P U S PREFERRED	C	178,007.	178,007.	175,286.
DOUBLEOINE TOTAL RET BD I	C	400,000.	400,000.	394,551.
TOTALS		2,881,658.	2,969,634.	3,046,778.
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FORM 990PF, PART II - DEFERRED REVENUE

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DESCRIPTION	BEGINNING BOOK VALUE
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DUPONT FABROS TECHNOLOGY	85.
RYMAN HOSPITALITY PROPERTIES	69.

TOTALS	-----
	154.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: U.S. BANK, N.A.

ADDRESS: P.O. BOX 1118, ML: CN-OH-W10X
CINCINNATI, OH 45201-1118

TELEPHONE NUMBER: (513)762-8878

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

NANCEY E. SMITH

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 12,514.

OFFICER NAME:

MELISSA SMITH JENSEN

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,513.

OFFICER NAME:

JAMES C. SMITH

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,513.

OFFICER NAME:

PAMELA S ORCUTT

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,513.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MARY ANNA EDMONDS

ADDRESS:

P.O. BOX 5208

CINCINNATI, OH 45201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 12,513.

TOTAL COMPENSATION:

62,566.

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990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME:

U.S. BANK, NA

ADDRESS:

PO BOX 1118

PO BOX 1118, CINCINNATI, OH 45201-1118

TYPE OF SERVICE:

FINANCIAL INSTITUTIO

COMPENSATION 124,583.

COMPENSATION EXPLANATION:

INVESTMENT MANAGEMENT

TOTAL COMPENSATION:

124,583.

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THE SLEMP FOUNDATION 15-7700
FORM 990PF, PART XV - LINES 2a - 2d
=====

31-6025080

RECIPIENT NAME:

THE SLEMP FOUNDATION

ADDRESS:

C/O U.S BANK, N.A. P.O. 5208 ML: CN-OH-W7PT
CINCINNATI, OH 45201-5208

RECIPIENT'S PHONE NUMBER: 513-762-8878

FORM, INFORMATION AND MATERIALS:

APPLICATIONS FOR THE SCHOLARSHIPS & GRANT INSTRUCTIONS ARE AVAILABLE
ON THE FOUNDATION'S WEBSITE

SUBMISSION DEADLINES:

SCHOLARSHIPS 10/15 FOR NEXT FALL SEMESTER, GRANTS HAVE NO DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CHARITABLE GRANTS MUST BENEFIT THE RESIDENTS OF LEE OR WISE
COUNTIES, VIRGINIA. SCHOLARSHIP RECIPIENTS MUST BE A RESIDENT OF LEE
OR WISE COUNTY, VIRGINIA; OR A DESCENDANT OF A RESIDENT, THEREOF.

SLEMP FOUNDATION

31-6025080

ATTACHMENT TO FORM 990-PF PART XV

RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC		35,000.00	CHARITABLE CONTR- MEMORIAL CONCERT SERIES 2017/2018
HOSPICE SUPPORT SERVICES OF THE LENOWISCO AREA 1911 NEELEY ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC		10,000.00	CHARITABLE CONTR- OPERATING FUNDS GRANT
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC		30,000.00	CHARITABLE CONTR- PUBLIC SCHOOL PROGRAMS WISE COUNTY
FRIENDS OF THE SOUTHWEST VA MUSEUM P O BOX 294 BIG STONE GAP, VA 24219	NONE	PUBLIC		15,000.00	CHARITABLE CONTR- 2017 GATHERING IN THE GAP FESTIVAL
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC		2,000.00	CHARITABLE CONTR- SUMMER CAMP SCHOLARSHIPS
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT		1,000.00	CHARITABLE CONTR- 2017 GARDEINING WORKSHOPS
WILLIAM KING MUSEUM OF ART P O BOX 2256 ABINGDON, VA 24212-2256	NONE	PUBLIC		10,000.00	CHARITABLE CONTR- VAN GOUGH OUTREACH PROGRAM

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
SEMINARY METHODIST CHURCH 1322 SHAWNEE AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	1,000.00	CHARITABLE CONTR- CHRISTMAS OUTREACH
LEE COUNTY HEAD START P O BOX 325 JONESVILLE, VA 24263	NONE	PUBLIC	7,000.00	CHARITABLE CONTR- BOOK OF THE MONTH MATERIALS
ST PAUL ELEMENTARY SCHOOL 3200 DEACON DRIVE ST PAUL, VA 24283	NONE	PUBLIC	2,500.00	CHARITABLE CONTR- SUPPLIES FOR SUMMER MUSIC THEATER CAMP
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- SW VIRGINIA SUMMER OPERA CO. 2016
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	6,800.00	CHARITABLE CONTR- JUNE TOLLIVER PLAYHOUSE
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	7,000.00	CHARITABLE CONTR- JUNE TOLLIVER PLAYHOUSE
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	7,458.00	CHARITABLE CONTR- LEE & WISE COUNTY 5TH & 8TH GRADERS OUTING

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
LONESOME PINE ARTS AND CRAFTS, INC. P O BOX 1976 BIG STONE GAP, VA 24219	NONE	PUBLIC	11,000.00	CHARITABLE CONTR- BALANCE OF APPROVED GRANT
LEE COUNTY HEAD START P O BOX 325 JONESVILLE, VA 24263	NONE	PUBLIC	12,500.00	CHARITABLE CONTR- DOLLY PARTON IMAGINATION LIBRARY PROGRAM
UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE ONE COLLEGE AVENUE WISE, VA 24293	NONE	PUBLIC	15,000.00	CHARITABLE CONTR- UNDERGRADUATE RESEARCH
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	1,800.00	CHARITABLE CONTR- CHARITABLE CONTRIBUTION
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	6,322.00	CHARITABLE CONTR- BALANCE OF PLEDGE
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- ADULT VOLUNTEER LEADER SUPPORT

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
BOY SCOUTS OF AMERICA SEQUOYAH COUNCIL 713 P O BOX 3010 JOHNSON CITY, TN 37602	NONE	PUBLIC	3,000.00	CHARITABLE CONTR- BOOKS, LITERATURE, UNIFORMS AND PROGRAM MATERIALS
PRO-ART P O BOX 179 WISE, VA 24293	NONE	PUBLIC	20,000.00	CHARITABLE CONTR- LEE COUNTY COMMUNITY PROGRAMMING
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	10,000.00	CHARITABLE CONTR- 4-H ACTIVITIES FOR YOUTH LEE COUNTY 2016
ST PAUL ELEMENTARY SCHOOL 3200 DEACON DRIVE ST PAUL, VA 24283	NONE	PUBLIC	8,518.00	CHARITABLE CONTR- CHROMEBOOKS AND LAPTOP CART
VIRGINIA COOPERATIVE EXTENSION LEE COUNTY OFFICE P O BOX 10 JONESVILLE, VA 24263	NONE	GOVERNMENT	10,000.00	CHARITABLE CONTR- 4-H ACTIVITIES FOR YOUTH WISE COUNTY 2016
COALFILED WATER DEVELOPMENT FUND P O BOX 34 BIG STONE GAP, VA 24219	NONE	PUBLIC	5,000.00	CHARITABLE CONTR- DRINING WATER SYSTEM CONSTRUCTION
VIRGINIA STATE PARKS FOUNDATION DEPT OF CONSERVATION & REC 600 E MAIN STREET, 24TH FL RICHMOND, VA 23219-2437	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- SOUTHWEST VIRGINIA MUSEUM

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
LEE HIGH SCHOOL 200 GENERALS LANE JONESVILLE, VA 24263	NONE	PUBLIC	10,000.00	CHARITABLE CONTR- UNIFORMS FOR LEE HIGH SCHOOL MARCHING BAND
POWELL VALLEY MIDDLE SCHOOL 30 CHAMPIONS AVE BIG STONE GAP, VA 24219	NONE	PUBLIC	4,800.00	CHARITABLE CONTR- ACCELERATED READER PROGRAM
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION 3441 MOUNTAIN EMPIRE ROAD BIG STONE GAP, VA 24219	NONE	PUBLIC	393,192.00	CHARITABLE CONTR- STOCK CONTRIBUTION SEE STATEMENTS ATTACHED
TOTAL CHARITABLE CONTRIBUTIONS			665,890.00	

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TAX YEAR: 6/30/2017

ATTACHMENT TO FORM 990-PF, PART XV

**ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY
TRADED STOCK**

CHARITABLE ORGANIZATION:
MOUNTAIN EMPIRE COMMUNITY COLLEGE FOUNDATION

PROPERTY CONTRIBUTED:
3,600.000 SHARES INTUIT INC COMMON STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
\$76,835.52

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
3600.000 SHARES @ \$109.22 PER SHARE = \$393,192.00

DATE OF GIFT:
AUGUST 03, 2016

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR		FOUNDATION STATUS		AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
MATTHEW D LYNESS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
JOHN LUCAS BOST	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2019, DAVIDSON COLLEGE
BRIANNA R CHILDRESS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
WILLIAM R PALMER	NONE		N/A		1,250	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
HALEY S RASNIC	NONE		N/A		1,250	TUITION PAYMENT- CLASS OF 2017, EAST TENNESSEE STATE UNIVERSITY
SAMANTHA WILLIAMS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
ANDREW CODY GILLIAM	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
SARAH ANN BURKE	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
MARIAH JADE MEADE	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNION COLLEGE
KASEE BROOKE STURGILL	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, EAST TENNESSEE STATE UNIVERSITY
EVAN M CLARK	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
SARAJAYNE F VANOVER	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
KELSEY R WEBB	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
KRISTEN R OSBORNE	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, APPALACHIAN STATE UNIVERSITY
FALLON E MULLINS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, KING UNIVERSITY
HALEY ALEXANDRA MEADE	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
TIFFANY NICHOLE ABSHER	NONE		N/A		1,250	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
HALEY NOELLE BRYSON	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, EAST TENNESSEE STATE UNIVERSITY
JAMES ALEXANDER ADKINS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA
CARRIE LEANNE CANTRELL	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
ETHAN BRADLEY ELKINS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, EAST TENNESSEE STATE UNIVERSITY
ALEXIS BROOKE STAPLETON	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, GEORGETOWN UNIVERSITY
DYLAN BLAKE DOCKERY	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
WALKER MACKENZIE LAWSON	NONE		N/A		1,250	TUITION PAYMENT- CLASS OF 2020, KING UNIVERSITY
CHASTITY MICHELLE CARICO	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
ANDREW B HAMILTON	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
KASSIDY N ELDRIDGE	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
CATHERINE H ROBINSON	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
KATLYN J MULLINS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EAST TENNESSEE STATE UNIVERSITY
HANNAH ELIZABETH COLLINS	NONE		N/A		2,500	TUITION PAYMENT- CLASS OF 2018, LIBERTY UNIVERSITY

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RECIPIENT	RELATIONSHIP TO FUND MGR OR CONTR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
SHAUGHNESSY LAUREL BRIGHT	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
CHRISTIAN BEAU CHISENHALL	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, RADFORD UNIVERSITY
ZANE MATTHEW STURGILL	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
BRADLEY RYAN MILGRAM	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
ROBERT MAXWELL SHULER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
LORA BETH NEELEY	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
RACHEL MORGAN LYALL	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, RADFORD UNIVERSITY
MEGAN AIMLEE BRIGHT	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
ABIGAIL LEE WHITAKER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, BERE A COLLEGE
LAURA E GIPE	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
JAZLYN WHITNEY ADAMS	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
COREY JOE STEWART	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2020, EAST TENNESSEE STATE UNIVERSITY
KENZIE MARIE CRUSENBERRY	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2020, KING UNIVERSITY
BAILEY C HELBERT	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
LUKE DONALD ROUKER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, OHIO STATE UNIVERSITY
AUSTIN NICHOLAS BROOKS	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, LINCOLN MEMORIAL UNIVERSITY
SAVANNAH AUTUMN RASNIC	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, EAST TENNESSEE STATE UNIVERSITY
MICHAELA BROOKE INGLE	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, RADFORD UNIVERSITY
HALEY ELIZABETH STANLEY	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
BETHANY SUZANNE WARD	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, LINCOLN MEMORIAL UNIVERSITY
STEVEN JAMES HALL	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, VIRGINIA TECH
DAVID LEE COLLIER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
STEPHEN L SAUCIER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, UNIV OF NORTH CAROLINA @ CHARLOTTE
SYDNEY A SKINNER	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
HALEY BROOKE ANDERSON	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, EAST TENNESSEE STATE UNIVERSITY
HAYLEY D WYRICK	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2017, MILLIGAN COLLEGE
AMBER LEIGH ROBINSON	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, EMORY AND HENRY COLLEGE
STACI NICOLE FRALEY	NONE	N/A	1,250	TUITION PAYMENT- CLASS OF 2018, VIRGINIA COMMONWEALTH UNIVERSITY
KOBE ALLEN LAWSON	NONE	N/A	2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
ALEXANDER DOMINGO CASTRO	NONE	N/A	1,250	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA

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RECIPIENT	RELATIONSHIP TO FUND MGR		FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	
	OR CONTR	OF RECIPIENT		AMOUNT	
KRISTEN TAYLOR BISHOP	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, RADFORD UNIVERSITY
ANGELA O'RION CALDWELL	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
ALLEY CAITLIN SKIDMORE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
LAUREN K RINER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, EMORY AND HENRY COLLEGE
DONALD HERRON III	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, LINCOLN MEMORIAL UNIVERSITY
OLIVIA MADISON DAVIS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA
SAVANNAH KATELYN ALLEN	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, EAST TENNESSEE STATE UNIVERSITY
ALEXIS SHAE GRIMES	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
MELODIE BREANE KISER	NONE	N/A		1,250	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
DANIEL CHARLES EDWARDS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, MOUNTAIN EMPIRE CC
EVAN BRYCE RASNICK	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, MOUNTAIN EMPIRE COMM COLLEGE
WESLEY A QUALLS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, VIRGINIA TECH
BRANDON HEATH COMBS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, VIRGINIA TECH
ELIZABETH G HILDEBRAND	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
MARK B MULLINS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
GILLIAN LEIGH JESSEE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, VIRGINIA TECH
MADISON BROOKE NIECE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
JESSICA HOPE CRABTREE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, EAST TENNESSEE STATE UNIVERSITY
JARED NATHANIEL WEBB	NONE	N/A		1,250	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
GABRIEL LEE DILLON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
KAITLIN TAYLOR MEADE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2019, EMORY AND HENRY COLLEGE
GAVIN BRYCE SPEARS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, VIRGINIA TECH
SARA DAWN SHORES	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
JOSHUA MACK JESSEE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
FRANCES ELIZABETH MILLER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, RADFORD UNIVERSITY
CLINTON PRESLEY SOLOMON	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
SHASTA DIONNE ADAMS	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
MAKAYLA D CASTLE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
AARON RUSSELL FEE	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
LANCE ERIC DOZIER	NONE	N/A		2,500	TUITION PAYMENT- CLASS OF 2018, DUKE UNIVERSITY

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RECIPIENT	RELATIONSHIP TO FUND MGR	FOUNDATION STATUS	OR CONTR	OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
AUSTIN DAVID FALIN	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, EMORY AND HENRY COLLEGE
LAKIN MCKENZIE HOBBS	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF VIRGINIA AT WISE
DAKOTA LEE MESSER	NONE	N/A			1,250	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
ERIC DOUGLAS BLANKENSHIP	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, VIRGINIA TECH
ZACKERY SEAN GRABEEL	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
FRANKLIN L HOPSON	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2017, VIRGINIA TECH
MEGAN N ROOP	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA @ WISE
DUSTYN TAYLOR LIVESAY	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF VIRGINIA AT WISE
ANDREW CHANCE JONES	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, VIRGINIA TECH
AUTUMN GOLDA PORTER	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, ANDERSON UNIVERSITY
ISAAC MATTHEW GAMBLE	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, JAMES MADISON UNIVERSITY
KAITLYN JADE HALL	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, NEW YORK UNIVERSITY
BRIAN PATRICK ALLEN	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, EMORY & HENRY COLLEGE
HANK ETHAN SLEMP	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, MARSHALL UNIVERSITY
JULIA L STURGILL	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2017, UNIVERSITY OF VIRGINIA AT WISE
CARALINE B MCDOWELL	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2017, ALICE LLOYD COLLEGE
ZACHARY SCOTT HALL	NONE	N/A			1,250	TUITION PAYMENT- CLASS OF 2018, MOUNTAIN EMPIRE COMM COLLEGE
ALEXIS NICOLE APONTE	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, UNIVERSITY OF VIRGINIA AT WISE
ASHLEY CHRISTOPHER WARD	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, UNIVERSITY OF KENTUCKY
KATELYN ELIZABETH CATRON	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, RICHMOND AMERICAN INT'L UNIVERSITY
MARY MORGAN GASTON	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2018, AUBURN UNIVERSITY
VIRGINIA GREY GASTON	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, HUNTINGTON COLLEGE
APRIL MICHELLE FELLOWS	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, BEREA COLLEGE
CHRISTOPHER JOHN MCKNIGH'	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, VIRGINIA TECH
JAIME ABBYGAYLE GORDON	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2019, DUKE UNIVERSITY
VIRGINIA GRACE CARTER	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2018, UNIVERSITY OF TENNESSEE
RACHEL GLENICE FEE	NONE	N/A			2,500	TUITION PAYMENT- CLASS OF 2020, MOUNTAIN EMPIRE COMM COLLEGE

TOTAL SCHOLARSHIPS

280,000