

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation Republic Bank Foundation Inc		A Employer identification number 27-2222303	
% KEVIN SIPEs			
Number and street (or P O box number if mail is not delivered to street address) 601 West Market Street	Room/suite	B Telephone number (see instructions) (502) 560-8628	
City or town, state or province, country, and ZIP or foreign postal code Louisville, KY 402022745		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 14,101,670	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,565	3,565		
	4 Dividends and interest from securities	229,601	229,601		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	266,895			
	b Gross sales price for all assets on line 6a 2,673,264				
	7 Capital gain net income (from Part IV, line 2)		266,895		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	500,061	500,061		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,677	2,338	0	2,339
	b Accounting fees (attach schedule)	3,640	1,820	0	1,820
	c Other professional fees (attach schedule)	82,024	82,024	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,331	1,331	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	90	75	0	15
	24 Total operating and administrative expenses. Add lines 13 through 23	99,762	87,588	0	4,174
	25 Contributions, gifts, grants paid	767,238			767,238
	26 Total expenses and disbursements. Add lines 24 and 25	867,000	87,588	0	771,412
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-366,939			
	b Net investment income (if negative, enter -0-)		412,473		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	33,653	1,909	1,909
	2 Savings and temporary cash investments	1,700,231	947,026	947,026
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,602,312	2,823,344	4,148,346
	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)	6,790,527	6,987,504	9,004,389
	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)	11,126,723	10,759,783	14,101,670	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	11,126,723	10,759,783	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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)	11,126,723	10,759,783		
31 Total liabilities and net assets/fund balances (see instructions) .	11,126,723	10,759,783		

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	11,126,723
2 Enter amount from Part I, line 27a	2	-366,939
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	10,759,784
5 Decreases not included in line 2 (itemize) ▶ _____	5	1
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,759,783

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES			
b CAPITAL GAIN DIVIDENDS	P		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,668,286		2,406,369	261,917
b			4,978
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			261,917
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	266,895
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	674,203	12,425,284	0 054261
2015	638,405	13,027,577	0 049004
2014	590,425	13,015,302	0 045364
2013	396,715	12,405,678	0 031979
2012	252,155	11,459,080	0 022005
2 Total of line 1, column (d)			2 0 202613
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 040523
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 13,385,059
5 Multiply line 4 by line 3			5 542,403
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,125
7 Add lines 5 and 6			7 546,528
8 Enter qualifying distributions from Part XII, line 4			8 771,412

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,125
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	4,125
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,125
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,756
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	6,756
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	2,631
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 2,631 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ KY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	Yes	
14	The books are in care of ▶ <u>KEVIN SIPES</u> Telephone no ▶ <u>(502) 560-8628</u>			

Located at ▶ 601 MARKET STREET Louisville KY ZIP+4 ▶ 402022745

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐	15		
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). ☐ Yes ☒ No	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
STEVE TRAGER 601 West Market Street Louisville, KY 402022745	PRESIDENT 1 0	0	0	0
JOHN RIPPY 601 West Market Street Louisville, KY 402022745	SECRETARY 1 0	0	0	0
KEVIN SIPES 601 West Market Street Louisville, KY 402022745	TREASURER 1 0	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances

Total number of other employees paid over \$50,000. ▶

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

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

Total. Add lines 1 through 3 ▶

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	12,099,870
b	Average of monthly cash balances.	1b	1,489,022
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,588,892
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	0
3	Subtract line 2 from line 1d.	3	13,588,892
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	203,833
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,385,059
6	Minimum investment return. Enter 5% of line 5.	6	669,253

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	669,253
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	4,125
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,125
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	665,128
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	665,128
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	665,128

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	771,412
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	771,412
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	4,125
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	767,287

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				665,128
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			564,537	
b Total for prior years 2015, 2014, 2013				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>771,412</u>				
a Applied to 2016, but not more than line 2a			564,537	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				206,875
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				458,253
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NA

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
NA

◀ ▶

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 email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				767,238
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				1,914,000

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	3,565	
4 Dividends and interest from securities. . . .			14	229,601	
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	266,895	
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). . .				500,061	
13 Total. Add line 12, columns (b), (d), and (e).			13		500,061

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.		
	*****	2018-06-08	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	JESSICA FREEMAN		2018-06-11		P01261457
	Firm's name ► BKD LLP				Firm's EIN ►
Firm's address ► 3102 WEST END AVENUE SUITE 1050 NASHVILLE, TN 372031301					Phone no (615) 988-3600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF THE RIVER REGION 982 EASTERN PARKWAY LOUISVILLE, KY 40217	NONE	PC	GENERAL SUPPORT	2,000
BLESSINGS IN A BACKPACK 4121 SHELBYVILLE ROAD LOUISVILLE, KY 40207	NONE	PC	GENERAL SUPPORT	15,000
21ST CENTURY PARKS 471 WEST MAIN STREET 202 LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	100
WHAS CRUSADE FOR CHILDREN 520 W CHESTNUT STREET LOUISVILLE, KY 40202	NONE	PC	GENERAL SUPPORT	7,700
JEWISH COMMUNITY OF LOUISVILLE INC 3600 DUTCHMANS LANE LOUISVILLE, KY 40205	NONE	PC	UNITED JEWISH CAMPAIGN	80,000
Total 				767,238
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	GENERAL SUPPORT	2,100
A WOMAN'S CHOICE RESOURCE CENTER 701 WEST MUHAMMAD ALI BLVD LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	1,000
ASSUMPTION HIGH SCHOOL 2170 TYLER LANE LOUISVILLE, KY 40205	NONE	PC	LEGACY CAMPAIGN	500
AMERICANA COMMUNITY CENTER INC 4801 SOUTHSIDE DRIVE LOUISVILLE, KY 40214	NONE	PC	GENERAL SUPPORT	10,000
JUNIOR ACHIEVEMENT OF KENTUCKIANA 1401 W MUHAMMAD ALI BOULEVARD LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	10,405
Total 				767,238
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRENT GAMBRELL MINISTRIES 1103 16TH AVENUE SOUTH NASHVILLE, TN 37212	NONE	PC	MATCHING GIFT	250
CRESCENT HILL UNITED METHODIST CHURCH 201 SOUTH PETERSON AVENUE LOUISVILLE, KY 40206	NONE	PC	MATCHING GIFT	450
LEADERSHIP KENTUCKY FOUNDATION INC 464 Chenault Rd FRANKFORT, KY 40601	NONE	PC	GENERAL SUPPORT	5,000
LOUISVILLE URBAN LEAGUE 1535 W Broadway LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	27,500
FUND FOR THE ARTS623 W Main Street LOUISVILLE, KY 40202	NONE	PC	GENERAL SUPPORT	47,480
Total ▶ 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENTUCKY MUSEUM OF CRAFT & ART 715 W MAIN STREET LOUISVILLE, KY 40202	NONE	PC	GENERAL SUPPORT	5,000
LOUISVILLE ZOOPO BOX 37250 LOUISVILLE, KY 40233	NONE	PC	GENERAL SUPPORT	5,000
HARBOR HOUSE 2231 LOWER HUNTERS TRACE LOUISVILLE, KY 40216	NONE	PC	GENERAL SUPPORT	10,000
PRESENTATION ACADEMY861 S 4th St LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	5,000
AMERICAN RED CROSS2025 E ST WASHINGTON, DC 20006	NONE	PC	GENERAL SUPPORT	5,025
Total 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA OF GREATER LOUISVILLE 545 S 2ND ST LOUISVILLE, KY 40202	NONE	PC	GENERAL SUPPORT	6,500
BOY SCOUTS OF AMERICAPO Box 36273 LOUISVILLE, KY 40223	NONE	PC	LINCOLN HERITAGE COUNCIL	10,000
LITTLE SISTERS OF THE POOR 15 AUDUBON PLAZA DRIVE LOUISVILLE, KY 40217	NONE	PC	MATCHING GIFT	150
BIG BROTHERS BIG SISTERS 1519 Gardiner Ln B LOUISVILLE, KY 40218	NONE	PC	MENTORING PROGRAM	5,300
JEWISH FAMILY AND CAREER SERVICES 2821 KLEMPNER WAY LOUISVILLE, KY 40205	NONE	PC	MATCHING GIFT	550
Total ▶ 3a				767,238

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENTUCKY HABITAT FOR HUMANITY 330 N HUBBARDS LANE 3 LOUISVILLE, KY 40207	NONE	PC	GENERAL SUPPORT	1,000
METRO UNITED WAYPO Box 4488 LOUISVILLE, KY 40204	NONE	PC	GENERAL SUPPORT	55,000
NATIONAL COUNCIL OF JEWISH WOMEN INC 1250 Bardstown Road LOUISVILLE, KY 40204	NONE	PC	GENERAL SUPPORT	3,000
KENTUCKY PUBLIC RADIO 619 SOUTH 4TH STREET LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	85
EVERFI INC3299 K Street NW 4TH FLOOR WASHINGTON, DC 20007	NONE	NC	GENERAL SUPPORT	5,000
Total ► 3a				767,238

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENTUCKY TO THE WORLDPO BOX 6251 LOUISVILLE, KY 40206	NONE	PC	GENERAL SUPPORT	25,000
NORTON HEALTHCARE FOUNDATION 234 East Gray Street Suite 450 LOUISVILLE, KY 40202	NONE	SO-DP	GENERAL SUPPORT	50,000
LOUISVILLE STORY PROGRAM 851 SOUTH 4TH STREET LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	5,000
MIRACLE LEAGUE LOUISVILLE 8703 FERNDAL ROAD LOUISVILLE, KY 40291	NONE	PC	GENERAL SUPPORT	5,000
THE BRAIN INJURY ALLIANCE OF KENTUCKY 7321 NEW LA GRANGE RD STE 100 LOUISVILLE, KY 40222	NONE	PC	GENERAL SUPPORT	5,000
Total 				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BAPTIST EAST FOUNDATION 4007 KRESGE WAY LOUISVILLE, KY 40207	NONE	SO-DP	GENERAL SUPPORT	75,000
CENTER FOR WOMEN & FAMILIES PO BOX 2048 louisville, KY 40203	NONE	PC	GENERAL SUPPORT	9,600
BELLARMINE UNIVERSITY 2001 Newburg Rd LOUISVILLE, KY 40205	NONE	GOV	GENERAL SUPPORT/SCHOLARSHIPS	4,368
DARE TO CARE FOOD BANK P O Box 35458 LOUISVILLE, KY 40232	NONE	PC	MATCHING GIFT	450
LOUISVILLE PUBLIC MEDIA 619 South 4th Street LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	60
Total ► 3a				767,238

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST FRANCIS SCHOOL 11000 W Highway 42 GOSHEN, KY 40026	NONE	PC	MATCHING GIFT	500
DESALES HIGH SCHOOL FOUNDATION INC 425 WEST KENWOOD DRIVE LOUISVILLE, KY 40214	NONE	PC	GENERAL SUPPORT	2,500
KENTUCKY DERBY FESTIVAL FOUNDATION INC 1001 SOUTH THIRD STREET LOUISVILLE, KY 40203	NONE	PC	GENERAL SUPPORT	20,000
TYSON'S CHANCE ANIMAL FOUNDATION 353 KENTUCKY STREET SHELBYVILLE, KY 40065	NONE	PC	MATCHING GIFT	32
SUSAN G KOMEN KENTUCKY 207 NORTH UPPER ST D LEXINGTON, KY 40507	NONE	PC	MATCHING GIFT	100
Total ▶ 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BROADBENT WILDLIFE SANCTUARY PO Box 387 IRVINGTON, KY 40146	NONE	PC	MATCHING GIFT	300
ST MICHAEL SCHOOL 3703 STONE LAKES DRIVE LOUISVILLE, KY 40299	NONE	PC	MATCHING GIFT	400
HOLY TRINITY PARISH SCHOOL 423 Cherrywood Road LOUISVILLE, KY 40207	NONE	NC	MATCHING GIFT	25
JUVENILE DIABETES RESEARCH FOUNDATION 26 Broadway 14th Floor NEW YORK, NY 10004	NONE	PC	MATCHING GIFT	100
MERCY ACADEMY 5801 FEGENBUSH LANE LOUISVILLE, KY 40228	NONE	PC	MATCHING GIFT	45
Total ► 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEARING LOSS ASSOCIATION OF AMERICA 7910 WOODMONT AVENUE SUITE 1200 BETHESDA, MD 20814	NONE	PC	MATCHING GIFT	85
MARCH OF DIMES1275 Mamaroneck Ave WHITE PLAINS, NY 10605	none	PC	MATCHING GIFT	126
SPECIAL OLYMPICS KENTUCKY 105 Lakeview Court FRANKFORT, KY 40601	NONE	PC	MATCHING GIFT	7,890
AUTISM SPEAKS 3500 WEST PETERSON AVENUE SUITE 201 CHICAGO, IL 60659	NONE	PC	MATCHING GIFT	25
VOLUNTEERS OF AMERICA MID-STATES 570 SOUTH 4TH STREET LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	100
Total 				767,238
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUVENILE DIABETES RESEARCH FOUNDATION 11902 BRINLEY AVENUE LOUISVILLE, KY 40243	NONE	PC	MATCHING GIFT	165
MUSCULAR DYSTROPHY ASSOCIATION 909 LILY CREEK ROAD LOUISVILLE, KY 40243	NONE	PC	MATCHING GIFT	39
SAYRE SCHOOL INC 194 NORTH LIMESTON LEXINGTON, KY 40507	MPME	PC	GENERAL SUPPORT	7,500
INTELLIGENT CHANGE INITIATIVES INC 200 WEST VINE STREET SUITE 420 LEXINGTON, KY 40507	NONE	PC	GENERAL SUPPORT	5,000
MEREDITH DUNN LEARNING CENER 3023 MELBOURNE AVE LOUISVILLE, KY 40220	NONE	PC	GENERAL SUPPORT	19,640
Total 				767,238
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME OF THE INNOCENTS 1100 EAST MARKET STREET LOUISVILLE, KY 40206	NONE	PC	MATCHING GIFT	100
MAKE-A-WISH FOUNDATION 1230 LIBERTY BANK LANE 300 LOUISVILLE, KY 40222	NONE	PC	MATCHING GIFT	25
KIWANIS CLUB OF LOUISVILLE FOUNDATION 455 SOUTH 4TH STREET 595 LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	125
CENTERSTONE OF KENTUCKY 101 WEST MUHAMMAD ALI BLVD LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	250
RIVALZ GREATER KENTUCKY 6100 DUTCHMANS LANE SUITE 401 LOUISIVLLE, KY 40205	NONE		MATCHING GIFT	100
Total ▶ 3a				767,238

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
START THE HEART FOUNDATION 7611 WOLF PEN RIDGE COURT PROSPECT, KY 40059	NONE	PC	GENERAL SUPPORT	5,000
UNIVERSITY OF KENTUCKY 410 ADMINISTRATION DRIVE LEXINGTON, KY 40506	NONE	GOV	SCHOLARSHIPS	63,000
SPIRIT OF LOUISVILLE FOUNDATION 1918 MELLWOOD AVENUE LOUISVILLE, KY 40206	NONE	PC	GENERAL SUPPORT	13,400
FAMILY SCHOLAR HOUSE 403 REG SMITH CIRCLE LOUISVILLE, KY 40208	NONE	PC	GENERAL SUPPORT	5,000
RECYCLOCRAFTZ 13929 HARBOUR PLACE PROSPECT, KY 40059	NONE	PC	MATCHING GIFT	150
Total ► 3a				767,238

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SECOND CHANCES WILDLIFE CENTER 487 GENTRY LANE MT WASHINGTON, KY 40047	NONE	PC	MATCHING GIFT	50
HOPE SCARVES INC 141 NORTH SHERRIN AVENUE LOUISVILLE, KY 40207	NONE		MATCHING GIFT	150
VOLUNTEERS OF AMERICA 1321 SOUTH PRESTON STREET LOUISVILLE, KY 40202	NONE	PC	MATCHING GIFT	50
YMCA OF CENTRAL KENTUCKY 220 EAST MAPLE STREET NICHOLASVILLE, KY 40356	NONE	PC	MATCHING GIFT	200
MARYHURST1015 DORSEY LANE LOUISVILLE, KY 40223	NONE	PC	MATCHING GIFT	50
Total ▶ 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEADERSHIP LOUISVILLE CENTER 707 WEST MAIN STREET LOUISVILLE, KY 40202	NONE		GENERAL SUPPORT	19,600
WEST END SCHOOL 3628 VIRGINIA AVENUE LOUISVILLE, KY 40211	NONE	PC	GENERAL SUPPORT	10,000
BRIGHTSIDE 527 WEST JEFFERSON STREET LOUISVILLE, KY 40202	NONE	PC	GENERAL SUPPORT	11,250
WIKIMEDIA FOUNDATION 1 MONTGOMERY STREET SUITE 1600 SAN FRANCISCO, CA 94104	NONE	PC	MATCHING GIFT	25
YOUNG ADULT DEVELOPMENT IN ACTION 812 SOUTH PRESTON STREET LOUISVILLE, KY 40203	NONE	PC	MATCHING GIFT	150
Total 				767,238
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOUISVILLE BALLET 315 EAST MAIN STREET LOUISVILLE, KY 40202	NONE	NC	GENERAL SUPPORT	5,000
LOUISVILLE DIGITAL ASSOCIATION 11111 MAIN STREET LOUISVILLE, KY 44444	NONE	NC	SCHOLARSHIP	500
UNIVERSITY OF LOUISVILLE CARDINAL ATHLETIC FUND CONTROLLERS OFFICE LOUISVILLE, KY 40292	NONE	GOV	SCHOLARSHIPS	50,000
HAND IN HAND MINISTRIES 518 NORTH 26TH STREET LOUISVILLE, KY 40212	NONE	PC	GENERAL SUPPORT	9,700
LIFELINE CHILDREN SERVICES 7508 NEW LA GRANGE ROAD 4 LOUISVILLE, KY 40222	NONE	PC	MATCHING GIFT	500
Total 				767,238
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF LOUISVILLE FOUNDATION 215 CENTRAL AVENUE SUITE 212 LOUISVILLE, KY 40208	NONE	GOV	GENERAL SUPPORT	1,250
VISUALLY IMPAIRED PRESCHOOL SERVICES 1906 GOLDSMITH LANE LOUISVILLE, KY 40218	NONE	PC	MATCHING GIFT	150
TWISTED PINK8307 CHESHIRE WAY LOUISVILLE, KY 40222	NONE		MATCHING GIFT	100
TRINITY HIGH SCHOOL FOUNDATION 4011 SHELBYVILLE ROAD ST MATTHEWS, KY 40207	NONE		MATCHING GIFT	700
THE TEMPLE5101 US-42 LOUISVILLE, KY 40241	NONE	PC	MATCHING GIFT	36
Total ▶ 3a				767,238

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FOOD LITERACY PROJECT AT OXMOOR FARMS 9001 LIMEHOUSE LANE LOUISVILLE, KY 40222	NONE	PC	MATCHING GIFT	180
PURE EDUCATION INITIATIVE 111 PENSIVE ROAD CLARKSVILLE, IN 47129	NONE	PC	MATCHING GIFT	250
PERSONAL COUNSELING SERVICE 1205 APPLGATE LANE CLARKSVILLE, IN 47129	NONE	PC	MATCHING GIFT	52
Total ▶ 3a				767,238

TY 2017 Accounting Fees Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	3,640	1,820		1,820

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

TY 2017 Depreciation Schedule

Name: Republic Bank Foundation Inc

EIN: 27-2222303

TY 2017 Investments Corporate Stock Schedule

Name: Republic Bank Foundation Inc

EIN: 27-2222303

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TODD VEREDUS - STOCK	2,823,344	4,148,346

TY 2017 Investments - Other Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HILLIARD LYONS - STOCK & BONDS	AT COST	2,321,838	3,203,079
MORGAN STANLEY - STOCK & BONDS	AT COST	2,185,908	3,041,830
UBS - STOCK & BONDS	AT COST	2,479,758	2,759,480

TY 2017 Legal Fees Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,677	2,338		2,339

TY 2017 Other Decreases Schedule

Name: Republic Bank Foundation Inc
EIN: 27-2222303

Description	Amount
ROUNDING	1

TY 2017 Other Expenses Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KENTUCKY SECRETARY OF STATE	15	0	0	15
BANK FEES	75	75	0	0

TY 2017 Other Professional Fees Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	82,024	82,024	0	0

TY 2017 Taxes Schedule**Name:** Republic Bank Foundation Inc**EIN:** 27-2222303

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	8,000	0	0	0
FOREIGN TAXES	597	597	0	0
WITHHOLDING TAXES	734	734	0	0