



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 . . . . .	293,321	133,201	133,201		
	2	Savings and temporary cash investments . . . . .					
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	372	0	0		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0		
	5	Grants receivable . . . . .					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .	0	0	0		
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0		
	8	Inventories for sale or use . . . . .					
	9	Prepaid expenses and deferred charges . . . . .	314,137	39,975	39,975		
	10a	Investments—U S and state government obligations (attach schedule)	0	0	0		
	b	Investments—corporate stock (attach schedule) . . . . .	0	0	0		
	c	Investments—corporate bonds (attach schedule) . . . . .	0		0		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	0		0		
	12	Investments—mortgage loans . . . . .					
	13	Investments—other (attach schedule) . . . . .	258,520,402	265,738,689	316,060,073		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	1,711,137	389,646	389,646		
15	Other assets (describe ▶ _____)	0	0	0			
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	260,839,369	266,301,511	316,622,895			
Liabilities	17	Accounts payable and accrued expenses . . . . .					
	18	Grants payable. . . . .					
	19	Deferred revenue . . . . .					
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule). . . . .	0	0			
	22	Other liabilities (describe ▶ _____)	46,203	235			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	46,203	235			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	260,793,166	266,301,276			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	260,793,166	266,301,276			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	260,839,369	266,301,511				

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	260,793,166
2	Enter amount from Part I, line 27a . . . . .	2	5,508,110
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	266,301,276
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	266,301,276

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1 a</b> GAIN/LOSS OF PUBLICLY TRADED SECURITIES	P		
<b>b</b> GAIN/LOSS FROM PASS-THROUGH INVESTMENTS	P		
<b>c</b> GAIN/LOSS FROM DISPOSAL/SALE OF INVESTMENTS	P		
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 8,012,897			8,012,897
<b>b</b> 9,371,269			9,371,269
<b>c</b> 2,441,753			2,441,753
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
<b>a</b>		0	8,012,897
<b>b</b>		0	9,371,269
<b>c</b>		0	2,441,753
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	19,825,919
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	0

**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	9,102,663	281,291,148	0 032360
2015	16,622,146	292,813,195	0 056767
2014	16,746,000	295,660,136	0 056639
2013	15,419,663	283,213,353	0 054445
2012	10,387,445	268,823,658	0 038640

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 238851
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0 047770
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	307,358,018
<b>5</b> Multiply line 4 by line 3	<b>5</b>	14,682,493
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	203,999
<b>7</b> Add lines 5 and 6	<b>7</b>	14,886,492
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	15,346,637

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	203,999
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	203,999
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	203,999
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	433,619
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	433,619
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	229,620
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 229,620 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	Yes
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	Yes
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA, HI, IN, MA, NY		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>www.rmff.org</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>Kevin Kessinger</b> Telephone no <b>(317) 846-7111</b>			

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

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

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

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

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

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

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
See Additional Data Table				
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
SUSAN LUSE 211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204	PRGM ADMNSTR 32 000	62,226	26,391	330
ALEX COHEN 211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204	DIR OF LRNG AND EVAL 40 000	94,286	25,350	35
SARAH SULLIVAN 211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204	PROGRAM OFFICER 40 000	80,486	25,011	1,070
JEREMY SMITH 211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204	DIROF COMM 40 000	68,222	17,552	150
SCOTT SEMESTER 211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204	EXECUTIVE ASSISTANT 40 000	70,418	12,412	0
Total number of other employees paid over \$50,000. ▶				10
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	
CAMBRIDGE ASSOCIATES 125 HIGH STREET BOSTON, MA 021102112	INVESTMENT MANAGEMENT		520,802	
ICE MILLER LLP ONE AMERICA SUITE 2900 INDIANAPOLIS, IN 46282				
BKD LLP 201 N ILLINOIS ST INDIANAPOLIS, IN 46204	LEGAL SERVICES		89,187	
SENSORY TECHNOLOGIES 6951 CORPORATE CIRCLE CARMEL, IN 46278				
ENVISTA LLC 11555 N MERIDIAN ST SUITE 300 CARMEL, IN 46032	ACCOUNTING SERVICES		80,934	
	NETWORK SYSTEM PROVIDER		66,878	
	NETWORK SYSTEM PROVIDER (NEW)		61,651	
Total number of others receiving over \$50,000 for professional services. ▶				1
Part IX-A Summary of Direct Charitable Activities				
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.				Expenses
1				
2				
3				
4				
Part IX-B Summary of Program-Related Investments (see instructions)				
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2				Amount
1				
2				
All other program-related investments. See instructions.				
3				
Total. Add lines 1 through 3. ▶				0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	135,750,289
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	17,386,267
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	158,902,041
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	312,038,597
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	312,038,597
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	4,680,579
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	307,358,018
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	15,367,901

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	15,367,901
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	203,999
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	203,999
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	15,163,902
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	15,163,902
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	15,163,902

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	15,346,637
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	15,346,637
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	203,999
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	15,142,638

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				15,163,902
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			10,721,859	
<b>b</b> Total for prior years 20____, 20____, 2013		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	0			
<b>b</b> From 2013. . . . .	0			
<b>c</b> From 2014. . . . .	0			
<b>d</b> From 2015. . . . .	0			
<b>e</b> From 2016. . . . .	0			
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>15,346,637</u>				
<b>a</b> Applied to 2016, but not more than line 2a			10,721,859	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				4,624,778
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				10,539,124
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	0			
<b>b</b> Excess from 2014. . . . .	0			
<b>c</b> Excess from 2015. . . . .	0			
<b>d</b> Excess from 2016. . . . .	0			
<b>e</b> 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year	Prior 3 years			(e) Total	
(a) 2017	(b) 2016	(c) 2015	(d) 2014		
0	0	0		0	
85% of line 2a . . . . .	0	0	0		0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .	15,346,637	0	0		15,346,637
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .	15,346,637	0	0		15,346,637

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or 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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				13,454,967
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3b</b>				7,369,931

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> 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

<b>Sign Here</b>	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.		
	*****	2018-11-15	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr )? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
---

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Nicole Becik				P00756195
	Firm's name <b>►</b> CROWE LLP				Firm's EIN <b>►</b> 35-0921680
	Firm's address <b>►</b> 3815 River Crossing Parkway Suite 300 Indianapolis, IN 462400977				Phone no (317) 569-8989

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation


(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BRYAN A MILLS	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
CHRISTOPHER M CALLAHAN	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
DANIEL C APPEL	CHAIRMAN 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
ELIZABETH F MANN	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
JONATHAN B FAIRBANKS	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
LEONARD J BETLEY	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
MARILEE J SPRINGER	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
ROGER S SNOWDON	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
THOMAS H RISTINE	DIRECTOR 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
JEFFREY HARRISON	DIRECTOR (AS OF 3/1/2017) 1 000	0	0	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
CLAIRE FIDDIAN-GREEN	CEO 40 000	275,905	42,221	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
ELLEN QUIGLEY	VP OF PROGRAMS 40 000	176,527	10,509	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
KEVIN KESSINGER	CFO 40 000	170,924	36,535	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				
STEFFANIE RHINESMITH	VP AND CIO UNTIL MARCH 2017 20 000	99,325	5,776	0
211 N Pennsylvania St Ste 2500 Indianapolis, IN 46204				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
16 Tech Community Corporation 300 N Meridian Street Suite 950 Indianapolis, IN 46204	NONE	SO I	16 Tech Start Up Funding	500,000
American Cabaret Theatre 615 N Alabama Street Suite 134 Indianapolis, IN 46204	NONE	PC	Matching Gift	1,000
American Foundation for Suicide Prevention 120 Wall Street 29th Floor New York, NY 10005	NONE	PC	Matching Gift	100
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Brebeuf Jesuit Preparatory School 2801 W 86th Street Indianapolis, IN 46268	NONE	PC	Matching Gift	1,500
Butler University4600 Sunset Avenue Indianapolis, IN 462083485	NONE	PC	Matching Gift	1,525
Butler University4600 Sunset Avenue Indianapolis, IN 462083485	NONE	PC	Expansion of Sciences Capital Project	3,500,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Calvary Chapel of Brandon Inc 1331 Kingsway Road Brandon, FL 33510	NONE	PC	Matching Gift	2,500
Campaign for Tobacco-Free Kids 1400 Eye Street NW Suite 1200 Washington, DC 20005	NONE	PC	Support for Education-Related Tobacco Coalition	725,000
Campus Crusade for Christ Inc 100 Lake Hart Drive 2400 Orlando, FL 32832	NONE	PC	Matching Gift	1,225
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Carmel FOP Lodge 185 Foundation PO Box 3142 Carmel, IN 46082	NONE	PC	Matching Gift	100
Central Indiana Corporate Partnership Foundation 300 N Meridian Street Suite 950 Indianapolis, IN 46204	NONE	SO I	Ascend Indiana's Addictions Treatment Pathway Project	376,000
Central Indiana Corporate Partnership Foundation 300 N Meridian Street Suite 950 Indianapolis, IN 46204	NONE	SO I	General Operating Support for BioCrossroads, 2016-2018	797,863
<b>Total . . . . .</b> 				13,454,967
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Central Indiana Corporate Partnership Foundation 300 N Meridian Street Suite 950 Indianapolis, IN 46204	NONE	SO I	Annual Membership	16,500
Chalkbeat Indiana 1250 Broadway 30th Floor New York, NY 10001	NONE	PC	General Operating Support	100,000
CMF International PO Box 501020 5525 E 82nd Street Indianapolis, IN 46250	NONE	PC	Matching Gift	1,500
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
College Mentors for Kids Inc 212 West 10th Street Suite B260 Indianapolis, IN 46202	NONE	PC	General Operating Support	50,000
Committee To Protect Journalists 330 7th Avenue 11th Floor New York City, NY 10001	NONE	PC	Matching Gift	100
Community Health Network Foundation 7240 Shadeland Station Suite 125 Indianapolis, IN 46256	NONE	SO II	Matching Gift	1,250
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Crown Hill Heritage Foundation 700 West 38th Street Indianapolis, IN 46208	NONE	PC	Family Legacy Grant designated for Historic Preservation and Education Programs	25,000
Damar Foundation 6067 Decatur Blvd Suite 300 Indianapolis, IN 46241	NONE	PC	Matching Gift	1,250
Early Learning Indiana 615 N Alabama Street Suite 300 Indianapolis, IN 46204	NONE	PC	Local Facilitation of Kindergarten Readiness Assessment Pilot	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Economic Club of Indiana Inc 1630 N Meridian Street Indianapolis, IN 46202	NONE	PC	Annual Membership	10,000
EdChoice 111 Monument Circle Suite 2650 Indianapolis, IN 46204	NONE	PC	General Operating Support	100,000
Education FirstPO Box 22871 Seattle, WA 981220871	NONE		IPS Talent Strategy	68,025
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Education FirstPO Box 22871 Seattle, WA 981220871	NONE	PC	IPS Student Teaching Pathway	177,820
Eiteljorg Museum of American Indians & Western Art 500 W Washington Street Indianapolis, IN 46204	NONE	PC	Matching Gift	1,250
Eskenazi Health Foundation Inc 720 Eskenazi Avenue Fifth Third Building Indianapolis, IN 46202	NONE	PC	Matching Gift	2,000
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Eskenazi Health Foundation Inc 720 Eskenazi Avenue Fifth Third Building Indianapolis, IN 46202	NONE	PC	Project POINT (Planned Outreach, Intervention, Naloxone, & Treatment)	300,000
Fairbanks Hospital Inc dba Fairbanks 8102 Clearvista Parkway Indianapolis, IN 46256	NONE	PC	Strategic Planning Grant	138,838
Foundation Center32 Old Slip 24th Floor New York, NY 10005	NONE	PC	Annual Membership	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Fresh Arts Coalition 200 West Loop South Suite 2110 Houton, TX 77027	NONE	PC	Matching Gift	10,000
Gannett Indiana Company Inc 130 S Meridian Street Indianapolis, IN 46225	NONE		Indianapolis Star "Opioids in Indiana" Series	92,800
Grantmakers In Health 1100 Connecticut Avenue NW Suite 1200 Washington, DC 20036	NONE	PC	Annual Membership	5,610
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Greater Indianapolis Progress Committee 200 East Washington Street City-Cou nty Building Suite 1901 Indianapolis, IN 46204	NONE	PC	Memberships	4,400
Greater Indianapolis Progress Committee 200 East Washington Street City-Cou nty Building Suite 1901 Indianapolis, IN 46204	NONE	PC	Criminal Justice Reform Planning Grant	25,000
GuideStar USA Inc 4801 Courthouse Street Suite 220 Williamsburg, VA 23188	NONE	PC	Annual Membership	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Historic Landmarks Foundation of Indiana Inc dba Indiana Landmarks 1201 Central Avenue Indianapolis, IN 46202	NONE	PC	Family Legacy Grant Designated for General Operating Support	50,000
Horizon House Inc 1033 E Washington Street Indianapolis, IN 46202	NONE	PC	General Operating Support	50,000
Humane Society of Indianapolis 7929 N Michigan Road Indianapolis, IN 46268	NONE	PC	Matching Gift	650
<b>Total . . . . . ►</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Indiana Broadcasters Foundation Inc c/o Arland Communications PO Box 90 2 Carmel, IN 46082	NONE	PC	Support for Hall of Fame Dinner and Video	5,000
Indiana Coalition to End Sexual Assault 9245 N Meridian Street Suite 227 Indianapolis, IN 46260	NONE	PC	Matching Gift	400
Indiana Philanthropy Alliance 1100 Symphony Centre 32 Washington Street Indianapolis, IN 462043583	NONE	PC	Annual Membership	18,750
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Indiana University Foundation PO Box 500 Bloomington, IN 474020500	NONE	PC	Matching Gift	100
Indiana University Health Foundation 1633 N Capitol Avenue Suite 1200 Indianapolis, IN 462220309	NONE	SO I	Charles Warren Fairbanks Center for Medical Ethics	50,000
Indianapolis Zoological Society Inc 1200 West Washington Street POBox 2 2309 Indianapolis, IN 46204	NONE	PC	General Operating Support designated for the Indianapolis Zoo Gardens	50,000
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Indianapolis Zoological Society Inc 1200 West Washington Street POBox 2 2309 Indianapolis, IN 46204	NONE	PC	Matching Gift	535
Institute for Quality Education 100 West Ohio Street Suite 700 Indianapolis, IN 46204	NONE	PC	Matching Gift	5,000
Institute for Quality Education 100 West Ohio Street Suite 700 Indianapolis, IN 46204	NONE	PC	Board On Track	74,250
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Institute for Quality Education 100 West Ohio Street Suite 700 Indianapolis, IN 77210	NONE	PC	General Operating Support	100,000
JDRF10401 N Meridian Street Suite 150 Indianapolis, IN 46204	NONE	PC	Matching Gift	250
KIPP Houston Public Schools Dept 963 PO Box 4346 Houston, TX 46953	NONE	PC	Donation for Hurricane Relief	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Larks Song Inc401 S Washington Street Marion, IN 462221997	NONE	PC	Matching Gift	900
Leelanau ConservancyPO Box 1007 Leland, MI 49654	NONE	PC	Matching Gift	2,500
Leelanau County Cancer Foundation P O Box 235 Lake Leelanau, MI 49653	NONE	PC	Matching Gift	250
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Lyn House IncPO Box 11255 Indianapolis, IN 46201	NONE	PC	Matching Gift	350
Marian University3200 Cold Spring Road Indianapolis, IN 80230	NONE	PC	Support for Implementation of Educator's College	1,500,000
National Resources Defense Council 40 West 20th Street New York, NY 10011	NONE	PC	Matching Gift	625
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NCSL Foundation for State Legislatures 7700 East 1st Place Denver, CO 11201	NONE	PC	Education Systems Reform	12,841
Network for Quality Education 101 West Ohio Street Suite 700 Indianapolis, IN 46204	NONE	PC	General Operating Support of Marion County Charter Schools	100,000
Network for Quality Education 101 West Ohio Street Suite 700 Indianapolis, IN 46204	NONE	PC	Indiana Charter School Network	54,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Newfields4000 Michigan Road Indianapolis, IN 462083326	NONE	PC	Matching Gift	13,750
Noblesville Youth BaseballPO Box 721 Noblesville, IN 46061	NONE	PC	Matching Gift	20,000
NORC at the University of Chicago 1155 E 60th Street Chicago, IL 27510	NONE	PC	Kindergarten Readiness Assessment Pilot	7,937
<b>Total . . . . .</b> ▶ <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Old School Square Center for the Arts Inc 51 N Swinton Avenue Delray Beach, FL 33444	NONE	PC	Matching Gift	300
Outreach Inc2822 E New York Street Indianapolis, IN 46201	NONE	PC	Matching Gift	500
Phoenix Theatre749 N Park Avenue Indianapolis, IN 46202	NONE	PC	Matching Gift	2,024
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Plainfield Christian Church 800 Dan Jones Road Plainfield, IN 46168	NONE	PC	Matching Gift	4,700
Planned Parenthood of Indiana & Kentucky Inc 200 South Meridian Street Suite 400 Indianapolis, IN 462251055	NONE	PC	Matching Gift	300
Public Impact405A East Main Street Carrboro, NC 27510	NONE	PC	Support for Opportunity Culture Work in IPS for 2017-2018 School Year	200,000
<b>Total . . . . .</b> 				13,454,967
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Purdue Polytechnic High School of Indianapolis 115 W Washington Street Suite 450 Indianapolis, IN 46204	NONE	PC	Support for Launch & Replication of STEM High School	1,000,000
Random Acts of Flowers 1057 East 54th Street Suite F Indianapolis, IN 46220	NONE	PC	Matching Gift	250
Reach Out and Read Indiana 89 South Street Suite 201 Boston, MA 46244	NONE	PC	General Operating Support	50,000
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
RecycleForcePO Box 441390 Indianapolis, IN 46260	NONE	PC	General Operating Support	50,000
Riley Children's Foundation 30 S Meridian Street Suite 200 Indianapolis, IN 462043509	NONE	PC	Matching Gift	150
Second Helpings Inc 1121 Southeastern Avenue Indianapolis, IN 462023946	NONE	PC	Matching Gift	100
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Second Presbyterian Church 7700 N Meridian Street Indianapolis, IN 46260	NONE	PC	Matching Gift	2,500
St Luke's United Methodist Church 100 W 86th Street Indianapolis, IN 46260	NONE	PC	Matching Gift	1,700
St Vincent Hospital Foundation Inc 8402 Harcourt Road Suite 210 Indianapolis, IN 46250	NONE	SO I	Physician's Medical Education Program	50,000
<b>Total . . . . .</b> ► <b>3a</b>				13,454,967



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Starfish Inc6958 Hillsdale Court Indianapolis, IN 46202	NONE	PC	General Operating Support	50,000
Success for All Foundation Inc 300 East Joppa Road Suite 500 Baltimore, MD 21286	NONE	PC	Matching Gift	1,750
Summer Stock Stage Inc 407 W Hampton Drive Indianapolis, IN 46208	NONE	PC	Matching Gift	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Sycamore School1750 W 64th Street Indianapolis, IN 46260	NONE	PC	Matching Gift	750
Teach for America 1630 N Meridian Street Suite 450 Indianapolis, IN 46202	NONE	PC	General Operating Support	500,000
The Center for Effective Philanthropy 675 Massachusetts Avenue Seventh Floor Cambridge, MA 46202	NONE	PC	Annual Membership	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Center for the Performing Arts 355 West City Center Drive Carmel, IN 46032	NONE	PC	Matching Gift	1,500
The Clear Fund 182 Howard Street Suite 208 San Francisco, CA 94105	NONE	PC	Matching Gift	1,750
The Mind Trust 1630 N Meridian Street Suite 450 Indianapolis, IN 46202	NONE	SO I	RELAY-National Principal Academy	142,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Mind Trust 1630 N Meridian Street Suite 450 Indianapolis, IN 46202	NONE	SO I	Matching Gift	1,000
The Mind Trust 1630 N Meridian Street Suite 450 Indianapolis, IN 20036	NONE	SO I	General Operating Support	1,500,000
The Orchard School 615 West 64th Street Indianapolis, IN 46260	NONE	PC	Matching Gift	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Philanthropy Roundtable 1120 20th Street NW Suite 550 South Washington, DC 20036	NONE	PC	Annual Membership	8,000
The Third Way Foundation Inc 1200 New Hampshire Avenue NW Suite 575 Washington, DC 46208	NONE	PC	Reinventing Education Project	35,000
TNTP186 Joralemon Street Suite 300 Brooklyn, NY 60637	NONE	PC	IDOE ESSA School Improvement	65,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Traders Point Christian Church 6590 S Indianapolis Road Whitestown, IN 46075	NONE	PC	Matching Gift	5,500
Traders Point Christian Schools 6600 Indianapolis Road Whitestown, IN 46075	NONE	PC	Matching Gift	5,000
United Way of Central Indiana 2955 N Meridian Street Suite 300 Indianapolis, IN 46208	NONE	PC	Matching Gift	6,243
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
United Way of Central Indiana 2955 N Meridian Street Suite 300 Indianapolis, IN 46202	NONE	PC	Annual Campaign Contribution	100,000
United Way of Monroe County 441 S College Avenue Bloomington, IN 47403	NONE	PC	Matching Gift	10,000
United Way of Putnam County 22 1/2 W Washington Street Greencastle, IN 46135	NONE	PC	Matching Gift	2,000
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
University of Indianapolis 1400 East Hanna Avenue Indianapolis, IN 46227	NONE	PC	Matching Gift	100
Volunteers of America of Indiana 912 N Delaware Street Indianapolis, IN 46202	NONE	PC	Fresh Start Recovery Center (Marion County)	130,000
Wabash College PO Box 352 301 W Wabash Avenue Crawfordsville, IN 479330352	NONE	PC	Matching Gift	2,250
<b>Total . . . . . ▶</b> <b>3a</b>				13,454,967



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WFYI1630 N Meridian Street Indianapolis, IN 462021429	NONE	PC	Support to Increase Public Health Journalism	300,000
Young Life420 N Cascade Avenue Colorado Springs, CO 80903	NONE	PC	Matching Gift	856
<b>Total . . . . .</b> <div> <div></div> <div>3a</div> </div>				13,454,967

**TY 2017 Accounting Fees Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Accounting Fees	77,440	46,464		30,976

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

## TY 2017 Depreciation Schedule

**Name:** Richard M Fairbanks Foundation Inc

**EIN:** 31-1189885

**Software ID:** 17005876

**Software Version:** 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Fixed Assets		654,996	176,577	STRAIGHT LINE		66,860	44,128		

**TY 2017 Investments - Other Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
Aberdeen Frontier Market Eq	AT COST	0	0
Aberdeen PE IV (FLAG)	AT COST	3,627,201	4,368,466
Adage Capital Partners	AT COST	13,910,172	25,370,033
Amberbrook IV	AT COST	864,198	271,313
Amberbrook V	AT COST	551,211	704,987
Amberbrook VI	AT COST	1,149,099	1,343,447
Angelo Gordon Super Fund Intl	AT COST	93,342	27,240
Apollo Investment Fund VI	AT COST	611,394	708,494
AQR Premia Fund	AT COST	10,000,000	11,130,642
Artisan International	AT COST	0	0
Asia Alternatives II	AT COST	843,858	4,407,894
Aspect Ventures I	AT COST	1,979,090	2,704,139
Aspect Ventures II	AT COST	186,284	180,788
Ayer Capital Partners Fund	AT COST	1	267,511
Baxter St Offshore	AT COST	5,000,000	6,444,906
Beacon Capital Partners IV	AT COST	548,939	9,969
Beacon Capital Partners V	AT COST	1,507,802	30,782
BIL, Ltd. (Braceridge)	AT COST	5,500,000	5,894,086
Bridgewater	AT COST	5,500,000	5,554,680
CA Resource Capital VI	AT COST	2,361,901	2,902,344
CarVal II - NAREP II	AT COST	168,484	12,763
Cendana Capital II	AT COST	546,464	543,249
Cendana Capital III	AT COST	161,238	178,228
Centerfield Capital Ptnrs II	AT COST	470,621	772,722
Centerfield Capital Ptnrs IV	AT COST	499,806	487,342
Charles River II	AT COST	1,977,078	3,058,656
Charles River III	AT COST	158,074	192,233
Chatham Offshore	AT COST	5,500,000	5,920,030
Clear Ventures	AT COST	925,217	1,032,000
Commonfnd Global Dist Debt III	AT COST	1,367,200	1,384,443

**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
Commonfund Distressed Debt II	AT COST	1,713,436	934,810
Commonfund Natural Resource VI	AT COST	431,886	577,806
Commonfund Private Equity VI	AT COST	362,753	678,811
Commonfund Venture Partner VII	AT COST	316,803	519,978
Davidson Kempner Inst Partners	AT COST	5,970,149	6,321,457
Denham Commodity Partners VI	AT COST	1,885,221	2,110,652
Dist Mgrs IV Offshore Holdings	AT COST	807,709	1,327,040
Dover Street IX	AT COST	525,788	678,134
Dover Street VII	AT COST	1,509,368	1,044,423
Dover Street VIII	AT COST	985,955	1,259,163
Elephant 1	AT COST	3,105,851	4,411,979
Elliot International Fund	AT COST	491,250	500,275
Energy and Minerals Group	AT COST	1,338,067	2,126,151
Fairbanks	AT COST	2,942,968	7,308,859
Falcon Edge Global Ltd	AT COST	228,050	37,064
FIA Timber Partners	AT COST	220,385	282,540
FIA Timber Special Situation	AT COST	26,577	12,485
Fine Offshore Fund	AT COST	0	0
Fir Tree Intl Value Fund	AT COST	40,451	754,054
HarbourVest III	AT COST	636,084	814,055
Harrison Street REP I	AT COST	0	24,199
Harrison Street REP II	AT COST	486,149	76,366
HealthQuest Partners II	AT COST	879,811	987,539
Highfields Capital	AT COST	5,400,000	6,122,911
Highline Capital Partners	AT COST	1	290,845
Hoplite Offshore Fund	AT COST	1	81,656
HS Management	AT COST	5,501,140	7,056,342
Indaba Capital Partners Cayman	AT COST	0	0
Indiana Seed Fund II	AT COST	500,212	868,914
Indiana Seed Fund III	AT COST	58,041	58,041

**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
INext Fund	AT COST	1,534,259	2,240,889
Innovation Works Dev Fund II	AT COST	745,880	1,972,518
IR&M US Treasuries	AT COST	19,509,800	19,374,845
IVA Worldwide Class 1	AT COST	9,212,584	10,237,180
JOHCM/Ryder Emerging Markets	AT COST	9,797,407	11,511,864
Kensico Offshore Fund II	AT COST	5,600,000	6,006,896
Knighthead Offshore Fund Ltd	AT COST	1,680,483	2,218,650
Leerink Reve Healthcare Fund I	AT COST	796,342	1,434,898
Legacy Venture Capital VI	AT COST	2,379,387	4,139,165
Level Equity Growth II	AT COST	976,567	1,548,973
Level Equity Growth III	AT COST	532,208	635,116
Level Equity Opp Fund 2015	AT COST	541,523	763,599
Lime Rock Capital III	AT COST	2,935,227	3,090,551
Lime Rock Capital IV	AT COST	885,337	961,894
LL Opportunistic Mtg Fund 2014	AT COST	25,674	60,635
Marshall Wace Eureka	AT COST	5,500,000	5,538,284
Merit Energy Canada II	AT COST	0	0
Merit Energy Partners E	AT COST	966,005	367,760
Merit Energy Partners F	AT COST	372,883	20,307
Merit Energy Partners G	AT COST	5,868,512	3,008,774
MVM IV	AT COST	2,300,490	4,267,000
Octavian Offshore Fund, Ltd.	AT COST	2,158	2,158
Overlook Partners Fund	AT COST	10,185,102	14,031,967
Peak Rock Capital I	AT COST	1,242,725	2,624,188
Peak Rock Capital II-A	AT COST	272,162	269,512
Peak Rock Capital II-A-Credit	AT COST	13,336	11,843
Pelican Energy Partners II	AT COST	1,496,159	1,440,357
Permit Capital Mortgage Fund H	AT COST	96,146	38,206
PNC Gold ETF	AT COST	4,067,649	3,919,705
Private Adv Small Cap Fund II	AT COST	56,909	80,784

**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
Rubicon Technology Partners I	AT COST	2,409,687	2,870,681
Rubicon Technology Partners II	AT COST	616,671	594,337
RWC Asset Management	AT COST	10,000,000	10,989,867
Seaman's Global Opportunities	AT COST	79,531	56,417
Senator Global Opp Offshore	AT COST	5,300,000	6,021,856
Shepherd Investment Intl, Ltd	AT COST	78,619	32,515
Silchester Intl Value Equity	AT COST	14,863,350	17,911,562
Sinovation Works Dev Fund III	AT COST	1,616,036	2,238,739
Sofinnova HealthQuest Partners	AT COST	1,929,357	2,293,959
SVB Strategic Fund IV	AT COST	3,085,051	5,826,520
TIFF Partners V	AT COST	1,138,319	662,495
TIFF REP I	AT COST	269,711	103,434
TIFF REP II	AT COST	835,680	477,232
TRG Forestry Fund 7-B	AT COST	563,429	1,192,681
TRG Forestry Fund 8-B	AT COST	386,368	398,052
Two Sigma US All Cap Fund	AT COST	6,988,829	6,998,410
Valinor Capital Ptnrs Offshore	AT COST	1	6,899
Vanguard Energy Index	AT COST	6,024,047	5,616,791
VCFA Private Equity IV	AT COST	1,229,568	419,010
Wells Fargo Core Bond Fnd	AT COST	6,547,537	6,548,958
Armada MM	AT COST	9,811,204	9,811,204

# TY 2017 Land, Etc. Schedule

**Name:** Richard M Fairbanks Foundation Inc

**EIN:** 31-1189885

**Software ID:** 17005876

**Software Version:** 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	0		0	
BUILDINGS	0		0	
FURNITURE & FIXTURES	135,932	75,121	60,811	60,811
EQUIPMENT	424,411	95,576	328,835	328,835
OTHER			0	



**TY 2017 Legal Fees Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	84,736			84,736

**TY 2017 Other Expenses Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Porfolio Deductions From K-1	2,745,492	2,745,492		
Charitable Deductions From K-1	293	0		
Office Supplies	16,016	3,203		12,813
Postage and Freight	1,916	383		1,533
Insurance Expense	45,119	9,024		36,095
Computer Repair and Maintenance	42,429	8,486		33,943
Dues and Subscriptions	6,051	1,210		4,841
Communications	213,506	6,881		206,625
Nondeductible Expenses	4,166			
Rental Expense - Fairhill Realty	71,956	71,956		

**Other Expenses Schedule**

<b>Description</b>	<b>Revenue and Expenses per Books</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Meals and Entertainment	8,496	1,699		6,797
Bank Service Charge	256	51		204
Software Maintenance	56,241	11,248		44,993
ADP Service Charge	2,800	560		2,240
Miscellaneous Expense	1,237	247		990
Grant Expense	71,492			71,492

**TY 2017 Other Income Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	2,241,990	1,770,380	

**TY 2017 Other Liabilities Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2

Description	Beginning of Year - Book Value	End of Year - Book Value
OTHER CURRENT LIABILITIES	282	235
SECURITY DEPOSITS - FAIRHILL	45,921	

**TY 2017 Other Professional Fees Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Custodial Fees	96,735	96,735		
Investment Management Fees	307,903	307,903		
Investment Consulting Fees	659,598	659,598		
Other Professional Fees	42,486			42,486

**TY 2017 Taxes Schedule****Name:** Richard M Fairbanks Foundation Inc**EIN:** 31-1189885**Software ID:** 17005876**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Taxes - Foreign	159,908	159,889		
Tax Expense	381,059			

<b>Schedule B</b> (Form 990, 990-EZ, or 990-PF)  Department of the Treasury Internal Revenue Service	<b>Schedule of Contributors</b>  ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>	OMB No 1545-0047  <b>2017</b>
	<b>Name of the organization</b> Richard M Fairbanks Foundation Inc	<b>Employer identification number</b> 31-1189885

Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).



<b>Name of organization</b> Richard M Fairbanks Foundation Inc	<b>Employer identification number</b> 31-1189885
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**Part I Contributors** (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )
—	   	\$ 	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/>  (Complete Part II for noncash contribution )

Employer identification number

31-1189885

**Part II** **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

<b>Name of organization</b> Richard M Fairbanks Foundation Inc	<b>Employer identification number</b> 31-1189885
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<b>Part III</b>	<b>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____</b> Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	

Additional Data

Software ID: 17005876  
Software Version: 2017v2.2  
EIN: 31-1189885  
Name: Richard M Fairbanks Foundation Inc

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	VB FAIRBANKS CLUT #1 - E MANN	\$ 22,582	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )
<u>2</u>	VB FAIRBANKS CLUT #2 - E MANN	\$ 20,513	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )
<u>3</u>	VB FAIRBANKS CLUT #1 - GENNA BLACK	\$ 89,426	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )
<u>4</u>	VB FAIRBANKS CLUT #2 - GENNA BLACK	\$ 75,977	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )
<u>5</u>	VB FAIRBANKS CLUT #1 - NEIL FUNK III	\$ 18,767	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )
<u>6</u>	VB FAIRBANKS CLUT #2 - NEIL FUNK III	\$ 19,018	Person <input checked="" type="checkbox"/>
	101 W WASHINGTON STREET SUITE 500E		Payroll <input type="checkbox"/>
	INDIANAPOLIS, IN46255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution )

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	FAIRBANKS COMMUNICATIONS LIQUIDATING TRUST INC	\$ 60,087	<b>Person</b> <input checked="" type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contribution )
	211 N PENNSYLVANIA STREET SUITE 250		
	INDIANAPOLIS, IN 46204		

RICHARD M FAIRBANKS FOUNDATION  
EXPENDITURE RESPONSIBILITY GRANTS, FY 2017

Grantee's Name	Education First Consulting, LLC
Grantee's Address	P O Box 22871
City, State, Zip	Seattle, WA 98122-0871
Grant Awarded Date	November 10, 2016
Grant Paid Date	January 3, 2017
Grant Amount	\$68,025
Grant Purpose	Support to refine, prioritize and communicate Indianapolis Public Schools' Talent Strategy
Amount Expended	\$68,025
Any Diversion?	No
Report Dates	December 4, 2017
Results of Verification	A final report was submitted on December 4, 2017 and verification of grant expenditures was completed

Grantee's Name	Education First Consulting, LLC
Grantee's Address	P O Box 22871
City, State, Zip	Seattle, WA 98122-0871
Grant Awarded Date	June 14, 2017
Grant Paid Date	July 14, 2017
Grant Amount	\$177,820
Grant Purpose	Grant to support Indianapolis Public Schools in redesigning its preservice student teacher model to develop a stronger student teacher clinical experience
Amount Expended	\$177,820
Any Diversion?	No
Report Dates	January 19, 2018 and July 31, 2018
Results of Verification	Education First submitted an interim report on January 19, 2018 A revision to the January report was submitted March 6, 2018 The final report was submitted on July 31, 2018 and verification of grant expenditures was completed

RICHARD M FAIRBANKS FOUNDATION  
EXPENDITURE RESPONSIBILITY GRANTS, FY 2017

Grantee's Name	Indianapolis Star, a division of Gannett Satellite Information Network, LLC
Grantee's Address	130 S Meridian Street
City, State, Zip	Indianapolis, IN 46225
Grant Awarded Date	August 31, 2017
Grant Paid Date	November 6, 2017
Grant Amount	\$92,800
Grant Purpose	Indianapolis Star "Opioids in Indiana" Newspaper Series
Amount Expended	\$92,800
Any Diversion?	No
Report Dates	October 5, 2018, November 1, 2018
Results of Verification	Indianapolis Star submitted a report on October 5, 2018 Verification of grant expenditures will be included in a final report that will be received in November 2018

Grantee's Name	Public Impact
Grantee's Address	405A East Main Street
City, State, Zip	Carrboro, NC 27510
Grant Awarded Date	June 14, 2017
Grant Paid Date	July 13, 2017
Grant Amount	\$200,000
Grant Purpose	Support for design, implementation and evaluation of Opportunity Culture in Indianapolis Public Schools for 2017-2018 School Year
Amount Expended	\$136,468.08 reported as of June 1, 2018
Any Diversion?	No
Report Dates	January 30, 2018, June 1, 2018, January 30, 2019, May 15, 2019
Results of Verification	Public impact submitted an interim report on January 30, 2018 and a final report on June 1, 2018. Foundation staff received a request from Public Impact on May 21, 2018 for a no-cost extension of the grant to April 1, 2019 for unspent grants funds. Foundation staff approved this request on May 23, 2018. Verification of grant expenditures will be included in a final report that will be received in May 2019.