

2017

Open to Public Inspection

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

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation BERT & ANN SHEARER FOUNDATION C/O U.S. BANK,		A Employer identification number 31-1681324						
NA		B Telephone number (see instructions) 513-632-4365						
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 0634								
Room/suite								
City or town, state or province, country, and ZIP or foreign postal code MILWAUKEE, WI 53201-0634								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>			☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change
☐ Initial return	☐ Initial return of a former public charity							
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☐ Address change	☐ Name change							
H Check type of organization: <table border="0"> <tr> <td>☒ Section 501(c)(3) exempt private foundation</td> <td>☐ Other taxable private foundation</td> </tr> <tr> <td>☐ Section 4947(a)(1) nonexempt charitable trust</td> <td></td> </tr> </table>			☒ Section 501(c)(3) exempt private foundation	☐ Other taxable private foundation	☐ Section 4947(a)(1) nonexempt charitable trust			
☒ Section 501(c)(3) exempt private foundation	☐ Other taxable private foundation							
☐ Section 4947(a)(1) nonexempt charitable trust								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,147,653.								
J Accounting method: ☒ Cash ☐ Accrual (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		36,966.	36,966.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,896.			
b Gross sales price for all assets on line 6a		63,027.			
7 Capital gain net income (from Part IV, line 2)			6,896.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11		43,862.	43,862.		
13 Compensation of officers, directors, trustees, etc.		NONE	NONE		NONE
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)		12,747.	11,472.		1,275.
17 Interest					
18 Taxes (attach schedule) (see instructions)		1,264.	422.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)		200.			200.
24 Total operating and administrative expenses Add lines 13 through 23		14,211.	11,894.	NONE	1,475.
25 Contributions, gifts, grants paid		110,500.			110,500.
26 Total expenses and disbursements Add lines 24 and 25		124,711.	11,894.	NONE	111,975.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-80,849.			
b Net investment income (if negative, enter -0-)			31,968.		
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	668.	712.	712.
	2	Savings and temporary cash investments	43,566.	18,804.	18,804.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 5	299,732.	551,414.	835,665.
	c	Investments - corporate bonds (attach schedule) . STMT 7		288,374.	278,270.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 8	611,323.	15,136.	13,826.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ ACCRUED INCOME)	376.	376.	376.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	955,665.	874,816.	1,147,653.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . . . ▶ ☐ and complete lines 24 through 26, and lines 30 and 31				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds	955,665.	874,816.	
	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)	955,665.	874,816.	
	31	Total liabilities and net assets/fund balances (see instructions)	955,665.	874,816.	

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	955,665.
2	Enter amount from Part I, line 27a	2	-80,849.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	874,816.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	874,816.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (for example, real estate,
2-story brick warehouse, or common stock, 200 shs MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1 a PUBLICLY TRADED SECURITIES**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 63,027.		56,131.	6,896.
b			
c			
d			
e			

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

(i) FMV 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			6,896.
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	6,896.
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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the 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	115,883.	1,137,017.	0.101918
2015	112,752.	1,192,632.	0.094540
2014	81,634.	1,278,294.	0.063862
2013	81,518.	1,222,884.	0.066660
2012	81,167.	1,141,441.	0.071109

2 Total of line 1, column (d)	2	0.398089
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.079618
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,159,317.
5 Multiply line 4 by line 3.	5	92,303.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	320.
7 Add lines 5 and 6	7	92,623.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	111,975.

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		1	320.
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	NONE
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
3 Add lines 1 and 2			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		3	320.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		4	NONE
6 Credits/Payments		5	320.
a 2017 estimated tax payments and 2016 overpayment credited to 2017		6a	638.
b Exempt foreign organizations - tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868)			
d Backup withholding erroneously withheld			
7 Total credits and payments Add lines 6a through 6d		6b	NONE
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		6c	NONE
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		6d	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		7	638.
11 Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 318. Refunded ▶		8	
		9	
		10	318.
		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► US BANK NA Telephone no ► (513) 632-4365 Located at ► PO BOX 1118 ML CN-OH-W10X, CINCINNATI, OH ZIP+4 ► 45201-1118		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		15
16 At any time during calendar year 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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

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

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		Yes	No		Yes	No
(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			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)						
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐	Yes	☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				6b		X
	If "Yes" to 6b, file Form 8870						
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐	Yes	☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DENNIS L MANES	TRUSTEE SECRETAR			
441 VINE STREET SUITE 2900, CINCINNATI, OH 45201	0	-0-	-0-	-0-
HAROLD A KLINK	TRUSTEE			
PO BOX 1118 ML CN-OH-W10X, CINCINNATI, OH 45201-1118	0	-0-	-0-	-0-
MRS ANN W SHEARER	TRUSTEE			
PO BOX 1118 ML CN-OH-W10X, CINCINNATI, OH 45201	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
a	Average monthly fair market value of securities	1a 1,125,531.
b	Average of monthly cash balances	1b 51,441.
c	Fair market value of all other assets (see instructions)	1c NONE
d	Total (add lines 1a, b, and c)	1d 1,176,972.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2 NONE
3	Subtract line 2 from line 1d	3 1,176,972.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 17,655.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 1,159,317.
6	Minimum investment return Enter 5% of line 5	6 57,966.

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 57,966.
2a	Tax on investment income for 2017 from Part VI, line 5	2a 320.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 320.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 57,646.
4	Recoveries of amounts treated as qualifying distributions	4 NONE
5	Add lines 3 and 4	5 57,646.
6	Deduction from distributable amount (see instructions)	6 NONE
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 57,646.

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 111,975.
b	Program-related investments - total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 111,975.
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	5 320.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 111,655.

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

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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				57,646.
2 Undistributed income, if any, as of the end of 2017			NONE	
a Enter amount for 2016 only.		NONE		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012	24,545.			
b From 2013	21,630.			
c From 2014	20,655.			
d From 2015	54,188.			
e From 2016	60,308.			
f Total of lines 3a through e	181,326.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 111,975.			NONE	
a Applied to 2016, but not more than line 2a		NONE		
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	NONE			57,646.
d Applied to 2017 distributable amount.	54,329.			NONE
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	235,655.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		NONE		
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	24,545.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	211,110.			
10 Analysis of line 9	21,630.			
a Excess from 2013	20,655.			
b Excess from 2014	54,188.			
c Excess from 2015	60,308.			
d Excess from 2016	54,329.			
e Excess from 2017				

Form **990-PF** (2017)

~~NOT APPLICABLE~~

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(5)

Prior 3 years

(e) Total

(4) Gross investment income .

N/A

N/A

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
WESTMINSTER PRESBYTERIAN CHURCH 5502 NOYES AVE, SE CHARLESTON WV 25304	NONE	PC	GENERAL OPERATING	15,000.
SOUTH PARK PRESBYTERIAN CHURCH C/O JAMES SOTH 1108 TIMBERVIEW DR CHARLESTON WV 25314	NONE	PC	GENERAL OPERATING	15,000.
SALVATION ARMY 301 TENNESSEE AVE CHARLESTON WV 25362	NONE	PC	GENERAL OPERATING	15,000.
LIVING LANDS AND WATERS 17624 RTE 84 NORTH EAST MOLINE IL 61244	NONE	PC	GENERAL OPERATING	30,000.
MOUNTAIN MISSION INC. 1620 SEVENTH AVE CHARLESTON WV 25312	NONE	PC	GENERAL OPERATING	15,000.
POINT PLEASANT RIVER MUSEUM 28 MAIN STREET POINT PLEASANT WV 25550	NONE	PC	GENERAL OPERATING	20,000.
HOSPICE EAST 106 W COLLEGE AVE STANTON KY 40380	NONE	PC	GENERAL OPERATING	500.
Total			3a	110,500.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Line No

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

NOT APPLICABLE

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	928.	928.
FOREIGN DIVIDENDS	4,679.	4,679.
DOMESTIC DIVIDENDS	21,415.	21,415.
US GOVERNMENT INTEREST REPORTED AS QUALI	10.	10.
NONQUALIFIED FOREIGN DIVIDENDS	437.	437.
NONQUALIFIED DOMESTIC DIVIDENDS	9,497.	9,497.
TOTAL	36,966.	36,966.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSES - 2%	12,747.	11,472.	1,275.
TOTALS	12,747.	11,472.	1,275.
	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	367.	367.
FEDERAL TAX PAYMENT - PRIOR YE	204.	
FEDERAL ESTIMATES - PRINCIPAL	638.	
FOREIGN TAXES ON NONQUALIFIED	55.	55.
	-----	-----
TOTALS	1,264.	422.
	=====	=====

BERT & ANN SHEARER FOUNDATION C/O U.S. BANK,

31-1681324

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

STATE FILING FEE/TAX

200.

200.

TOTALS

200.

200.

=====

=====

BERT & ANN SHEARER FOUNDATION C/O U.S. BANK,

31-1681324

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
UNITED TECHNOLOGIES CORP	7,728.		
DISNEY WALT CO.	7,514.		
BRISTOL MYERS SQUIBB CO	11,556.		
ALLIANT ENERGY CORP	10,000.		
BANK OF AMERICA CORP	36,058.		
BOEING CO	13,658.		
EMERSON ELEC CO	11,505.		
EXXON MOBIL CORO	5,886.		
GENERAL ELECTRIC CO	24,064.		
ILLINOIS TOOL WORKS	7,091.		
JOHNSON & JOHNSON	15,722.		
MICROSOFT CORP	10,448.		
PEPSICO INC	10,886.		
PFIZER INC	19,632.		
PHILIP MORRIS INTL	10,211.		
PROCTER & GAMBLE CO	13,675.		
VERIZON COMM. INC	16,111.		
ACCENTURE PLC CL A	7,766.		
SCHLUMBERGER LTD	6,080.		
HASBRO INC	14,279.		
J P MORGAN CHASE	25,145.		
NIKE INC	14,717.		
46428885 ISHARES MSCI EAFE GR		45,744.	56,518.
806857108 SCHLUMBERGER LTD		6,080.	10,109.
418056107 HASBRO INC		14,279.	27,267.
670729649 NUVEEN LARGE CAP GRO		21,918.	17,242.
713448108 PEPSICO INC		10,886.	23,984.
742718109 PROCTER GAMBLE CO		10,940.	18,376.
913017109 UNITED TECHNOLOGIES		7,728.	19,136.

BERT & ANN SHEARER FOUNDATION C/O U.S. BANK,

31-1681324

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
92343V104 VERIZON COMMUNICATIO		16,111.	26,465.
097023105 BOEING CO		13,658.	44,237.
717081103 PFIZER INC		19,632.	36,220.
060505104 BANK OF AMERICA CORP		36,058.	19,395.
018802108 ALLIANT ENERGY CORP		10,000.	29,827.
46625H100 J P MORGAN CHASE CO		25,145.	53,470.
254687106 DISNEY WALT CO		7,514.	21,502.
30231G102 EXXON MOBIL CORP		5,886.	8,364.
464287234 ISHARES MSCI EMERGIN		47,440.	47,120.
110122108 BRISTOL MYERS SQUIBB		11,556.	24,512.
594918104 MICROSOFT CORP		10,448.	34,216.
452308109 ILLINOIS TOOL WORKSI		7,091.	25,028.
718172109 PHILIP MORRIS INTL		10,211.	21,130.
670678507 NUVEEN REAL ESTATE S		72,443.	66,473.
291011104 EMERSON ELECTRIC CO		7,670.	13,938.
478160104 JOHNSON JOHNSON		15,722.	34,930.
654106103 NIKE INC		14,717.	18,765.
464287465 ISHARES MSCI EAFE ET		67,925.	70,310.
12572Q105 CME GROUP INC		26,846.	36,513.
G1151C101 ACCENTURE PLC CL A		7,766.	30,618.
	-----	-----	-----
TOTALS	299,732.	551,414.	835,665.
	=====	=====	=====

BERT & ANN SHEARER FOUNDATION C/O U.S. BANK,

31-1681324

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
258620103 DOUBLELINE TOTAL RET	100,000.	96,549.
670690379 NUVEEN INTERMEDIATE	50,000.	48,476.
464288687 ISHARES S P U S PRE	138,374.	133,245.
	-----	-----
TOTALS	288,374.	278,270.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ISHARES MSCI EMERGING MKTS	C	59,506.		
NUVEEN LARGE CAP GRWTH OPP CL	C	21,918.		
NUVEEN REAL ESTATE SECS	C	72,443.		
AQR MANAGED FUTURES STR	C	15,000.		
I SHARE MSCI EAFE	C	74,821.		
AMERICAN INTL GROUP INC	C	136.		
DOUBLELINE TOTAL RET BD I	C	100,000.		
ISHARES S P U S PREFERRED STOC	C	138,374.		
NUVEEN INTERMEDIATE GOV BD FD	C	50,000.		
CME GROUP INC	C	26,846.		
ISHARES MSCI EAFE ETF	C	52,279.		
026874156 AIG CW-21 WARRANT	C		136.	145.
00203H859 AQR MANAGED FUTURES	C		15,000.	13,681.
TOTALS		-----	-----	-----
		611,323.	15,136.	13,826.
		=====	=====	=====