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

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

A Employer identification number
38-2978504

Number and street (or P O box number if mail is not delivered to street address)
1000 ADAMS NO 200

Room/suite

B Telephone number (see instructions)
(989) 893-4438

City or town, state or province, country, and ZIP or foreign postal code
BAY CITY, MI 48708

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 2,623,219

J Accounting method ☐ Cash ☐ Accrual ☑ Other (specify) Modified Cash
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	855	855		
	4 Dividends and interest from securities	52,020	52,020		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	128,734			
	b Gross sales price for all assets on line 6a 697,944				
	7 Capital gain net income (from Part IV, line 2)		130,156		
	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	181,609	183,031		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,800	0		2,800
	c Other professional fees (attach schedule)	17,056	17,056		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,569	921		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,156	265		2,891
	24 **Total operating and administrative expenses.** Add lines 13 through 23	25,581	18,242		5,691
	25 Contributions, gifts, grants paid	122,500			122,500
	26 **Total expenses and disbursements.** Add lines 24 and 25	148,081	18,242		128,191
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	33,528			
	b **Net investment income** (if negative, enter -0-)		164,789		
	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			
	2 Savings and temporary cash investments	53,525	66,022	66,022
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	199,969	249,498	247,985
	b Investments—corporate stock (attach schedule)	1,260,786	1,305,811	1,908,528
	c Investments—corporate bonds (attach schedule)	462,502	363,269	362,072
	11 Investments—land, buildings, and equipment basis ▶ 13,500			
	Less accumulated depreciation (attach schedule) ▶	13,500	13,500	8,800
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	160	27,507	28,635
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	2,814	1,177	1,177
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,993,256	2,026,784	2,623,219
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	1,993,256	2,026,784	
	30 **Total net assets or fund balances** (see instructions)	1,993,256	2,026,784	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,993,256	2,026,784	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,993,256
2	Enter amount from Part I, line 27a	2	33,528
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,026,784
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	2,026,784

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)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	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	
a	See Additional Data Table			
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	130,156
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	123,341	2,398,190	0 051431
2015	121,593	2,430,747	0 050023
2014	100,772	2,448,256	0 041161
2013	90,741	2,250,919	0 040313
2012	105,844	2,061,242	0 051350

2	**Total** of line 1, column (d)	2	0 234278
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 046856
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	2,540,087
5	Multiply line 4 by line 3	5	119,018
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,648
7	Add lines 5 and 6	7	120,666
8	Enter qualifying distributions from Part XII, line 4	8	128,191

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	1,648
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,648
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,648
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 2,763		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d: 0		
7	Total credits and payments Add lines 6a through 6d	7	2,763
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,115
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 1,115 **Refunded** ▶	11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
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* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ DOMINIC MONASTIERE Telephone no ▶ (989) 893-4438

Located at ▶ PERE MARQUETTE DEPOT-1000 ADAMS STREET BAY CITY MI ZIP+4 ▶ 48708

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?		Yes	No
		16		No
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☑ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☑ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☑ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes	☑ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☑ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			**5b**	
	Organizations relying on a current notice regarding disaster assistance check here ▶	☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
	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**	**No**
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☑ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			**7b**	

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over $50,000. . . . . ▶ 0

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		

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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)

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	2,516,115
b	Average of monthly cash balances	1b	53,854
c	Fair market value of all other assets (see instructions)	1c	8,800
d	**Total** (add lines 1a, b, and c)	1d	2,578,769
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,578,769
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,682
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,540,087
6	**Minimum investment return.** Enter 5% of line 5	6	127,004

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	127,004
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,648		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,648
3	Distributable amount before adjustments Subtract line 2c from line 1			3	125,356
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	125,356
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	125,356

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	128,191
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	128,191
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	1,648
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126,543

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				125,356
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			101,990	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 128,191				
a Applied to 2016, but not more than line 2a			101,990	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				26,201
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017	0			0
(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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				99,155
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)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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 e-mail address of the person to whom applications should be addressed

RUSSELL H MAXINE E SMITH CHARITABLE
PERE MARQUETTE DEPOT - 1000 ADAMS
STREET SUITE 200
BAY CITY, MI 48708
(989) 893-4438

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

INFORMATION TO BE INCLUDED IN GRANT REQUESTS COVER LETTER(INCLUDE AMOUNT BEING REQUESTED) - ORGANIZATIONAL MISSION - EXECUTIVE SUMMARY(INCLUDING BENEFITS TO THE COMMUNITY & ANTICIPATED OUTCOMES)- PROJECT INFORMATION (INCLUDING PROJECT DESCRIPTION, FUNDING GOALS WITH NAME OF ALL SOURCES & DOLLAR AMOUNTS, BENEFITS TO THE ORGANIZATIO/COMMUNITY, SEGMENT OF THE COMMUNITY SERVED) - FINANCES OF THE ORGANIZATION (INCLUDING PROGRAM BUDGET TO INCLUE ALL SOURCES OF REVENUE, CURRENT BALANCE SHEET, CURRENT INCOME STATEMENT, COPY OF THE ORGANIZATION'S FEDERAL TAX EXEMPT RULING FROM THE IRS, COPY OF THE MOST RECENT FORM 990, & PRIMARY SOURCES OF REVENUE FOR THE ORGANIZATION) - GOVERNANCE (THE BOARD OF DIRECTORS/TRUSTEES NAMES & OCCUPATIONS) - OTHER ATTACHMENTS(LETTERS OF SUPPORT & ANY ADDITIONAL INFORMATION OR DOCUMENTATION WHICH THE APPLICANT DEEMS PERTINENT) SIX COPIES OF THE ABOVE SHOULD BE PROVIDED IF THE INFORMATION REQUESTED IS NOT AVAILABLE, PLEASE EXPLAIN WHY IN YOUR APPLICATION

c Any submission deadlines

REQUESTS MUST BE RECEIVED BY THE LAST DAY OF THE MONTH PRECEEDING THE NEXT SCHEDULED BOARD MEETING

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

MUST BE TO A CHARITABLE ORGANIZATION FOR THE SUPPORT OF PROGRAMS AND PROJECTS WHICH BENEFIT THE RESIDENTS OF BAY COUNTY

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . . ▶ **3a**				122,500
b *Approved for future payment*				
Total . . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	855	
4 Dividends and interest from securities. . . .			14	52,020	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			15		
8 Gain or (loss) from sales of assets other than inventory			18	128,734	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		181,609	0
13 **Total.** Add line 12, columns (b), (d), and (e).				13	181,609

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-05-10	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
AMY L RODRIGUEZ CPA		2018-05-10		P00239377

Firm's name ▶ WEINLANDER FITZHUGH PC — Firm's EIN ▶38-2272300

Firm's address ▶ 1600 CENTER AVE, BAY CITY, MI 48708 — Phone no (989) 893-5577

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
100 SHS AT&T INC		1998-02-19	2017-03-01
200 SHS AMERICAN ELEC PWR INC		2013-05-24	2001-05-01
100 SHS APPLE INC		2009-09-24	2017-08-31
150 SHS BOEING CO		2015-03-23	2017-04-28
50 SHS BOEING CO		2015-10-22	2017-04-28
4545 SHS BRIGHTHOUSE FINANCIAL IN		2008-03-11	2017-08-22
100 SHS CVS HEALTH CORP		2011-12-29	2017-03-03
500 SHS CHEMICAL FINL CORP		1995-08-28	2017-03-30
50 SHS CHEVRON CORPORATION		2002-02-06	2017-11-09
50 SHS CONSTELLATION BRANDS INC		2014-08-13	2017-03-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
4,205		3,134	1,071
13,495		9,594	3,901
16,395		2,620	13,775
27,597		22,984	4,613
9,199		7,321	1,878
26		32	-6
8,074		4,115	3,959
26,034		10,261	15,773
5,798		2,079	3,719
7,927		4,277	3,650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			1,071
			3,901
			13,775
			4,613
			1,878
			-6
			3,959
			15,773
			3,719
			3,650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
1200 SHS CORNING INC		2014-08-05	2017-04-28
50 SHS COSTCO WHOLESALE CORP		2016-05-09	2017-03-03
150 SHS COSTCO WHOLESALE CORP		2016-05-09	2017-05-31
50 SHS CUMMINS INC		2015-10-22	2017-04-28
195 599 SHS DELAWARE EMERGING MARKETS FUND		2017-08-29	2017-10-09
575 632 SHS FIDELITY SMALL CAP DISCOVERY		2012-11-26	2017-05-19
157 48 SHS FIDELITY SMALL CAP DISCOVER		2012-11-26	2017-10-09
369 004 SHS FIDELITY ADV SMALL CAP GR-I		2017-05-19	2017-10-09
50000 SHS GENERAL ELEC CAP CRP MTN		2012-04-24	2017-04-27
100 SHS GENUINE PARTS CO		2010-05-28	2017-03-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
34,583		23,904	10,679
8,533		7,433	1,100
26,979		22,300	4,679
7,554		5,567	1,987
4,000		3,810	190
18,000		13,326	4,674
5,000		3,646	1,354
9,000		8,310	690
50,000		49,934	66
9,470		4,092	5,378

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			10,679
			1,100
			4,679
			1,987
			190
			4,674
			1,354
			690
			66
			5,378

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
250 SHS GILEAD SCIENCES INC		2010-05-28	2017-03-07
50000 SHS HSBC USA INC		2017-05-12	2017-11-13
100 SHS JOHNSON & JOHNSON		2002-01-30	2017-03-07
25000 SHS JPMORGAN CHASE & CO		2013-05-29	2017-08-15
450 SHS KROGER CO		2016-01-21	2017-09-22
200 SHS KROGER CO		2016-11-30	2017-09-22
1024 105 SHS LAZARD EMERGING MARKETS EQUITY INST		2009-05-28	2017-08-29
297 796 SHS LAZARD EMERGING		2011-12-29	2017-08-29
224 341 SHS LAZARD EMERGING MARKETS EQUITY		2010-06-14	2017-08-29
820 492 SHS LAZARD EMERGING MKTS		2013-05-24	2017-08-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
17,208		4,527	12,681
50,000		50,000	0
12,378		5,723	6,655
25,000		25,398	-398
9,028		16,789	-7,761
4,013		6,506	-2,493
19,694		14,501	5,193
5,727		5,000	727
4,314		4,000	314
15,778		16,049	-271

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			12,681
			0
			6,655
			-398
			-7,761
			-2,493
			5,193
			727
			314
			-271

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
293 083 SHS LAZARD EMERGING MARKETS EQUITY		2015-03-23	2017-08-29
390 19 SHS LAZARD EMERGING MKTS EQUITY		2017-04-28	2017-08-29
2 177 SHS LOOMIS SAYLES S/C GROWTH		2014-03-28	2017-03-02
398 724 SHS LOOMIS SALES		2014-10-29	2017-03-02
260 529 SHS LOOMIS SAYLES		2008-03-11	2017-03-02
1211 801 SHS LOOMIS SAYLES S/C GROWTH		2008-03-11	2017-05-19
199 80 SHS LOOMIS SAYLES S/C GROWTH		2016-05-16	2017-05-19
400 SHS MAGNA INTERNATIONAL INC		2014-08-13	2017-03-03
200 SHS MAGNA INTERNATIONAL INC		2015-12-30	2017-03-03
50 SHS NORFOLK SOUTHERN CORP		2014-03-28	2017-04-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
5,636		5,000	636
7,503		7,000	503
53		56	-3
9,645		10,000	-355
6,302		3,442	2,860
29,871		16,008	13,863
4,925		4,000	925
17,148		22,344	-5,196
8,574		8,264	310
5,889		4,811	1,078

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			636
			503
			-3
			-355
			2,860
			13,863
			925
			-5,196
			310
			1,078

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
50 SHS NORFOLK SOUTHERN CORP		2014-03-28	2017-11-09
95 808 SHS OPPENHEIMER DEVELOPING MKT		2014-10-29	2017-10-09
400 SHS SONOCO PRODUCTS		2015-03-23	2017-02-27
25000 SHS THERMO FISHER		2013-04-03	2017-03-22
200 SHS VALERO ENERGY CORP		2016-01-21	2017-08-30
25000 SHS VODAFONE GROUP PLC		2013-06-12	2017-08-14
249 515 SHS WF SPEC SM CAP VAL-INST		2017-05-19	2017-10-09
25000 SHS WESTPAC BANKING MTN		2012-03-06	2017-03-15
100 SHS XILINX INC		2016-06-08	2017-08-31
500 SHS XILINX INC		2015-08-24	2017-08-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
6,412		4,811	1,601
4,000		3,668	332
21,361		18,198	3,163
25,129		25,298	-169
13,669		12,718	951
25,005		25,000	5
9,000		8,321	679
25,000		24,913	87
6,600		4,712	1,888
3,300		1,992	1,308

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			1,601
			332
			3,163
			-169
			951
			5
			679
			87
			1,888
			1,308

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
7,913			7,913

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			7,913

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
DOMINIC MONASTIERE 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/PRESIDENT 0 00	0	0	0
JEAN HILL 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/V-P 0 00	0	0	0
BARBARA L ENGELHARDT 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/TREASURER 0 00	0	0	0
THOMAS H TABOR 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/SECRETARY 0 00	0	0	0
HEATHER GALLEGOS 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE 0 00	0	0	0
G MATTHEW JEFFREY 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE 0 00	0	0	0

Form 990PF Part XV Line 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*				
BAY AREA COMMUNITY FOUNDATION 1000 ADAMS ST BAY CITY, MI 48708	N/A	PC	SCHOLARSHIP ENDOWMENT	10,000
BAY CITY PLAYERS1214 COLUMBUS AVE BAY CITY, MI 48708	N/A	PC	GENERAL FUND - CAPITAL CAMPAIGN	20,000
SAVE BRIAN'S HOUSE COMMUNITY GROUP PO BOX 1201 BAY CITY, MI 48706	N/A	PC	GRANT TO DEVELOP INPATIENT HOSPICE FACILITY	15,000
SVSU FOUNDATION7400 BAY RD UNIVERSITY CENTER, MI 48710	N/A	PC	GENERAL FUND - SCHOLARSHIP FOR SUCCESS	10,000
BOYS AND GIRLS CLUB GREAT LAKES BAY REGION 300 WEST LAYFAYETTE BAY CITY, MI 48706	N/A	PC	GRANT FOR LIGHTING BAY CITY CLUB	25,000
Total 3a . . . . . ▶				122,500

Form 990PF Part XV Line 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*				
HUMANE SOCIETY OF BAY COUNTY PO BOX 215 BAY CITY, MI 48706	N/A	PC	GRANT FOR RENOVATIONS TO THE FACILITY	7,500
MASONIC TEMPLE OF BAY COUNTY 900 CENTER AVE BAY CITY, MI 48708	N/A	PC	GRANT FOR ROOF REPLACEMENT ON MASONIC TEMPLE	5,000
SAGINAW BASIN LAND CONSERVANCY 1008 JOHNSON STREET BAY CITY, MI 48708	N/A	PC	GRANT TO FUND PROGRAM TO ASSIST WITH REMOVAL OF PHRAGMITES	5,000
STATE THEATRE913 WASHINGTON AVE BAY CITY, MI 48708	N/A	PC	GRANT FOR PAVILION AND ANCILLARY BUILDING IN WENONAH PARK	25,000
Total 3a . . . . . ▶				122,500

TY 2017 Accounting Fees Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION AND ACCOUNTING	2,800	0		2,800

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491134022358

TY 2017 Investments Corporate Bonds Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CISCO SYSTEMS INC	25,273	25,163
ALTERA CORP 2.500% 11/15/18	25,091	25,145
ASTRAZENICA PLC 1.950% 9/18/19	24,622	24,859
GILEAD SCIENCES INC 2.050% 4/01/19	24,922	25,000
TEVA PHA FIN IV 2.250% 3/18/20	24,875	24,176
CATERPILLAR FINANCIAL	25,180	25,039
NATIONAL RURAL UTIL COOP	35,425	34,895
RAYTHEON COMPANY	25,820	25,575
XILINX INC	25,106	25,215
BP CAPITAL MARKETS PLC	25,569	25,624
STATOIL ASA	25,325	25,337
TRANS-CANADA PIPELINES	24,376	24,841
ANHEUSER-BUSCH INBEV WORLDWIDE	26,158	26,130
ABBVIE INC 2.900%	25,527	25,073

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TY 2017 Investments Corporate Stock Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEMICAL FINANCIAL CORP	90,921	242,059
CHEVRON CORP	6,238	18,778
EXXON MOBIL CORP COM	13,169	20,910
SBC COMMUNICATIONS INC/AT&T NEW	26,986	23,328
JOHNSON & JOHNSON	11,446	27,944
METLIFE	24,349	25,280
APPLE INC	3,930	25,385
MCDONALDS CORP	11,123	34,424
CELGENE CORP COM	5,265	20,872
GENUINE PARTS	8,184	19,002
OPPENHEIMER INT'L GROWTH FUND	120,153	191,476
QUALCOMM INCORPORATED	26,873	32,010
UNITED PARCEL SERVICES	14,650	23,830
CVS HEALTH CORP	8,230	14,500
FIDELITY SMALL CAP DISCOVERY FUND	24,481	29,838
INTEL CORP COM	17,874	41,544
ABBVIE INC	10,210	38,684
CARNIVAL CORP	19,620	33,185
CONSTELLATION BRANDS INC	8,555	22,857
EVEREST RE GROUP LIMITED	14,983	22,126
NORFOLK SOUTHERN CORP	19,246	28,980
OPPENHEIMER DEVELOPING MARKETS FUND	51,834	60,080
ALLERGAN PLC	21,903	16,358
CUMMINS INC	22,267	35,328
ALPHABET IN CL A	18,963	36,869
XILINX INC	17,923	30,339
DISNEY WALT CO NEW	25,017	26,877
TARGET CORP	29,397	26,100
VALERO ENERGY CORP	18,212	27,573
JP MORGAN CHASE & CO	19,491	37,429

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AETNA INC	23,774	36,078
CARDINAL HEALTH INC	23,836	18,381
CISCO SYSTEMS INC	22,410	38,300
DOW DUPONT INC	10,226	14,244
EXELON CORP	13,942	15,764
TWEEDY BROWNE GLOBAL VALUE FUND	162,000	186,958
ALTRIA GROUP INC	28,867	28,564
BRIGHTHOUSE FINANCIAL INC	2,962	2,639
CHARLES SCHWAB CORP	23,843	30,822
INTERCONTINENTAL EXCHANGE INC	23,730	28,224
TRAVELERS COMPANIES INC	24,913	27,128
AMGEN INC	22,131	21,738
DELTA AIR LINES INC	18,219	22,400
EBAY INC	26,574	30,192
FACEBOOK INC.-A	25,662	26,469
MARTIN MARIETTA MATERIALS INC	16,243	16,578
PPL CORPORATION	11,427	9,285
FIDELITY ADVISOR SMALL CAP GROWTH	28,690	31,582
WELLS FARGO SPECIAL SMALL CAP VALUE	28,679	30,691
DELAWARE EMERGING MARKET FUND	56,190	58,526

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TY 2017 Investments Government Obligations Schedule

Name:	RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION
EIN:	38-2978504
US Government Securities - End of Year Book Value:	249,498
US Government Securities - End of Year Fair Market Value:	247,985
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

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TY 2017 Investments - Other Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROYALTY INTERESTS	AT COST	160	160
DIGITAL REALTY TRUST INC	AT COST	27,347	28,475

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TY 2017 Other Assets Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST	51	62	62
FEDERAL EXCISE TAX OVERPAYMENT	2,763	1,115	1,115

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TY 2017 Other Expenses Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	265	265		0
ADMINISTRATIVE ASSISTANT SERVICES AND EXPENSES	1,291	0		1,291
MEMBERSHIP DUES	1,600	0		1,600

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TY 2017 Other Professional Fees Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	17,056	17,056		0

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TY 2017 Section 4942(a)(2) Explanation Statement

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Explanation: DISTRIBUTIONS OF DISTRIBUTABLE AMOUNTS FOR TAX YEAR ARE MADE PRIOR TO THE END OF THE FOLLOWING TAX YEAR.

TY 2017 Taxes Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	106	106		0
FOREIGN TAXES	815	815		0
FEDERAL TAX	1,648	0		0