











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 . . . . .	20,726	39,974	39,974
	2 Savings and temporary cash investments . . . . .	464,861	165,019	165,019
	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 . . . . .	320	708	708
	10a Investments—U S and state government obligations (attach schedule)	1,412,211 	1,284,936	1,286,006
	b Investments—corporate stock (attach schedule) . . . . .	1,717,987 	1,417,038	1,667,159
	c Investments—corporate bonds (attach schedule) . . . . .	1,138,772 	1,537,623	1,531,168
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans . . . . .			
	13 Investments—other (attach schedule) . . . . .	2,487,143 	2,684,383	2,989,162
	14 Land, buildings, and equipment basis ▶ _____ 3,391 Less accumulated depreciation (attach schedule) ▶ _____ 3,269	627 	122	122
15 Other assets (describe ▶ _____)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,242,647	7,129,803	7,679,318	
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 ▶ _____)	 131 	87	
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	131	87	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds . . . . .	7,242,516	7,129,716	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	7,242,516	7,129,716		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	7,242,647	7,129,803		

**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	7,242,516
2 Enter amount from Part I, line 27a . . . . .	2	-112,834
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	34
4 Add lines 1, 2, and 3 . . . . .	4	7,129,716
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	7,129,716

**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 PUBLICLY TRADED SECURITIES</b>			
<b>b CAPITAL GAINS DIVIDENDS</b>	P		
<b>c</b>			
<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> 3,231,305		3,129,672	101,633
<b>b</b> 32,486			32,486
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>			101,633
<b>b</b>			32,486
<b>c</b>			
<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>	134,119
<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>	

**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	364,437	7,108,122	0 051271
2015	384,061	7,578,641	0 050677
2014	360,753	7,794,045	0 046286
2013	339,837	7,018,873	0 048418
2012	119,387	6,610,469	0 018060
<b>2 Total</b> of line 1, column (d)			<b>2</b> 0 214712
<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 042942
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 7,442,480
<b>5</b> Multiply line 4 by line 3			<b>5</b> 319,595
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 2,247
<b>7</b> Add lines 5 and 6			<b>7</b> 321,842
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 360,611

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>	2,247
<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>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	2,247
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<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>	2,247
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	800
<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>	800
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input 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>	1,447
<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>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**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"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<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"/> \$ 0		
<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>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<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>	No
<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"/> KY		
<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>	No
<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>991</b> . . . . .	<b>11</b>	<b>Yes</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.ROBERTEFRAZIERFOUNDATION.ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>GREENE &amp; GREENE CPAS</b> Telephone no <b>(606) 248-3456</b>			

Located at **2201 1/2 CUMBERLAND AVENUE MIDDLESBORO KY** ZIP+4 **409652832**

<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>Yes</b>	<b>No</b>
<b>1a</b>	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? <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 type="checkbox"/> Yes <input checked="" 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"/> <b>1b</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"/> Yes <input checked="" type="checkbox"/> No <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>	<p>During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><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</p> <p><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</p> <p><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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><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</p>			
<b>b</b>	<p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> </p>	<b>5b</b>		
<b>c</b>	<p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>			
<b>6a</b>	<p>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</p>			
<b>b</b>	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>	<b>6b</b>		<b>No</b>
<b>7a</b>	<p>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</p>			
<b>b</b>	<p>If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<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
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.)

<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>	7,219,682
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	336,135
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	7,555,817
<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>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	7,555,817
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	113,337
<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>	7,442,480
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	372,124

**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>	372,124
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	2,247
<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>	2,247
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	369,877
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	34
<b>5</b>	Add lines 3 and 4.	<b>5</b>	369,911
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<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>	369,911

**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>	360,611
<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>	
<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>	360,611
<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>	2,247
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	358,364

**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				369,911
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			320,011	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .				
<b>e</b> From 2016. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>360,611</u>				
<b>a</b> Applied to 2016, but not more than line 2a			320,011	
<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. . . . .				40,600
<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			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. . . . .		0		
<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 . . . . .				329,311
<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. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .				
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .				

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

<b>1a</b> 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>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> 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			<b>(e) Total</b>
	<b>(a)</b> 2017	<b>(b)</b> 2016	<b>(c)</b> 2015	<b>(d)</b> 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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.)**

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed BOBBIE GOTHARD 506 WEST MAIN STREET CUMBERLAND, KY 40823 (606) 589-5151 TCMAINSTREET@WINDSTREAM.NET	
<b>b</b> The form in which applications should be submitted and information and materials they should include REQUEST FOR GRANTS MUST BE SUBMITTED PURSUANT TO THE FOUNDATION'S GRANT APPLICATION PROCESS. TO FACILITATE THE PROCESS THE FOUNDATION HAS PRODUCED DOCUMENTS TITLED "GRANT GUIDELINES," "GRANT APPLICATION INSTRUCTIONS, AND "BUDGET INFORMATION FORM." THESE DOCUMENTS ARE AVAILABLE AT THE ADDRESS FOR SUBMITTING GRANT APPLICATIONS IDENTIFIED AT ITEM 2A ABOVE. EACH GRANT APPLICATION REQUIRES SPECIFIC INFORMATION REGARDING THE POTENTIAL DONEE ORGANIZATION TO INCLUDE DOCUMENTATION OF RECOGNIZED PUBLIC CHARITY STATUS, CURRENT FINANCIAL INFORMATION, THE ORGANIZATION'S MISSION, AND MATERIAL SERVICES PROVIDED. IN ADDITION, A DETAILED DESCRIPTION OF THE PROPOSED PROJECT IS REQUIRED ALONG WITH APPLICABLE BUDGET INFORMATION RELATING TO THE PROJECT.	
<b>c</b> Any submission deadlines BY APRIL 30 AND OCTOBER 31 TO BE CONSIDERED IN SEMI-ANNUAL MEETINGS IN MAY AND NOVEMBER	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors GRANTS ARE AWARDED TO ORGANIZATIONS FOR PURPOSES DESCRIBED IN CODE SECTION 501(C)(3) AND FOR WHICH CONTRIBUTIONS ARE DEDUCTIBLE UNDER CODE SECTIONS 170(C), 2055(A), AND 2522(A), BUT ARE LIMITED TO CONTRIBUTIONS THAT PRIMARILY BENEFIT THE CITY AND CITIZENRY OF CUMBERLAND, KENTUCKY, AND THE TRI-CITY AREA OF CUMBERLAND, BENHAM, AND LYNCH, KENTUCKY. GRANT RECIPIENTS ARE SELECTED BASED ON MERIT WITH PREFERENCE GIVEN TO GRANTS WHICH ARE SUBJECT TO MATCHING AWARDS. HOWEVER, GRANTS WILL NOT BE MADE TO OR FOR INDIVIDUALS, RELIGIOUS ORGANIZATIONS FOR RELIGIOUS PURPOSES, INTERNATIONAL ORGANIZATIONS WITHOUT A QUALIFIED DOMESTIC 501(C)(3) REPRESENTATIVE, PRIVATE FOUNDATIONS (OTHER THAN OPERATING FOUNDATIONS), ENDOWMENTS OR OTHER DISCRETIONARY FUNDING POOLS, DINNERS, BALLS, OR OTHER TICKETED EVENTS, POLITICAL PURPOSES, LOBBYING ACTIVITIES, AND PURPOSES OUTSIDE THE FOUNDATION'S SPECIFIED FUNDING PRIORITIES.	

**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>	301,092
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0

## 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.	***** 2018-05-09 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee			

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	U WAYNE GREENE				P00213620
	Firm's name <b>▶</b> GREENE & GREENE Firm's address <b>▶</b> PO BOX 955 MIDDLESBORO, KY 409650955				

**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
CHARLES D COLE  1010 FINCASTLE ROAD LEXINGTON, KY 40502	PRESIDENT/DIRECTOR 2 00	9,000	0	3,000
ALMA CORNETT 604 SPRING STREET CUMBERLAND, KY 40823				
CHRISTOPHER B HOGUE 105 BILLIPS AVENUE CUMBERLAND, KY 40823	SECRETARY/DIRECTOR 0 00	0	0	3,000
VERA ISON 5680 KENTUCKY HIGHWAY 699 SLEMP, KY 41763				
ROGER M ROPER 395 REDDING ROAD 52 LEXINGTON, KY 40517	DIRECTOR 0 00	0	0	3,000

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>				
CITY OF BENHAM KENTUCKY 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND CONSTRUCTION OF GAZEBO AT MUNICIPAL PARK	15,000
CITY OF CUMBERLAND KENTUCKY (#1) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND DEMOLITION AND REMOVAL OF DILAPIDATED BUILDINGS IN EFFORT TO RECLAIM ECONOMICALLY BLIGHTED AREA	20,000
CITY OF CUMBERLAND KENTUCKY (#2) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF SAFETY EQUIPMENT FOR CITY EMPLOYEES AND VOLUNTEERS SERVING AS FIRST RESPONDERS FOR THE COMMUNITY	10,654
CITY OF CUMBERLAND KENTUCKY TOURIST AND CONVENTION COMMISSION 506 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND RECLAMATION OF PORTION OF CITY OF CUMBERLAND MUNICIPAL PARK CONSISTING OF RESURFACING AREAS AND EQUIPPING FOR BASKETBALL COURT AND SKATE PARK	23,264
CITY OF LYNCH KENTUCKY (#1) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND DEMOLITION AND REMOVAL OF DILAPIDATED BUILDINGS IN EFFORT TO RECLAIM ECONOMICALLY BLIGHTED AREA	20,000
<b>Total . . . . .</b> <b>3a</b>				301,092

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>				
CITY OF LYNCH KENTUCKY (#2) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND PURCHASE OF SUPPLIES AND MARKETING FOR "100 YEARS OF THE CITY OF LYNCH" CELEBRATION	1,500
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#1) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PAYROLL FOR AMERICORPS INSTRUCTIONAL ASSISTANTS FOR GRADES 2-6 MATHEMATICS INTERVENTION AND K-3 LITERACY INTERVENTION FOR AUGUST 2017 THROUGH JUNE 2018 PROGRAM PERIOD	11,675
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#2) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF FOOD ITEMS FOR WEEKEND "BACKPACK" PROGRAM	15,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#3) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND "TYPING CLUB" PROGRAM TO DEVELOP KEYBOARDING SKILL FOR STUDENTS IN GRADES 3-8	1,698
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#4) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF UNIFORMS AND EQUIPMENT FOR GRADES 6-8 BASEBALL TEAM	10,065
<b>Total . . . . . ▶</b> <b>3a</b>				301,092



**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>				
HARLAN COUNTY BOARD OF EDUCATION 251 BALL PARK ROAD HARLAN, KY 40831	N/A	GOV	FUND GRANTEE-AWARDED POST-SECONDARY SCHOLARSHIPS FOR "TRI-CITY AREA" STUDENTS THROUGH COOPERATION WITH THE HARLAN COUNTY COMMUNITY SCHOLARSHIP FUND	20,000
HARLAN COUNTY KENTUCKY FISCAL COURT (#1) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	MATCHING FUNDS UNDER KENTUCKY TRANSPORTATION CABINET TRANSPORTATION ALTERNATIVES PROGRAM (TAP) FOR CONSTRUCTION OF RECREATIONAL TRAIL SYSTEM	50,000
HARLAN COUNTY KENTUCKY FISCAL COURT (#2) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND REBUILD FOR SECTION OF FLOORING IN TRI-CITY SENIOR CITIZENS CENTER BUILDING	8,798
HARLAN COUNTY KENTUCKY FISCAL COURT (#3) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND PURCHASE OF UTILITY VEHICLE, SPRAY HEADS, AND LANDSCAPING TARP FOR MUNICIPAL TRI-CITY SLEEPY HOLLOW GOLF COURSE	10,273
HARLAN COUNTY KENTUCKY FISCAL COURT (#4) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	MATCHING FUNDS FOR REPLACEMENT OF ROOF AT COUNTY-OWNED BENHAM SCHOOL HOUSE INN	50,000
<b>Total . . . . .</b> <b>3a</b>				301,092

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>				
HERITAGE MINISTRIES INCPO BOX 821 LYNCH, KY 40835	N/A	PC	PARTIAL FUNDING FOR COMMUNITY "EMPTY STOCKING" PROGRAM TO AID ECONOMICALLY DISADVANTAGED CHILDREN	5,000
SOUTHEAST KENTUCKY COMMUNITY & TECHNICAL COLLEGE 700 COLLEGE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF FURNITURE AND EQUIPMENT FOR "LEARNING COMMONS" AREA AT CUMBERLAND CAMPUS	19,189
THE TRI-CITIES HERITAGE DEVELOPMENT CORPORATION INC 506 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	PC	FUND PURCHASE OF SIGNAGE AND BANNERS PROMOTING AREA "TRAIL TOWN" DESIGNATION	8,976
<b>Total . . . . . ►</b> <b>3a</b>				301,092

**TY 2017 Accounting Fees Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**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 AND TAX RETURN PREPARATION	19,194	2,746		16,448

**TY 2017 Compensation Explanation**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Person Name	Explanation
DIRECTORS AND OFFICERS	THE DIRECTORS AND OFFICERS SERVE ON A VOLUNTARY BASIS HOWEVER, FOR 2017 A STIPEND OF \$750 WAS PAID TO EACH DIRECTOR (OFFICERS OF THE CORPORATION ARE ALSO DIRECTORS) FOR ATTENDANCE AT EACH PERIODIC MEETING TO COVER TRAVEL AND INCIDENTAL EXPENSES RELATING TO THEIR DUTIES AND RESPONSIBILITIES IN ADDITION, COMPENSATION FOR THE PRESIDENT, EXCLUSIVE OF THE PER-MEETING FEES, AMOUNTED TO \$9,000 FOR 2017

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

## TY 2017 Depreciation Schedule

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

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
COMPUTER	2012-10-01	2,959	2,516	SL	5 000000000000	443	0		
COMPUTER DESK	2012-12-27	432	248	SL	7 000000000000	62	0		

**TY 2017 Explanation of Non-Filing with Attorney General Statement**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**Statement:**

PURSUANT TO KENTUCKY REVISED STATUTE 367.657, ONLY ORGANIZATIONS SOLICITING CONTRIBUTIONS ARE REQUIRED TO FILE FORM 990 (FORM 990-PF) WITH THE SECRETARY OF STATE. THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION HAS NOT SOLICITED CONTRIBUTIONS IN KENTUCKY OR IN OTHER STATES.

**TY 2017 General Explanation Attachment**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	DISREGARDED SINGLE- MEMBER LLC	FORM 990-PF, PART VII-A, LINE 11	THIS FORM 990-PF FOR THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC INCLUDES THE TRANSACTIONS FOR ITS CONTROLLED SINGLE-MEMBER LIMITED LIABILITY COMPANY, THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE GRANT FOUNDATION, LLC (46-4387129), 333 WEST VINE STREET, SUITE 1500, LEXINGTON, KY 40507 THE LIMITED LIABILITY COMPANY WAS ORGANIZED TO HANDLE DAILY OPERATIONS, GRANT-MAKING PROCESSES, AND RELATED ADMINISTRATION, AND THEREBY SEPARATE THESE FUNCTIONS FROM THE INVESTMENT ACTIVITIES PERFORMED BY ITS SOLE MEMBER, THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC ALTHOUGH A SEPARATE ENTITY FROM ITS SOLE MEMBER, THE LIMITED LIABILITY COMPANY IS A DISREGARDED ENTITY PURSUANT TO THE PROVISIONS OF TREASURY REGULATION PARAGRAPHS 301.7701-2(C)(2)(I) AND 301.7701-3(B)(1)(II) UNDER THE INTERNAL REVENUE CODE OF 1986 ACCORDINGLY, THE SINGLE-MEMBER LIMITED LIABILITY COMPANY IS NOT AN EXCESS BUSINESS HOLDING FURTHER, TRANSFERS TO OR FROM THIS DISREGARDED ENTITY ARE NOT REPORTABLE

## General Explanation Attachment

Identifier	Return Reference	Explanation	
2	ELECTION TO AMORTIZE BOND PREMIUMS	FORM 990-PF, PART I, LINE 4	THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC , AS SUCCESSOR TO THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION IN A COMPLETE TRANSFER OF ASSETS EFFECTED IN CALENDAR YEAR 2014 PURSUANT TO INTERNAL REVENUE CODE SECTION 507(B)(2), RELATED TREASURY REGULATIONS 1 507-3(C)(1) AND 1 507-4(B), AND REVENUE RULING 2002-28, CONTINUES TO AMORTIZE BOND PREMIUMS PURSUANT TO ELECTION UNDER INTERNAL REVENUE CODE SECTION 171(C) AND RELATED TREASURY REGULATION 1 171-4(A) INITIALLY MADE FOR THE 2013 CALENDAR YEAR BY THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION



**General Explanation Attachment**

Identifier	Return Reference	Explanation	
3	ELECTION TO ACCRUE BOND MARKET DISCOUNT	FORM 990-PF, PART I, LINE 4	PURSUANT TO INTERNAL REVENUE CODE SECTION 1278(B) AND THE AUTOMATIC CONSENT PROCEDURE OUTLINED IN REVENUE PROCEDURE 92-67, THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC. HEREBY ELECTS TO INCLUDE ACCRUED MARKET DISCOUNT IN GROSS INCOME. THE FOUNDATION HAS USED THE CONSTANT INTEREST RATE METHOD TO DETERMINE THE MARKET DISCOUNT ATTRIBUTABLE TO THE TAX YEAR ENDED DECEMBER 31, 2017. FURTHER, THE FOUNDATION AGREES TO HAVE THE ELECTION APPLY TO ALL MARKET DISCOUNT BONDS, REGARDLESS OF ISSUE DATE, THAT ARE ACQUIRED ON OR AFTER THE FIRST DAY OF THE 2017 TAX YEAR.

## TY 2017 Investments Corporate Bonds Schedule

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

### Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY FIN 1.3% DTD 5/15/13	99,261	99,772
BP CAPITAL MKTS 2.241% DTD 9/26/13	150,578	150,276
COCA-COLA CO 1.65% DTD 11/1/13	150,211	149,890
GENERAL ELECTRIC CAPITAL CORP 5.625% DTD 4/21/08	101,827	101,193
INTEL CORP 3.3% DTD 9/19/11	154,221	155,556
ORACLE CORP 2.375% DTD 7/16/13	125,725	125,521
PACCAR FINANCIAL CORP 2.3% DTD 8/10/17	100,551	98,909
PEPSICO INC 1.35% DTD 10/6/16	149,324	148,215
SHELL INTERNATIONAL FINANCE 1.75% DTD 9/12/16	148,129	146,376
US BANCORP 4.125% DTD 5/24/11	106,805	105,417
VISA INC 2.2% DTD 12/14/15	150,975	149,882
WELLS FARGO & CO 2.15% DTD 10/28/13	100,016	100,161

**TY 2017 Investments Corporate Stock Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC  
**EIN:** 45-3278636

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	4,196	6,336
1,500 SHARES BANCO BILBAO VIZCAY SP ADR	10,454	12,750
1,641 SHARES FORD MOTOR CO COMMON	21,715	20,496
1,775 SHARES MITSUBISHI UJF FINANCIAL GROUP INC	11,659	12,904
100 SHARES AMERPRISE FINANCIAL INC	13,263	16,947
100 SHARES ANSYS INC	12,617	14,759
100 SHARES CULLEN/FROST BANKERS INC	9,587	9,465
100 SHARES PPG INDUSTRIES INC	10,097	11,682
100 SHARES RED HAT INC	8,225	12,010
11,630 SHARES BB&T CORP	429,787	578,244
110 SHARES ZIMMER BIOMET HOLDINGS INC	13,908	13,274
114 SHARES INTUIT INC	15,424	17,987
125 SHARES BOK FINANCIAL CORP	10,494	11,540
125 SHARES EQT CORP	7,419	7,115
125 SHARES FIRST REPUBLIC BANK	12,693	10,830
125 SHARES HOME DEPOT INC	18,337	23,691
126 SHARES APTIV PLC	8,212	10,689
127 SHARES NORWEGIAN CRUISE LINE HLDGS INC	4,905	6,763
13 SHARES LENNAR CORP CLASS B	498	672
140 SHARES BRISTOL-MYERS SQUIBB CO COMMON	9,707	8,579
150 SHARES ARCHER-DANIELS MIDLAND CO	6,697	6,012
150 SHARES JPMORGAN CHASE & CO	13,461	16,041
150 SHARES PAYPAL HOLDINGS INC	6,479	11,043
158 SHARES PERRIGO CO PLC COMMON	19,456	13,771
159 SHARES CBS CORP CLASS B	7,462	9,381
175 SHARES ADOBE SYSTEM INC	21,111	30,667
175 SHARES CERNER CORP	11,728	11,793
175 SHARES DANAHER CORP	15,062	16,243
175 SHARES HALLIBURTON COMPANY	9,331	8,552
175 SHARES PHILLIPS 66	13,668	17,701

Name of Stock	End of Year Book Value	End of Year Fair Market Value
176 SHARES CISCO SYSTEMS INC	4,404	6,741
177 SHARES HCA HOLDINGS INC	12,410	15,548
18 SHARES ALPHABET INC CLASS C	12,535	18,835
180 SHARES NOVARTIS A G ADR	13,922	15,113
185 SHARES CAPITAL ONE FINANCIAL CORP	15,881	18,422
197 SHARES NEWELL BRANDS INC	8,812	6,087
200 SHARES ABBVIE INC	12,692	19,342
200 SHARES MEDTRONIC PLC	16,305	16,150
200 SHARES MICROCHIP TECHNOLOGY INC	14,890	17,576
200 SHARES OSHKOSH TRUCK CLASS B	14,107	18,178
200 SHARES THE COCA-COLA CO	8,439	9,176
215 SHARES NATIONAL FUEL GAS CO	12,734	11,806
220 SHARES RYMAN HOSPITALITY PROPERTIES INC	13,939	15,184
228 SHARES WALGREENS BOOTS ALLIANCE INC	19,614	16,557
246 SHARES COMCAST CORP	7,159	9,852
248 SHARES GILEAD SCIENCES INC	24,571	17,767
250 SHARES DOWDUPONT INC	16,000	17,805
295 SHARES MICROSOFT CORP	14,348	25,234
300 SHARES UNILEVER N V	16,701	16,896
304 SHARES AKAMAI TECHNOLOGIES COMMON	18,700	19,772
315 SHARES MEDNAX INC COMMON	22,937	16,833
325 SHARES ACADIA HEALTHCARE CO INC	15,030	10,605
325 SHARES LIVE NATION	11,339	13,835
365 SHARES BAXTER INTERNATIONAL INC	19,600	23,594
374 SHARES ACTIVISION BLIZZARD INC COMMON	9,816	23,682
42 SHARES DELPHI TECHNOLOGIES PLC	1,670	2,204
50 SHARES AMGEN INC	8,873	8,695
50 SHARES PIONEER NATIONAL RESOURCE	9,755	8,643
511 SHARES NIELSEN HOLDINGS PLC COMMON	25,180	18,600
525 SHARES THE KROGER COMPANY	11,765	14,411

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
550 SHARES MYRIAD GENETICS INC COMMON	23,284	18,890
577 SHARES MONDELEZ INTL INC	26,561	24,696
667 SHARES CBRE GROUP INC COMMON	25,112	28,888
695 SHARES LENNAR CORP	32,064	43,952
75 SHARES CHUBB LTD	10,312	10,960
75 SHARES GENERAL DYNAMICS	14,389	15,259
75 SHARES MARTIN MARIETTA MATERIALS	15,951	16,578
750 SHARES BANK OF AMERICA CORP	18,977	22,140
80 SHARES CHECKPOINT SOFTWARE TECHNOLOGY	6,785	8,290
860 SHARES AES CORP	10,235	9,314
865 SHARES DISCOVERY COMMUNICATIONS COMMON	22,925	18,312
89 SHARES M&T BANK	13,693	15,218
89 SHARES UNITEDHEALTH GROUP INC	10,581	19,621
90 SHARES SHIRE PHARMACEUTICALS GROUP PLC	14,389	13,961

**TY 2017 Investments Government Obligations Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**US Government Securities - End  
of Year Book Value:**

505,497

**US Government Securities - End  
of Year Fair Market Value:**

502,413

**State & Local Government  
Securities - End of Year Book  
Value:**

779,439

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

783,593

## TY 2017 Investments - Other Schedule

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

### Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1,026.251 SHARES METROPOLITAN WEST TOTAL RETURN BOND FUND PLAN	AT COST	10,528	10,293
1,277.190 SHARES DOUBLELINE TOTAL RETURN BOND FD	AT COST	13,996	13,577
1,826 ISHARES MID CAP GROWTH FUND	AT COST	200,079	220,289
1,944.704 SHARES CARILLON EAGLE SMALL CAP GROWTH FD #131	AT COST	104,513	121,758
11,394.999 SHARES INVESCO INTERNATIONAL GROWTH FD	AT COST	387,218	414,072
2,144.449 SHARES STERLING CAPITAL TOTAL RETURN BOND FD	AT COST	22,753	22,710
3,291 ISHARES RUSSELL MIDCAP VALUE FD	AT COST	230,047	293,393
3,694.701 SHARES OPPENHEIMER DEVELOPING MARKETS FD	AT COST	122,300	158,650
5,330.918 SHARES CLEARBRIDGE MID CAP FD	AT COST	197,883	197,564
6,935 ISHARES SELECT DIVIDEND INDEX FD	AT COST	644,063	683,514
653.605 SHARES PIMCO FOREIGN BOND (US DOLLAR HEDGED) FD #103	AT COST	7,143	6,974
7,339.326 SHARES LAZARD EMERGING MARKETS PORTFOLIO #638	AT COST	117,331	146,933
7,796 ISHARES MSCI EAFE VALUE INDEX FD	AT COST	397,267	430,378
891.333 SHARES NEUBERGER BERMAN STRATEGIC INCOME FD	AT COST	9,805	9,947
9,433.990 SHARES GOLDMAN SACHS INTL SMALL CAP INSIGHTS FD	AT COST	117,002	120,283
904 ISHARES S&P SMALLCAP 600 BARRA VALUE FD	AT COST	102,455	138,827

**TY 2017 Land, Etc.  
Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,959	2,959	0	
COMPUTER DESK	432	310	122	122



**TY 2017 Other Expenses Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE ASSISTANCE	1,443	0		1,443
OFFICE SUPPLIES AND EXPENSES	178	0		178
GRANT AWARD RECEPTION EXPENSE	60	0		60
TELECOMMUNICATIONS	328	0		328
INSURANCE	3,267	0		3,267
INTERNET WEBSITE MAINTENANCE	499	0		499
ADR FEES	5	5		0
MISCELLANEOUS EXPENSES	75	0		30

**TY 2017 Other Increases Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Description	Amount
REFUND OF AMOUNT TREATED AS QUALIFYING DISTRIBUTION IN PRIOR YEAR	34

**TY 2017 Other Liabilities Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Description	Beginning of Year - Book Value	End of Year - Book Value
STATE INCOME TAX WITHHELD FROM WAGES	131	87

**TY 2017 Other Professional Fees Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BB&T - INVESTMENT MANAGEMENT FEES	28,552	26,756		0

**TY 2017 Taxes Schedule**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	148	148		0
PAYROLL TAXES	1,102	0		1,102
EXCISE TAX ON INVESTMENT INCOME (2017 ESTIMATED TAX PAID)	241	0		0

**TY 2017 TransfersFrmControlledEntities**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Name	US / Foreign Address	EIN	Description	Amount
THE ROBERT E FRAZIER TRI- CITY AREA CHARITABLE GRANT FOUNDATION LLC	333 WEST VINE STREET SUITE 1500 LEXINGTON, KY 40507	46-4387129	NOT APPLICABLE BECAUSE CONTROLLED ORGANIZATION IS A DISREGARDED SINGLE-MEMBER LLC	0
<b>Total</b>				0

**TY 2017 TransfersToControlledEntities**

**Name:** THE ROBERT E FRAZIER TRI-CITY AREA  
CHARITABLE FOUNDATION INC

**EIN:** 45-3278636

Name	US / Foreign Address	EIN	Description	Amount
THE ROBERT E FRAZIER TRI- CITY AREA CHARITABLE GRANT FOUNDATION LLC	333 WEST VINE STREET SUITE 1500 LEXINGTON, KY 40507	46-4387129	NOT APPLICABLE BECAUSE CONTROLLED ORGANIZATION IS A DISREGARDED SINGLE-MEMBER LLC	0
<b>Total</b>				0