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
JEANNINE Y FRANCIS CHARITABLE
FOUNDATION TRUST

A Employer identification number
55-0760949

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 2846

B Telephone number (see instructions)
(304) 523-6491

City or town, state or province, country, and ZIP or foreign postal code
HUNTINGTON, WV 257282846

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)*▶$ 4,703,833

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	30	30		
	4	Dividends and interest from securities	125,989	125,989		
	5a	Gross rents	9,600	9,600		
	b	Net rental income or (loss) -10,500				
	6a	Net gain or (loss) from sale of assets not on line 10	158,674			
	b	Gross sales price for all assets on line 6a 467,739				
	7	Capital gain net income (from Part IV, line 2)		158,674		
	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)	1,640	1,640		
	12	**Total.** Add lines 1 through 11	295,933	295,933		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	36,000	28,800		7,200
	14	Other employee salaries and wages	32,500	26,000		6,500
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	3,713	2,970		743
	b	Accounting fees (attach schedule)	2,400	1,920		480
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,763	3,679		487
	19	Depreciation (attach schedule) and depletion	3,846	3,846		
	20	Occupancy	2,680	2,144		536
	21	Travel, conferences, and meetings	5,511	4,221		1,055
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,992	18,060		874
	24	**Total operating and administrative expenses.** Add lines 13 through 23	110,405	91,640		17,875
	25	Contributions, gifts, grants paid	160,500			160,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	270,905	91,640		178,375
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	25,028			
	b	**Net investment income** (if negative, enter -0-)		204,293		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	130,190	353,908	353,908
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,863,014	1,673,509	3,093,145
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 227,106 Less accumulated depreciation (attach schedule) ▶ 21,973	155,108	205,133	205,133
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	981,376	918,826	1,051,647
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,129,688	3,151,376	4,703,833
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	3,129,688	3,151,376	
	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	**Total net assets or fund balances** (see instructions)	3,129,688	3,151,376	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,129,688	3,151,376	

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	3,129,688
2	Enter amount from Part I, line 27a	2	25,028
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,154,716
5	Decreases not included in line 2 (itemize) ▶	5	3,340
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,151,376

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	158,674
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	230,842	2,703,489	0 085387
2015	82,117	1,455,597	0 056415
2014	103,507	1,431,356	0 072314
2013	86,898	1,339,300	0 064883
2012	66,836	1,166,962	0 057274

2	**Total** of line 1, column (d)	2	0 336273
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 067255
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,269,620
5	Multiply line 4 by line 3	5	287,153
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,043
7	Add lines 5 and 6	7	289,196
8	Enter qualifying distributions from Part XII, line 4	8	178,375

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	4,086
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	4,086
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	4,086
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 720		
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	720
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	3,366
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	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) ▶ WV			
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)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	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 ▶GARY D BALDWIN Telephone no ▶(304) 523-6491

Located at ▶PO BOX 2846 HUNTINGTON WV ZIP+4 ▶25728

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

			Yes	No
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?	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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		
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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GARY D BALDWIN PO BOX 2846 HUNTINGTON, WV 25728	TRUSTEE 10 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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	4,220,404
b	Average of monthly cash balances.		1b	114,236
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	4,334,640
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	4,334,640
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	65,020
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,269,620
6	**Minimum investment return.** Enter 5% of line 5.		6	213,481

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	213,481
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 4,086		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	4,086
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	209,395
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	209,395
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	209,395

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	178,375
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	178,375
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	178,375

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				209,395
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 9,315				
b From 2013. 20,794				
c From 2014. 32,903				
d From 2015. 10,164				
e From 2016. 97,076				
f **Total** of lines 3a through e.	170,252			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 178,375				
a Applied to 2016, but not more than line 2a			0	
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.				178,375
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*	31,020			31,020
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	139,232			
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				0
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	139,232			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014. 31,992				
c Excess from 2015. 10,164				
d Excess from 2016. 97,076				
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

GARY D BALDWIN
PO BOX 2846
HUNTINGTON, WV 25728
(304) 523-6491
GBALDWIN FRANCISTRUST@GMAIL COM

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

WRITTEN APPLICATION SPECIFYING INTENDED USE OF FUNDS INCLUDING VERIFICATION OF 501 (C)(3) STATUS

c Any submission deadlines

NONE

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

NONE

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**				160,500
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	30	
4 Dividends and interest from securities			14	125,989	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	-10,500	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,640	
8 Gain or (loss) from sales of assets other than inventory			18	158,674	
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		275,833	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 275,833

(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

******	2018-08-29	******
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
ELIOTT R WILSON				P00115975

Firm's name ▶ HESS STEWART & CAMPBELL PLLC	Firm's EIN ▶55-0657218
Firm's address ▶ PO BOX 1060 HUNTINGTON, WV 257131060	Phone no (304) 523-6464

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

(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)
1250 SHS FIRST TR EXCHANGE TRADED FD VI		2016-08-26	2017-03-07
102 SHS FRONTIER COMMUNICATIONS CORP		2012-11-30	2017-03-07
1800 SHS GENERAL ELECTRIC CO		2012-11-30	2017-12-14
63 SHS HALYARD HEALTH INC		2012-11-30	2017-11-08
360 SHS LOWES COMPANIES INC		2012-11-30	2017-04-24
1045 SHS NUVEEN PFD & INC TERM FD		2012-07-26	2017-03-07
265 SHS WALT DISNEY CO HLDG CO		2012-11-30	2017-04-24
950 SHS DOMINION ENERGY INC		1997-12-27	2017-12-14
1375 SHS DUKE ENERGY CORP NEW		1997-12-27	2017-12-14
704 SHS ENBRIDGE INC		1997-12-27	2017-02-28

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

(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)
38,697		36,425	2,272
231		352	-121
31,169		38,034	-6,865
2,796		1,706	1,090
29,517		12,992	16,525
24,559		26,100	-1,541
29,585		13,160	16,425
78,783		22,558	56,225
118,334		75,563	42,771
29		19	10

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			(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	
			2,272
			-121
			-6,865
			1,090
			16,525
			-1,541
			16,425
			56,225
			42,771
			10

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

(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)
1625 SHS GENERAL ELECTRIC CO		2003-01-23	2017-12-14
70 SHS HALYARD HEALTH INC		2009-06-09	2017-11-08
660 SHS MONDELEZ INTL INC COM		2010-03-05	2017-04-24
1537 SHS WEINGARTEN REALTY INV SBI		2001-01-31	2017-12-14
CAPITAL GAINS DIVIDENDS	P		

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

(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)
28,139		39,627	-11,488
3,107		1,242	1,865
29,413		12,402	17,011
50,190		28,885	21,305
3,190			3,190

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			(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	
			-11,488
			1,865
			17,011
			21,305
			3,190

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*				
APPALACHIAN LEADERSHIP & EDUCATION PO BOX 1307 CHARLESTON, WV 25325	NONE	NONPROFIT	EDUCATIONAL	14,000
BIG BROTHERSSISTERS OF THE TRI-STATE 501 5TH AVE 3 HUNTINGTON, WV 25701	NONE	NONPROFIT	CHARITABLE	1,000
GOLDEN GIRL GROUP HOMEPO BOX 876 CEREDO, WV 25507	NONE	NONPROFIT	CHARITABLE	5,000
Total . . . . ▶ **3a**				160,500

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*				
HIGHLAWN PRESBYTERIAN CHURCH 2814 COLLIS AVE HUNTINGTON, WV 25702	NONE	NONPROFIT	CHARITABLE	1,000
JOHN W HEREFORD BOYS & GIRLS CLUB 520 EVERETT STREET HUNTINGTON, WV 25702	NONE	NONPROFIT	CHARITABLE	2,500
KEITH ALBEE PERFORMING ARTS CENTER 925 4TH AVENUE HUNTINGTON, WV 25701	NONE	NONPROFIT	CHARITABLE	3,000
Total . . . . ▶ **3a**				160,500

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*				
LEWISBURG LITERARY GROUP 209 W WASHINGTON STREET STE D LEWISBURG, WV 25901	NONE	NONPROFIT	CHARITABLE	2,500
MARSHALL UNIVERSITY FOUNDATION ONE JOHN MARSHALL DRIVE HUNTINGTON, WV 25755	NONE	NONPROFIT	EDUCATIONAL	110,000
THE BIG GREEN FOUNDATION 400 HAL GREER BOULEVARD HUNTINGTON, WV 25755	NONE	NONPROFIT	ENDOWED SCHOLARSHIP	10,000
Total . . . . ▶ **3a**				160,500

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*				
THE DAVID SCHOOL 352 SUCCESS BOUND RD DAVID, KY 41616	NONE	NONPROFIT	EDUCATIONAL	5,000
TUG VALLEY RECOVERY SHELTER 515 HARVEY ST WILLIAMSON, WV 25661	NONE	NONPROFIT	CHARITABLE	1,500
UNIVERSITY OF PIKEVILLEPO BOX 2526 HUNTINGTON, WV 25726	NONE	NONPROFIT	EDUCATIONAL	5,000
Total . . . . ▶ 3a				160,500

TY 2017 Accounting Fees Schedule

Name: JEANNINE Y FRANCIS CHARITABLE
FOUNDATION TRUST

EIN: 55-0760949

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX & ACCOUNTING SERVICE	2,400	1,920		480

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

TY 2017 Depreciation Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

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
BUILDING - LEWISBURG	2012-11-30	136,000	17,435	SL	39 000000000000	3,487	3,487		
LAND - LEWISBURG	2012-11-30	24,000		L		0	0		
ROOF - LEWISBURG	2015-12-21	13,235	692	SL	39 000000000000	339	339		
ALLEYWAY - LEWISBURG	2017-12-12	5,000		L		0	0		
REMODEL - LEWISBURG	2017-12-31	45,693		SL	39 000000000000	0	0		
HUMIDIFIER - LEWISBURG	2017-10-10	3,178		SL	39 000000000000	20	20		

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TY 2017 Investments Corporate Stock Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1060 SHS KIMBERLY CLARK CORP.	67,738	127,900
1155 SHS DUKE ENERGY CORP. (NEW)	67,432	97,147
1250 SHS CISCO SYSTEMS INC.	23,638	47,875
1250 SHS DOMINION RESOURCES	29,681	101,325
1250 SHS TAIWAN SEMICONDUCTOR MFG CO.	21,588	49,563
1250 SHS TEXTRON INC.	29,363	70,738
1350 SHS WASHINGTON REAL ESTATE INVESTMENT TRUST	23,977	42,012
1450 SHS AEP	39,766	106,677
1490 SHS BRISTOL MYERS SQUIBB CO.	29,712	91,307
1640 SHS LOWES COMPANIES INC.	59,188	152,422
1678 SHS ENBRIDGE INC	46,259	65,627
1690 SHS MONDELEZ INTERNATIONAL INC.	37,445	72,332
1939 SHS BB&T	49,962	96,407
2650 SHS COCA-COLA COMPANY	86,870	121,582
2927 SHS VERIZON	89,792	154,926
2945 SHS AT&T INC.	99,776	114,502
2979 SHS CSX CORP.	58,865	163,875
3000 SHS UDR, INC.	57,141	115,560
350 SHS EXXON MOBIL CORP.	30,849	29,274
3550 SHS NEW RESIDENTIAL INVESTMENT CORP	60,347	63,474
360 SHS PEPSICO	19,803	43,171
413 SHS BOEING	30,678	121,798
460 SHS JOHNSON & JOHNSON	32,076	64,271
500 SHS UNITED TECHNOLOGIES CORP	40,055	63,785
500 SHS WALMART STORES INC.	85,930	118,500
700 SHS SOUTHERN CO.	30,485	33,663
750 SHS NORFOLK SOUTHERN CORP.	45,285	108,675
765 SHS REGENCY CENTERS CORP	25,739	52,923
783 SHS KRAFT FOODS	26,883	60,886
800 SHS PROCTOR & GAMBLE	55,864	73,504

Name of Stock	End of Year Book Value	End of Year Fair Market Value
803 SHS CHEVRON CORP.	84,869	100,528
810 SHS WALT DISNEY CO.	40,225	87,083
862 SHS PFIZER INC.	21,567	31,222
900 SHS AMERICAN EXPRESS CO.	50,310	89,379
900 SHS GENERAL MILLS INC.	36,891	53,361
990 SHS JPMORGAN CHASE	37,460	105,871

TY 2017 Investments - Land Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING - LEWISBURG	136,000	20,922	115,078	
LAND - LEWISBURG	24,000	0	24,000	
ROOF - LEWISBURG	13,235	1,031	12,204	
ALLEYWAY - LEWISBURG	5,000	0	5,000	
REMODEL - LEWISBURG	45,693	0	45,693	
HUMIDIFIER - LEWISBURG	3,178	20	3,158	

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TY 2017 Investments - Other Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1425 SHS FIRST TRUST LOW DURATION OPP.	AT COST	75,851	73,587
2200 SHS FIRST TRUST EXCHANGE TRADED FUND VI	AT COST	64,109	77,440
3400 SHS ISHARES SELECT DIVIDEND ETF	AT COST	352,187	420,358
6400 SHS FIRST TRUST DOW JONES GLOBAL SELECT FUND	AT COST	150,169	168,576
7350 SHS FIRST TRUST VALUE.LN DIVIDEND INDEX FUND	AT COST	276,510	311,686

TY 2017 Legal Fees Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,713	2,970		743

TY 2017 Other Decreases Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Description	Amount
ADJUSTMENT TO BOOK VALUES	3,340

TY 2017 Other Expenses Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	1,977	1,581		396
DUES	411	329		82
TELEPHONE & INTERNET	1,546	1,237		309
POSTAGE	436	349		87
PENALTIES	58	0		0
MUNICIPAL FEE	220	220		0
UTILITIES	337	337		0
REPAIRS	11,825	11,825		0
INSURANCE	2,182	2,182		0

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TY 2017 Other Income Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NON-DIVIDEND DISTRIBUTION	1,640	1,640	1,640

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TY 2017 Taxes Schedule

Name: JEANNINE Y FRANCIS CHARITABLE FOUNDATION TRUST

EIN: 55-0760949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	2,486	1,989		487
FEDERAL TAXES	587	0		0
PROPERTY TAXES	1,690	1,690		0