

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

Name of foundation Brickstreet Foundation Inc		A Employer identification number 80-0772825	
Number and street (or P O box number if mail is not delivered to street address) 400 Quarrier Street		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Charleston, WV 25301		B Telephone number (see instructions) (304) 941-1000	
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) \$ 43,317,288		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	15,000,000			
	2 Check ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	128,047	128,047		
	4 Dividends and interest from securities	543,990	543,990		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	810,750			
	b Gross sales price for all assets on line 6a				
		6,957,339			
	7 Capital gain net income (from Part IV, line 2)		810,750		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)	88,726	88,726		
	12 Total. Add lines 1 through 11	16,571,513	1,571,513		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,410	8,205		8,205
	c Other professional fees (attach schedule)	152,495	152,495		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	26,570	26,570		0
	24 Total operating and administrative expenses. Add lines 13 through 23	195,475	187,270		8,205
	25 Contributions, gifts, grants paid	8,444,250			2,880,917
	26 Total expenses and disbursements. Add lines 24 and 25	8,639,725	187,270		2,889,122
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	7,931,788			
	b Net investment income (if negative, enter -0-)		1,384,243		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,490,688	668,223	668,223
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable		15,000,000	15,000,000
	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)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	28,838,549	27,649,065	27,649,065
	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)	31,329,237	43,317,288	43,317,288	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	5,225,000	5,563,333	
	19 Deferred revenue		2,148	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	7,256	-4,877	
	23 Total liabilities (add lines 17 through 22)	5,232,256	5,560,604	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	26,096,981	37,756,684	
30 Total net assets or fund balances (see instructions)	26,096,981	37,756,684		
31 Total liabilities and net assets/fund balances (see instructions) .	31,329,237	43,317,288		

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	26,096,981
2 Enter amount from Part I, line 27a	2	7,931,788
3 Other increases not included in line 2 (itemize) ▶ _____	3	3,727,915
4 Add lines 1, 2, and 3	4	37,756,684
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	37,756,684

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)
1 a PUBLICLY TRADED SECURITIES	P		
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 6,957,339		6,146,589	810,750
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			810,750
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	810,750
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	8,222,988	32,256,893	0 254922
2015	4,235,090	30,807,571	0 137469
2014	3,299,136	30,541,387	0 108022
2013	3,814,785	31,112,598	0 122612
2012	264,932	15,478,779	0 017116
2 Total of line 1, column (d)			2 0 640141
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 128028
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 28,640,706
5 Multiply line 4 by line 3			5 3,666,812
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,842
7 Add lines 5 and 6			7 3,680,654
8 Enter qualifying distributions from Part XII, line 4			8 2,889,122

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	27,685
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	27,685
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	27,685
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	7,353
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	7,353
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	20,332
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)? <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>	1b	No
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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> 	10	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address brickstreetfoundation.com	13	Yes	
14	The books are in care of Melissa Wood Telephone no (304) 941-1000			

Located at **400 Quarner Street Charleston WV**ZIP+4 **25301**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ▶	16	Yes	No

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		
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). ☐ Yes ☒ No 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			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
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	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Gregory A Burton 400 Quarrier Street Charleston, WV 25301	President 0 50	0	0	0
James Christopher Howat 400 Quarrier Street Charleston, WV 25301	Treasurer 0 50	0	0	0
Thomas J Obrokta Jr 400 Quarrier Street Charleston, WV 25301	Secretary 0 50	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	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.)

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	27,769,601
b	Average of monthly cash balances.	1b	1,307,258
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	29,076,859
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	29,076,859
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	436,153
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	28,640,706
6	Minimum investment return. Enter 5% of line 5.	6	1,432,035

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	1,432,035
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	27,685
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	27,685
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,404,350
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,404,350
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	1,404,350

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	2,889,122
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	2,889,122
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	2,889,122

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				1,404,350
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.				
b From 2013.		1,748,049		
c From 2014.		1,793,613		
d From 2015.		2,702,881		
e From 2016.		6,619,667		
f Total of lines 3a through e.	12,864,210			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,889,122</u>				
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.				1,404,350
e Remaining amount distributed out of corpus	1,484,772			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,348,982			
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	14,348,982			
10 Analysis of line 9				
a Excess from 2013.	1,748,049			
b Excess from 2014.	1,793,613			
c Excess from 2015.	2,702,881			
d Excess from 2016.	6,619,667			
e Excess from 2017.	1,484,772			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 Lucy Allara 400 Quarrier Street Charleston, WV 25301 (304) 941-1000	
b The form in which applications should be submitted and information and materials they should include All pertinent information	
c Any submission deadlines N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors N/A	

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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	2,880,917
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	5,563,333

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	
Enter gross amounts unless otherwise indicated				
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	128,047	
4 Dividends and interest from securities.				
		14	543,990	
5 Net rental income or (loss) from real estate				
a Debt-financed property.				
b Not debt-financed property.				
6 Net rental income or (loss) from personal property				
7 Other investment income.				
		01	88,726	
8 Gain or (loss) from sales of assets other than inventory				
		18	810,750	
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		1,571,513	0
13 Total. Add line 12, columns (b), (d), and (e).				
		13		1,571,513

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

[illegible]

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

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?		Yes	No
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.		
	***** Signature of officer or trustee	2018-11-15 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
	Dolores Rose				P01286262
	Firm's name ▶ Arnett Carbis Toothman LLP				Firm's EIN ▶ 55-0486667
	Firm's address ▶ P O Box 2629 Charleston, WV 25329				Phone no (304) 346-0441

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)				
a <i>Paid during the year</i>				
A New ClendeninPO Box 1147 Clendenin, WV 25045	N/A	Other Public Charity	Flood Repair relief support	8,000
American Cancer Society 3508 Staunton Ave Charleston, WV 24641	N/A	Other Public Charity	General support	2,500
American Foundation for Suicide Prevention 120 Wall Street 29th floor NewYork, NY 10005	N/A	Other Public Charity	Out of the Darkness Charleston Community	250
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
American Heart Association162 Court St Charleston, WV 21502	N/A	Other Public Charity	Heart Walks	7,000
APPALACHIAN COUNCIL INC 501 Leon Sullivan Way Charleston, WV 25301	N/A	Other Public Charity	Training and career placement opportunities	1,500
ARTHRITIS FOUNDATION INC 1116 Smith Street 301 Charleston, WV 25301	N/A	Other Public Charity	Arthritis awareness support	1,000
Total 				2,880,917
3a				

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)				
a <i>Paid during the year</i>				
Augusta Levy Learning Center PO Box 6711 Wheeling, WV 26003	N/A	Other Public Charity	Color Me Au-Some 5k	500
Bethany College31 E Campus Drive Bethany, WV 26062	N/A	Other Public Charity	Security Blue Call Boxes	5,000
Bible Center School1111 Oakhurst Drive Charleston, WV 25314	N/A	Other Public Charity	Technology updates support	10,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Big Brothers & Big Sisters of the Tri-State Inc 505 5th Avenue Suite 3 Huntington, WV 25701	N/A	Other Public Charity	Summer fundraisers	1,000
BOB BURDETTE CENTER 1401 Washington Street West Charleston, WV 25387	N/A	Other Public Charity	Charley West BBQ Fest	2,500
Buckskin Council BSA 2829 Kanawha Blvd E Charleston, WV 25311	N/A	Other Public Charity	Scouting Campaign	10,000
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Buckskin Council BSA 2830 Kanawha Blvd E Charleston, WV 25311	N/A	Other Public Charity	Major Gifts Campaign - Leadership Service Center	100,000
Cabell Huntington Hospital Foundation 1340 Hal Greer Boulevard Huntington, WV 25701	N/A	Other Public Charity	Hoops Family Children's Hosptial	175,000
CAMC FOUNDATION INC 3414 Staunton Avenue Charleston, WV 25304	N/A	Other Public Charity	Exoskeleton wearable robotic device support	15,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Cedar Grove Elementary PTOPO Box J CedarGrove, WV 25039	N/A	Other Public Charity	Fall Festival	500
Charleston Catholic High School 1033 Virginia Street East Charleston, WV 25301	N/A	Other Public Charity	HOPE summer service project	1,000
Charleston Catholic High School 1033 Virginia Street East Charleston, WV 25301	N/A	Other Public Charity	Emergency home repair	1,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Charleston Distance RunPO Box 11595 Charleston, WV 25339	N/A	Other Public Charity	Charleston Distance Run Pasta Party	5,000
City of ClarksburgCultural Foundation of Harrison County 222 W Main Street Clarksburg, WV 26301	N/A	Other Public Charity	Renovation of the Historic Robinson Grand	10,000
City of Hurricane3255 Teays Valley Road Hurricane, WV 25526	N/A	Other Public Charity	Fairs and festivals events throughout 2017	3,000
Total ▶ 3a				2,880,917

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)				
a Paid during the year				
Clay Center for the Arts & Sciences of WV One Clay Square Charleston, WV 25301	N/A	Other Public Charity	Museum Renovation	166,667
Conquer Chiari320 Osprey Court Wexford, PA 15090	N/A	Other Public Charity	Research Purposes	1,000
Down Syndrome Network of West Virginia PO Box 7102 Charleston, WV 25356	N/A	Other Public Charity	Buddy Walk	1,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Elk District Little League PO Box 653 Pinch, WV 25156	N/A	Other Public Charity	Flooded field renovations	5,000
Faith Outreach Ministries 1159 Pin Oak Road Lashmeet, WV 24733	N/A	Other Public Charity	Annual Christmas dinner support	500
FestivALL Charleston 100 Capitol Street Charleston, WV 25301	N/A	Other Public Charity	FestivALL	3,500
Total 				2,880,917
3a				

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)				
a <i>Paid during the year</i>				
Friends of Coal Ladies Auxiliary PO Box 1109 Beckley, WV 25802	N/A	Other Public Charity	Giving hearts program	2,500
GOOD NEWS MOUNTAINEER GARAGE 1637 4th Avenue Charleston, WV 25387	N/A	Other Public Charity	to help provide safe, reliable transportation to WV families	5,000
HABITAT FOR HUMANITY OF KANAWHA AND PUTNAM 815 Court Street Charleston, WV 25302	N/A	Other Public Charity	Building material funding	3,500
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
HUNTINGTON CITY MISSION 624 10th Street Huntington, WV 25701	N/A	Other Public Charity	feeding and sheltering the needy	3,500
Huntington Dance TheatrePO Box 2211 Huntington, WV 25722	N/A	Other Public Charity	The Huntington Nutcracker Ballet	15,000
Huntington High School Band Boosters One Highlander Way Huntington, WV 25701	N/A	Other Public Charity	Trophies and awards for the band competition	2,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Ignite Homeschool Sports Inc 112 Teays Meadows ScottDepot, WV 25560	N/A	Other Public Charity	athletic events support for homeschool children	1,000
JDRF - WV Branch 26th Broadway 14th Floor NewYork, NY 10004	N/A	Other Public Charity	Charleston WV walk	2,500
Kanawha City Elementary School 3601 Staunton Avenue Charleston, WV 25304	N/A	Other Public Charity	Accelerated Reading Program	3,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Lincoln County High School Cross Country Team 83 Lincoln Panther Way Hamlin, WV 25559	N/A	Other Public Charity	Track maintenance and entry fees	1,000
Lincoln County High School Track Team 84 Lincoln Panther Way Hamlin, WV 25559	N/A	Other Public Charity	Track team support	2,000
Lincoln County High School 81 Lincoln Panther Way Hamlin, WV 25559	N/A	Other Public Charity	WV State Vex Robotics Competition	2,000
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Lincoln County High School 82 Lincoln Panther Way Hamlin, WV 25559	N/A	Other Public Charity	Vex Robotics Program	2,000
Literacy Volunteers of Kanawha County Inc 16 Leon Sullivan Way Charleston, WV 25301	N/A	Other Public Charity	promote literacy in Kanawha County	2,000
Logan County Schools506 Holly Avenue Logan, WV 25601	N/A	Other Public Charity	National Defense Cadet Corp Program	25,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Marshall Univeristy Joan C Edwards School of Medicine 1600 Medical Center Drive Huntington, WV 25701	N/A	Other Public Charity	Becker Family Scholarship program	10,000
MILAN PUSKAR HEALTH RIGHT INC 341 Spruce Street Morgantown, WV 26505	N/A	Other Public Charity	Sterilis Machine funding	3,000
MOUNTAIN MISSION INC 1620 7th Avenue Charleston, WV 25387	N/A	Other Public Charity	Feeding program support	10,000
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
MOUNTAIN STATE FOREST FESTIVAL PO Box 388 Elkins, WV 26241	N/A	Other Public Charity	weeklong festival support	2,500
Mountaineer Montessori School 308 20th Street Charleston, WV 25304	N/A	Other Public Charity	Paint the Town fundraiser	1,500
Muscular Dystrophy Assoc of Central Ohio & WV 500 West Wilson Bridge Road Suite 105 Worthington, OH 43085	N/A	Other Public Charity	MDA Summer Camp Support	1,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
National Sorority of Phi Delta Kappa Inc PO Box 253 Dunbar, WV 25064	N/A	Other Public Charity	Kristen Green speaking engagement	1,000
NATIONAL YOUTH SCIENCE FOUNDATION PO Box 3387 Charleston, WV 25333	N/A	Other Public Charity	Marth Wehrle Lecture/National Youth Science Camp Kick-Off	1,000
National Youth Science Foundation PO Box 3387 Charleston, WV 25333	N/A	Other Public Charity	Camp cost for a student	7,500
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Nitro High School - After Prom 1300 Park Avenue Nitro, WV 25143	N/A	Other Public Charity	After prom event	750
North Central WV Opportunities Industrialization Center Inc 120 Jackson Street Fairmont, WV 26554	N/A	Other Public Charity	operating costs for job training for at-risk populations	500
Pantry Plus More Inc243 High Street Morgantown, WV 26505	N/A	Other Public Charity	Reducing child hunger	3,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Parents' Place PO Box 1307 Morgantown, WV 26507	N/A	Other Public Charity	General Operating Expenses	750
Prestera Foundation for Behavioral Health Inc PO Box 2672 Huntington, WV 25726	N/A	Other Public Charity	March/October 2017 fundraisers	3,500
Richmond Symphony 612 East Grace Street Suite 401 Richmond, VA 23219	N/A	Other Public Charity	Altria Masterworks Series Concert	2,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Riverside High School Volleyball Program 1 Warriar Way Belle, WV 25015	N/A	Other Public Charity	Volleyball Alumni Tournament	1,000
Ronald McDonald House Charities of Southern WV 302 30th Street Charleston, WV 25304	N/A	Other Public Charity	New Ronald McDonald House Funding	200,000
Ronald McDonald House Charities of Southern WV 910 Pennsylvania Avenue Charleston, WV 25302	N/A	Other Public Charity	New Ronald McDonald House Funding	200,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Schoenbaum Family Enrichment Center Inc 1701 5th Avenue Charleston, WV 25387	N/A	Other Public Charity	Family Fall Festival	500
SHEPHERD'S HILL ACADEMY 2200 Price Road Martin, GA 30557	N/A	Other Public Charity	Washers and dryers replacement support	2,000
Sissonville Elementary School 8324 Sissonville Drive Charleston, WV 25320	N/A	Other Public Charity	playground equipment replacement	2,500
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Smoke on the Water Chili Cookoff 5314 Floradale Drive CrossLanes, WV 25313	N/A	Other Public Charity	Smoke on the Water Chili Cookoff	1,250
SPECIAL OLYMPICS OF WV INC 1206 Virginia Street East Charleston, WV 25301	N/A	Other Public Charity	Year-round sports training	1,500
Sportable Richmond Adaptive Sports and Recreation 1365 Overbrook Road Suite 2 Richmond, VA 23220	N/A	Other Public Charity	creating opportunities for individuals with physical and visual disabilities	25,000
Total ► 3a				2,880,917

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)				
a <i>Paid during the year</i>				
St Mary's Medical Center Foundation 2900 1st Avenue Huntington, WV 25702	N/A	Other Public Charity	St Mary's Mission	20,000
State Fair of West Virginia PO Drawer 986 Lewisburg, WV 24901	N/A	Other Public Charity	Junior Livestock Show	5,000
The Marshall University Foundation Inc 1600 Medical Center Drive Huntington, WV 25701	N/A	Other Public Charity	Annual support at Marshall University and the Actualizing STEM Capabilities	400,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
The Marshall University Foundation Inc 519 John Marshall Drive Huntington, WV 25703	N/A	Other Public Charity	lose the training wheels bike camp	1,000
THE SHACK NEIGHBORHOOD HOUSE PO Box 600 Pursglove, WV 26546	N/A	Other Public Charity	All American Family Festival support	500
Troop First Foundation2343 Front Street Richlands, VA 24641	N/A	Other Public Charity	Provide service dogs to wounded veterans	2,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Union MissionPO Box 112 Charleston, WV 25321	N/A	Other Public Charity	OverRun OverDose 5K	750
Union MissionPO Box 112 Charleston, WV 25321	N/A	Other Public Charity	Potato Challenge	7,500
UNITED FOOD OPERATION INC PO Box 20441 Charleston, WV 25362	N/A	Other Public Charity	supplying food for Kanawha/Putnam County food pantries	2,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
United Way of Central West Virginia Inc One United Way Square Charleston, WV 25301	N/A	Other Public Charity	support programs currently available in Boone, Clay, Kanawha, Logan and Putnam counties	10,000
University of Charleston 2300 MacCorkle Avenue Charleston, WV 25304	N/A	Other Public Charity	Physician Assistant Program	200,000
West Liberty University Foundation Inc 208 University Drive College Union Box 133 WestLiberty, WV 26074	N/A	Other Public Charity	West Family Stadium Renovation	50,000
Total 				2,880,917
3a				

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)				
a <i>Paid during the year</i>				
West Virginia Broadcasters Association PO Box 8499 South Charleston, WV 25303	N/A	Other Public Charity	WVBA Spring Meeting	1,500
WEST VIRGINIA HEALTH RIGHT INC 1520 Washington Street Charleston, WV 25311	N/A	Other Public Charity	comprehensive healthcare support to uninsured/underinsured residents in WV	7,500
West Virginia State University Foundation 100 Barron Drive Institute, WV 25112	N/A	Other Public Charity	Logan Coutny Extension Programming Installment -4/5	20,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
Western Maryland Area Health Education Center 39 Baltimore Street Cumberland, MD 21502	N/A	Other Public Charity	ECHO Program	1,500
WV Avengers Inc2703 Deseret Drive Charleston, WV 25302	N/A	Other Public Charity	Fundraiser	500
WV SHERIFF'S ASSOCIATION 2003 Quarrier Street Charleston, WV 25311	N/A	Other Public Charity	Youth leadership academy	1,500
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
WV Susan G Komen Breast Cancer Foundation PO Box 9275 South Charleston, WV 25309	N/A	Other Public Charity	WV Susan G Komen Race for the Cure	3,000
WVSU Foundation Inc101 Barron Drive Institute, WV 25112	N/A	Other Public Charity	BrickStreet Scholarship Fund	50,000
WVU FoundationOne Waterfront Place Morgantown, WV 26501	N/A	Other Public Charity	Scholarship funding commitment	200,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
WVU FoundationOne Waterfront Place Morgantown, WV 26501	N/A	Other Public Charity	Men's Golf Scholarship commitment	200,000
WVU FoundationOne Waterfront Place Morgantown, WV 26501	N/A	Other Public Charity	Thomas V Flahery Scholarship	100,000
WVU FoundationOne Waterfront Place Morgantown, WV 26507	N/A	Other Public Charity	Computer Pogramming Competitions	3,000
Total ▶ 3a				2,880,917

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)				
a <i>Paid during the year</i>				
WVU FOUNDATIONPO Box 1650 Morgantown, WV 26507	N/A	Other Public Charity	WV Economic Development Transformation Study	500,000
Total ▶ 3a				2,880,917

TY 2017 Accounting Fees Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	16,410	8,205		8,205

TY 2017 Investments - Other Schedule

Name: Brickstreet Foundation Inc

EIN: 80-0772825

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Investments	AT COST	27,649,065	27,649,065

TY 2017 Other Expenses Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank fees	6,971	6,971		0
Miscellaneous expenses	5,577	5,577		0
Amortization	14,022	14,022		0

TY 2017 Other Income Schedule

Name: Brickstreet Foundation Inc

EIN: 80-0772825

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous	88,726	88,726	88,726

TY 2017 Other Increases Schedule

Name: Brickstreet Foundation Inc
EIN: 80-0772825

Description	Amount
Unrealized gains on investments	3,727,915

TY 2017 Other Liabilities Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825

Description	Beginning of Year - Book Value	End of Year - Book Value
Net Unsettled Purchases	7,256	-4,877

TY 2017 Other Professional Fees Schedule**Name:** Brickstreet Foundation Inc**EIN:** 80-0772825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment fees	152,495	152,495		0

**TY 2017 Substantial Contributors
Schedule****Name:** Brickstreet Foundation Inc**EIN:** 80-0772825**Name****Address**

Brickstreet Mutual Insurance Compan

400 Quarrier Street
Charleston, WV 25301