

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning **JUL 1, 2017**, and ending **JUN 30, 2018**

Name of foundation
THE BOLICK FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
POST OFFICE BOX 307

City or town, state or province, country, and ZIP or foreign postal code
CONOVER, NC 28613

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 16,503,625.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number
56-6086348

B Telephone number
828-464-0311

C If exemption application is pending, check here ☐

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

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

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	1,483,825.		N/A	
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	260,888.	260,888.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	946,443.			
b	Gross sales price for all assets on line 6a	5,485,660.			
7	Capital gain net income (from Part IV, line 2)		946,443.		
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)				
11	Other income	1,100.	1,100.		STATEMENT 2
12	Total. Add lines 1 through 11	2,692,256.	1,208,431.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	32,451.	0.		32,451.
b	Accounting fees	3,200.	0.		3,200.
c	Other professional fees	46,401.	46,401.		0.
17	Interest				
18	Taxes	25,267.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	107,319.	46,401.		35,651.
25	Contributions, gifts, grants paid	597,000.			597,000.
26	Total expenses and disbursements. Add lines 24 and 25	704,319.	46,401.		632,651.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	1,987,937.			
b	Net investment income (if negative, enter -0-)		1,162,030.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	275,788.	269,251.	269,251.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	10,967,970.	11,478,657.	16,234,374.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,243,758.	11,747,908.	16,503,625.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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	5,015,033.	5,015,033.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,228,725.	6,732,875.	
	30 Total net assets or fund balances	11,243,758.	11,747,908.	
	31 Total liabilities and net assets/fund balances	11,243,758.	11,747,908.	

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	11,243,758.
2 Enter amount from Part I, line 27a	2	1,987,937.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,231,695.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,483,787.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,747,908.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a 5,485,660.		4,539,217.	946,443.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			946,443.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	946,443.	
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). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	564,169.	13,081,944.	.043126
2015	558,915.	11,467,588.	.048739
2014	512,500.	11,973,181.	.042804
2013	429,750.	10,720,281.	.040088
2012	424,100.	9,264,299.	.045778
2 Total of line 1, column (d)			2 .220535
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 .044107
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 15,926,121.
5 Multiply line 4 by line 3			5 702,453.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,620.
7 Add lines 5 and 6			7 714,073.
8 Enter qualifying distributions from Part XII, line 4			8 632,651.

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	23,241.
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	23,241.
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	23,241.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	21,800.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	21,800.	
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	1,441.	
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☐ NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JEROME W. BOLICK Telephone no. ► 828-464-0311 Located at ► POST OFFICE BOX 307, CONOVER, NC ZIP+4 ► 28613		
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		N/A
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 Organizations relying on a current notice regarding disaster assistance, check here		N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ►		
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.)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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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

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(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
JEROME W. BOLICK	PRESIDENT/TREASURER			
POST OFFICE BOX 307				
CONOVER, NC 28613	1.20	0.	0.	0.
LINDA B. BOLICK	SECRETARY			
POST OFFICE BOX 307				
CONOVER, NC 28613	0.05	0.	0.	0.
JUDITH L. BOLICK	ASSISTANT SECRETARY			
POST OFFICE BOX 307				
CONOVER, NC 28613	0.05	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

Total number of others receiving over \$50,000 for professional services

O

Part IX-A	Summary of Direct Charitable Activities
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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	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

Describe the three largest program-related investments made by the foundation during the last year. On lines 1 through 3,		\$
1	N/A	
2		
3		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,929,826.
b	Average of monthly cash balances	1b	238,825.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,168,651.
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	16,168,651.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	242,530.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,926,121.
6	Minimum investment return. Enter 5% of line 5	6	796,306.

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	796,306.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	23,241.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	23,241.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	773,065.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	773,065.
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	773,065.

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	632,651.
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	632,651.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	632,651.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				773,065.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			629,471.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 632,651.				
a Applied to 2016, but not more than line 2a			629,471.	
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				3,180.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				769,885.
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	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part 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 Paid during the year				
ALEXANDER CHAPTER, NATIONAL RAILWAY HISTORICAL SOCIETY PO BOX 1205 HICKORY, NC 28601	N/A	PUBLIC	HISTORICAL EQUIPMENT RESTORATION	1,000.
AMERICAN HEART ASSOCIATION 222 S CHURCH ST STE 303 CHARLOTTE, NC 28202	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
AMERICAN HOME FURNISHINGS HALL OF FAME FOUNDATION PO BOX 2011 HIGH POINT, NC 27261	N/A	PUBLIC	GENERAL OPERATING FUND	500.
BAPTIST CHILDREN'S HOME OF NC PO BOX 338 THOMASVILLE, NC 27361	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
BILLY GRAHAM EVANGELISTIC ASSOCIATION PO BOX 668886 CHARLOTTE, NC 28266	N/A	PUBLIC	GENERAL OPERATING FUND	10,000.
Total			SEE CONTINUATION SHEET(S)	597,000.
b Approved for future payment				
NEWTON DEPOT AUTHORITY PO BOX 267 NEWTON, NC 28658	N/A	PUBLIC	ALL ABOARD CAMPAIGN	45,000.
Total				45,000.

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) (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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
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.		

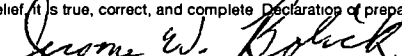
[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

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.				May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No		
	 Signature of officer or trustee		10-23-2018 Date			PRESIDENT Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed	PTIN
	KEVIN EVANS		KEVIN EVANS		08/27/18		P00128279
	Firm's name ▶ MAST, EVANS & ISENHOUR, L.L.P.					Firm's EIN ▶ 56-1758856	
	Firm's address ▶ P O BOX 1029 CONOVER, NC 28613-1029					Phone no. 828-464-2812	

Form **990-PF** (2017)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CRU PO BOX 628222 ORLANDO, FL 32862	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
CATAWBA CO. HISTORICAL ASSOCIATION PO BOX 73 NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	500.
CONCORDIA CHRISTIAN DAY SCHOOL 215 5TH AVE SE CONOVER, NC 28613	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
CONCORDIA LUTHERAN CHURCH 216 5TH AVE SE CONOVER, NC 28613	N/A	PUBLIC	GENERAL OPERATING FUND	75,000.
CONCORDIA SEMINARY, ST. LOUIS 801 SEMINARY PLACE ST LOUIS, MO 63105	N/A	PUBLIC	GLOBAL SEMINARY INITIATIVE	25,000.
CONCORDIA THEOLOGICAL SEMINARY, FT. WAYNE 6600 N CLINTON ST FORT WAYNE, IN 46897	N/A	PUBLIC	GENERAL OPERATING FUND	20,000.
CONCORDIA UNIVERSITY, ST. PAUL 275 SYNDICATE ST N ST PAUL, MN 55104	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
DISCOVERY CHURCH 2201 STARTOWN ROAD NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	250.
EASTERN CATAWBA COOPERATIVE CHRISTIAN MINISTRY PO BOX 31 NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	25,000.
EMPOWER MINISTRIES INTERNATIONAL PO BOX 327 HUNTERSVILLE, NC 28070	N/A	PUBLIC	GENERAL OPERATING FUND	10,000.
Total from continuation sheets				578,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FAMILY CARE CENTER OF CATAWBA VALLEY 2875 HIGHLAND AVE NE HICKORY, NC 28601	N/A	PUBLIC	GENERAL OPERATING FUND	3,000.
GATEWAY INTERNATIONAL MISSIONS 4128 RINK DAM RD TAYLORSVILLE, NC 28681	N/A	PUBLIC	GENERAL OPERATING FUND	40,000.
GIRL'S LEADERSHIP ACADEMY OF WILMINGTON PO BOX 7621 WILMINGTON, NC 28406	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
GREATER HICKORY COOPERATIVE CHRISTIAN MINISTRIES 31 1ST AVE SE HICKORY, NC 28602	N/A	PUBLIC	GENERAL OPERATING FUND	3,000.
HABITAT FOR HUMANITY OF CATAWBA VALLEY PO BOX 9475 HICKORY, NC 28603	N/A	PUBLIC	HABITAT REPAIRS	3,000.
HICKORY MUSEUM OF ART 243 3RD AVE NE HICKORY, NC 28601	N/A	PUBLIC	ANGELS OF THE ARTS SPONSORSHIP	1,000.
HOSPITALITY HOUSE 121 5TH AVE NE HICKORY, NC 28601	N/A	PUBLIC	GENERAL OPERATING FUND	250.
INDEPENDENT COLLEGE FUND OF NC 879-A WASHINGTON ST RALEIGH, NC 27605	N/A	PUBLIC	GENERAL OPERATING FUND	10,000.
JOHN HAGEE MINISTRIES PO BOX 1400 SAN ANTONIO, TX 78295	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
KAIROS COMMUNICATION SERVICE INTERNATIONAL PO BOX 7569 ALHAMBRA, CA 91802	N/A	PUBLIC	GENERAL OPERATING FUND	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LCMS MINISTRY TO THE ARMED FORCES PO BOX 66861 ST. LOUIS, MO 63166	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
LENOIR-RHYNE UNIVERSITY 625 7TH AVE NE HICKORY, NC 28601	N/A	PUBLIC	BUSINESS COUNCIL	2,500.
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG, VA 24502	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
LUTHERAN HOUR FLOAT COMMITTEE PO BOX 1163 MONROVIA, CA 91017	N/A	PUBLIC	FLOAT	250.
LUTHERAN HOUR MINISTRIES 660 MASON RIDGE CENTER DR ST LOUIS, MO 63141	N/A	PUBLIC	SENT CAMPAIGN	50,000.
LUTHERAN THEOLOGICAL SOUTHERN SEMINARY 4201 MAIN ST COLUMBIA, SC 29203	N/A	PUBLIC	GENERAL OPERATING FUND	20,000.
LUTHERAN WORLD RELIEF 700 LIGHT STREET BALTIMORE, MD 21230	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
LUTHERANS FOR LIFE 1120 SOUTH G AVE NEVADA, IA 50201	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
MILL NECK FOUNDATION PO BOX 100 MILL NECK, NY 11765	N/A	PUBLIC	LUTHERAN SCHOOL FOR THE DEAF	2,000.
NATIONAL RIGHT TO LIFE EDUCATIONAL TRUST FUND 512 10TH ST NW WASHINGTON, DC 20004	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NC CENTER FOR PUBLIC POLICY RESEARCH PO BOX 430 RALEIGH, NC 27602	N/A	PUBLIC	GENERAL OPERATING FUND	500.
NEIGHBORS NETWORK 706 1ST AVE SOUTH CONOVER, NC 28613	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
NEWTON CONOVER AUDITORIUM AUTHORITY 60 WEST 6TH ST NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
NEWTON DEPOT AUTHORITY PO BOX 267 NEWTON, NC 28658	N/A	PUBLIC	ALL ABOARD CAMPAIGN	15,000.
ROTARY CLUB OF NEWTON-CONOVER PO BOX 541 CONOVER, NC 28613	N/A	PUBLIC	LOCAL CHARITIES FUND	250.
PALLIATIVE CARECENTER & HOSPICE OF CATAWBA VALLEY 3975 ROBINSON RD NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
PALLIATIVE CARECENTER & HOSPICE OF CATAWBA VALLEY 3975 ROBINSON RD NEWTON, NC 28658	N/A	PUBLIC	VETERAN PROJECT	500.
PARTNERS FOR CATS PO BOX 1061 MORGANTON, NC 28680	N/A	PUBLIC	GENERAL OPERATING FUND	-1,000.
PIEDMONT COUNCIL BOY SCOUTS OF AMERICA 1222 E FRANKLIN BLVD GASTONIA, NC 28053	N/A	PUBLIC	FRIENDS OF SCOUTING	5,000.
PREGNANCY CARE CENTER OF CATAWBA VALLEY PO BOX 9423 HICKORY, NC 28603	N/A	PUBLIC	GENERAL OPERATING FUND	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
RISING HOPE FARMS 3775 BETHANY CHURCH ROAD CLAREMONT, NC 28610	N/A	PUBLIC	GENERAL OPERATING FUND	500.
SAFE HARBOR RESCUE MISSION 210 2ND ST SE HICKORY, NC 28602	N/A	PUBLIC	CAPITAL CAMPAIGN	5,000.
ST. JOHN'S LUTHERAN CHURCH 2126 ST. JOHN'S CHURCH RD CONOVER, NC 28613	N/A	PUBLIC	SHORT TERM MISSIONS	500.
STARTOWN FIRST BAPTIST CHURCH 2615 SIGMON DAIRY ROAD NEWTON, NC 28658	N/A	PUBLIC	HIGHWAYS AND HEDGES FUND	2,000.
THE CART FUND PO BOX 1916 SUMTER, SC 29151	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
THE CATS' CRADLE PO BOX 1915 MORGANTON, NC 28680	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
THE CORNER TABLE PO BOX 1051 NEWTON, NC 28658	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
THE LUTHERAN CHURCH MISSOURI SYNOD PO BOX 66861 ST. LOUIS, MO 63166	N/A	PUBLIC	WORLD RELIEF AND HUMAN CARE	15,000.
THE NRA FOUNDATION PO BOX 1546 MERRIFIELD, VA 22116	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
THE ROTARY FOUNDATION OF ROTARY INTERNATIONAL 14280 COLLECTIONS CENTER DR CHICAGO, IL 60693	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE SALVATION ARMY PO BOX 1167 HICKORY, NC 28603	N/A	PUBLIC	CHRISTMAS FUND	500.
THE WINNING WALK PO BOX 1414 HOUSTON, TX 77251	N/A	PUBLIC	GENERAL OPERATING FUND	2,000.
TRI-CITY CHRISTIAN SCHOOL PO BOX 1690 CONOVER, NC 28613	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
TRINITY LUTHERAN CHURCH, FT. LAUDERDALE 11 SW 11TH ST FT LAUDERDALE, FL 33315	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
TURNING POINT FOR GOD PO BOX 3838 SAN DIEGO, CA 92163	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
UNITED ARTS COUNCIL OF CATAWBA COUNTY 243 3RD AVE NE BOX 5 HICKORY, NC 28601	N/A	PUBLIC	GENERAL OPERATING FUND	500.
UNITED CHURCH OF GOD PO BOX 541027 CINCINNATI, OH 45254	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
UNIVERSITY CHRISTIAN HIGH SCHOOL 215 5TH AVE SE CONOVER, NC 28613	N/A	PUBLIC	CAPITAL CAMPAIGN	150,000.
WESTERN PIEDMONT SYMPHONY 243 3RD AVE NE, STE 1 HICKORY, NC 28601	N/A	PUBLIC	GENERAL OPERATING FUND	2,500.
WOMEN'S RESOURCE CENTER PO BOX 1608 HICKORY, NC 28603	N/A	PUBLIC	GENERAL OPERATING FUND	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
YADKIN BAPTIST CHURCH 2980 WILKESBORO HIGHWAY STATESVILLE, NC 28625	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
YMCA OF CATAWBA VALLEY PO BOX 2608 HICKORY, NC 28603	N/A	PUBLIC	ANNUAL CAMPAIGN	1,000.
AMERICAN RED CROSS, BLUE RIDGE PIEDMONT CHAPTER 1375 LENOIR RHYNE BLVD HICKORY, NC 28602	N/A	PUBLIC	GENERAL OPERATING FUND	5,000.
SAFE HARBOR RESCUE MISSION 210 2ND ST SE HICKORY, NC 28602	N/A	PUBLIC	GENERAL OPERATING FUND	1,000.
JDRF 1122 LADY STREET, STE 1000 COLUMBIA, SC 29201	N/A	PUBLIC	GENERAL OPERATING FUND	500.
Total from continuation sheets				

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

THE BOLICK FOUNDATION

Employer identification number

56-6086348

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

THE BOLICK FOUNDATION**56-6086348****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>JEROME W. BOLICK TRUST</u> <u>PO BOX 307</u> <u>CONOVER, NC 28613</u>	\$ <u>1,483,825.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

56-6086348

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	BERSHIRE HATHAWAY INC CLASS A COMMON STOCK - 5 SHARES	\$ 1,483,825.	12/04/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	

Name of organization THE BOLICK FOUNDATION	Employer identification number 56-6086348
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WEDGE CAPITAL MANAGEMENT	260,888.	0.	260,888.	260,888.	
TO PART I, LINE 4	260,888.	0.	260,888.	260,888.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INVESTMENT INCOME	1,100.	1,100.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,100.	1,100.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	32,451.	0.		32,451.
TO FM 990-PF, PG 1, LN 16A	32,451.	0.		32,451.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX SERVICES	3,200.	0.		3,200.
TO FORM 990-PF, PG 1, LN 16B	3,200.	0.		3,200.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEDGE INVESTMENT MANAGEMENT FEES	34,394.	34,394.		0.
CUSTODIAN FEES	12,000.	12,000.		0.
COMMERCIAL SERVICE CHARGES	7.	7.		0.
TO FORM 990-PF, PG 1, LN 16C	46,401.	46,401.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	25,267.	0.		0.
TO FORM 990-PF, PG 1, LN 18	25,267.	0.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
CONTRIBUTIONS RECEIVED IN 2017 - DIFFERENCE BETWEEN FMV & BASIS	1,483,787.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,483,787.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WEDGE CAPITAL MANAGEMENT SCHEDULE W00423	3,639,122.	4,179,556.
WEDGE CAPITAL MANAGEMENT SCHEDULE W01264	7,839,459.	9,234,418.
BERKSHIRE HATHAWAY INC CLASS A - 5 SHARES	38.	1,410,200.
BERKSHIRE HATHAWAY INC CLASS A - 5 SHARES	38.	1,410,200.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,478,657.	16,234,374.