



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 . . . . .	500,999	899,213	793,612		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable . . . . .					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use . . . . .					
	9	Prepaid expenses and deferred charges . . . . .					
	10a	Investments—U S and state government obligations (attach schedule)	176,170	125,670	123,407		
	b	Investments—corporate stock (attach schedule) . . . . .	11,632,951	10,956,482	15,578,630		
	c	Investments—corporate bonds (attach schedule) . . . . .	1,553,861	1,608,555	1,582,420		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans . . . . .					
	13	Investments—other (attach schedule) . . . . .	155,544	124,060	118,284		
	14	Land, buildings, and equipment basis ▶ <u>732,000</u> Less accumulated depreciation (attach schedule) ▶ <u>55,062</u>	698,077	676,938	930,756		
15	Other assets (describe ▶ _____)						
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	14,717,602	14,390,918	19,127,109			
Liabilities	17	Accounts payable and accrued expenses . . . . .					
	18	Grants payable . . . . .					
	19	Deferred revenue . . . . .					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule) . . . . .					
	22	Other liabilities (describe ▶ _____)					
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	27	Capital stock, trust principal, or current funds . . . . .					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	14,717,602	14,390,918			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	14,717,602	14,390,918			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	14,717,602	14,390,918				

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	14,717,602
2	Enter amount from Part I, line 27a . . . . .	2	-326,684
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	14,390,918
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	14,390,918

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	547,430
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 <span style="float: right;">{ }</span>	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	885,558	15,578,850	0 05684
2015	470,000	8,491,780	0 05535
2014	480,067	8,440,709	0 05688
2013	433,544	7,823,098	0 05542
2012	414,887	7,062,447	0 05875
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 283231
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0 056646
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 18,973,020
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,074,746
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 7,355
<b>7</b> Add lines 5 and 6			<b>7</b> 1,082,101
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 1,062,200

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	14,710
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	14,710
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	14,710
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	14,443
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	18,943
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	450
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	3,783
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 3,783 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	No
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	<b>6</b>	No
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KY		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<b>11</b>		<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>HILLIARD LYONS TRUST COMPANY</b> Telephone no <b>(502) 588-8497</b>			

Located at **500 W JEFFERSON STREET LOUISVILLE KY** ZIP+4 **40202**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b>	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

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

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

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> <b>1b</b>			<b>No</b>
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/> <b>1c</b>			<b>No</b>
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
<b>a</b>	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions) <input type="checkbox"/> <b>2b</b>			<b>No</b>
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>3b</b>			<b>No</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b>			<b>No</b>
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? <b>4b</b>			<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/>	<b>5b</b>	<b>No</b>
<b>c</b>	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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>	<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>	<b>No</b>

Part VIII

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

1

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HILLIARD LYONS TRUST COMPANY P O BOX 32760 LOUISVILLE, KY 402322760	Trustee 0 00	0		
PATRICK T ALCORN 120 MERIDIAN AVE LOUISVILLE, KY 40207	ADVISORY COM 0 00	0		
McFERRAN BARR 9900 CORPORATE CAMPUS DR LOUISVILLE, KY 40223	ADVISORY COM 0 00	0		
JAMES E WRIGHT JR 331 TOWNEPARK CIRCLE LOUISVILLE, KY 40243	ADVISORY COM 0 00	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. . . . .

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. . . . .

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 . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	18,936,792
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	325,157
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	19,261,949
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	19,261,949
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	288,929
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	18,973,020
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	948,651

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	948,651
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	14,710
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	14,710
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	933,941
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	933,941
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	933,941

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	1,062,200
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	1,062,200
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	1,062,200

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



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				933,941
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .				52,082
<b>e</b> From 2016. . . . .				135,499
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	187,581			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,062,200				
<b>a</b> Applied to 2016, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				933,941
<b>e</b> Remaining amount distributed out of corpus	128,259			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	315,840			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	315,840			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .				52,082
<b>d</b> Excess from 2016. . . . .				135,499
<b>e</b> Excess from 2017. . . . .				128,259

## Part XIV

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

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

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**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

Hilliard Lyons Trust Company LLC  
500 W Jefferson St  
Louisville, KY 40202  
(502) 588-8497

**b. The form in which applications should be submitted and information and materials they should include**  
Written request describing how the money will be used and who will benefit. Include a description of the organization's purpose and mission and how the proposed expenditure will further the operations.

c Any submission deadlines  
1st Thursday in November

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

Generally for the benefit of the Jefferson Co, Kentucky area

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	1,062,200
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

**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

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	***** 2018-12-08 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee			

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	James E Wright Jr CPA				P00126014
	Firm's name ▶ RYE WRIGHT & HIEGEL PLLC Firm's address ▶ 331 TOWNEPARK CIR STE 101 LOUISVILLE, KY 40243				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
25 shares Alphabet, Inc	P	2015-03-31	2017-11-16
200 shares Apple Inc	P	2016-05-10	2017-11-16
400 shares Apple Inc	P	2013-04-25	2018-06-13
125 shares Berkshire Hathaway Inc	P	2012-10-03	2017-11-16
300 shares CVS Health Corp	P	2012-10-19	2017-11-16
300 shares CISCOP Sys Inc	P	2007-11-16	2017-11-16
225 shares Disney Walt Co	P	2012-11-12	2017-11-16
200 shares Expeditors Intl Wash	P	2014-04-14	2017-11-16
150 shares EXXOM Mobil Corp	P	2012-11-07	2017-11-16
300 shares Fastenal Co	P	2015-02-12	2017-11-16

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
25,824		13,751	12,073
34,345		18,684	15,661
76,863		23,870	52,993
22,782		11,146	11,636
21,150		13,848	7,302
10,866		8,955	1,911
23,330		9,967	13,363
11,956		7,766	4,190
12,044		13,303	-1,259
14,538		12,593	1,945

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			12,073
			15,661
			52,993
			11,636
			7,302
			1,911
			13,363
			4,190
			-1,259
			1,945

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
200 shares Home Depot Inc	P	2007-11-16	2017-11-16
1000 shares Home Depot Inc	P	2007-11-16	2018-06-13
50 shares International Business Machs	P	2012-11-15	2017-11-16
300 shares JPMorgan Chase	P	2007-11-16	2017-11-16
800 shares JPMorgan Chase	P	2010-12-01	2018-06-13
200 shares Johnson & Johnson	P	2007-11-16	2017-11-16
5800 shares Mattel Inc	P	2004-05-10	2018-04-13
375 shares Microsoft Corp	P	2007-11-16	2017-11-16
1300 shares Microsoft Corp	P	2012-10-03	2018-06-13
125 shares Northern Tr	P	2010-10-14	2017-11-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
33,393		5,752	27,641
200,378		28,038	172,340
7,465		9,260	-1,795
29,666		12,662	17,004
88,050		30,694	57,356
27,759		13,492	14,267
84,679		100,062	-15,383
31,211		12,788	18,423
132,039		40,166	91,873
11,806		6,163	5,643

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			27,641
			172,340
			-1,795
			17,004
			57,356
			14,267
			-15,383
			18,423
			91,873
			5,643

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
200 shares Omnicom Group Inc	P	2013-08-05	2017-11-16
450 shares Pfizer Inc	P	2012-12-20	2017-11-16
500 shares Progressive Corp	P	2015-03-11	2017-11-16
8850 shares Staples Inc	P	2012-04-18	2017-08-07
200 shares TJX Cos Inc	P	2012-11-07	2017-11-16
400 shares US Bankcorp	P	2012-12-11	2017-11-16
120 shares Union Pac Corp	P	2015-07-24	2017-11-16
400 shares Wells Fargo & Co	P	2012-10-19	2017-11-16
300 shares TE Connectivity LTD	P	2007-11-16	2017-11-16
975 shares TE Connectivity LTD	P	2007-11-16	2018-06-13

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
13,504		12,698	806
15,925		11,412	4,513
25,804		13,132	12,672
90,091		142,089	-51,998
13,840		8,258	5,582
20,784		12,880	7,904
14,627		11,685	2,942
21,776		13,485	8,291
28,481		11,264	17,217
95,032		34,125	60,907

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			806
			4,513
			12,672
			-51,998
			5,582
			7,904
			2,942
			8,291
			17,217
			60,907



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

List and describe the kind(s) of property sold (e g , real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
200 shares Harley Davidson Inc	P	2015-03-11	2017-11-16
Capital Gains Dividend from Mutual fund	P	2007-11-16	2017-12-19
25,000 par val Lehman Bros Hldg	P	1999-01-01	2017-12-07

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
9,724		12,481	-2,757
60			60
297		26,190	-25,893

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-2,757
			60
			-25,893

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Norton Children's Hospital Foundati 234 Gray St Louisville, KY 40202	NONE	POF	to support the acquisition of an enhanced infant security system	50,000
Hosparus Inc3526 Ephraim McDowell Dr Louisville, KY 40206	NONE	PC	Capital camgaign for new space for Kourageous Kids teams	50,000
Lincoln Heritage Council BSA 12001 Sycamore Station Place Louisville, KY 40299	NONE	PC	funding to complete the second shower house/bathroom camp	50,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Louisville Zoo1100 Trevilian Way Louisville, KY 40233	NONE	PC	Botanical Area-replacing a Waldrip Ibis exhibit area	50,000
YMCA Camp Piomingo 1950 Otter Creek Park Rd Brandenburg, KY 40108	NONE	PC	upgrading of electrical service and wiring for cabins	35,000
Kids Center for Pediatric Therapies 982 Eastern Parkway Louisville, KY 40217	NONE	PC	to support the delivery of life-changing therapeutic interventions for children	30,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Healing Place1020 W Market St Louisville, KY 40202	NONE	PC	support campaign for Men's Campus expansion	25,000
Home of the Innocents1100 E Market St Louisville, KY 40206	NONE	PC	to support the purchase of speech therapy equipment for use in KCPCC	22,000
Senior Care Experts145 Thierman Lane Louisville, KY 40207	NONE	PC	purchase in house telephone system, replace carpet in offices, and purchase new computers	21,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Meredith-Dunn School 3023 Melbourne Ave Louisville, KY 40220	NONE	PC	to purchase new science materials for students in grades 5-8	20,000
Heuser Hearing Language Academy 111 E Kentucky St Louisville, KY 40203	NONE	PC	to change lock system on the classroom doors	18,500
Visually Impaired Preschool Service 1906 Gardiner Lane Louisville, KY 40218	NONE	PC	to expand Kids town Preschool Classroom Project	17,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
University of Louisville Etscorn Honors Center Louisville, KY 40292	NONE	PC	replace tables and chairs and Stipends for Etscorn Conference Scholars	16,000
Cedar Lake Foundation 9505 Williamsburg Plaza Louisville, KY 40222	NONE	POF	grant to support the Cedar Lake's Circle of Friends Campaign	15,000
Kentucky Lions Eye Foundation 301 E Muhammad Ali Blvd Louisville, KY 40202	NONE	POF	help with the cost of surgeries for qualified applicants	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Bellarmino University 2001 Newburg Road Louisville, KY 40205	NONE	PC	purchase and restructure electric cars for the specific need of children, and two portable harness devices	15,000
Salavation Army9100 S Brook St Louisville, KY 40203	NONE	PC	purchase new flooring for 10 efficiency apartments	14,000
Family Children's Place525 Zane St Louisville, KY 40203	NONE	PC	to help purchase a special digital and audio recorder, the iRecord System	13,000
<b>Total . . . . .</b> ► <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Louisville Ballet315 E Main St Louisville, KY 40202		PC	help purchase a replacement Van	12,500
American Printing House for the Bl 1839 Frankfort Ave Louisville, KY 40206	NONE	PC	help to purchase an electric spiral binding machine and a Bishamon UniLift	11,000
Uspiritus3121 Brooklawn Campus Dr Louisville, KY 40218	NONE	PC	help replace and upgrade the sprinkler system in cottages	10,500
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Gilda's Club of Louisville633 Baxter Ave Louisville, KY 40204	NONE	PC	help update some of our much needed clubhouse technology	10,000
House of Ruth633 Baxter Ave Louisville, KY 40204	NONE	PC	fund partial cost of a new construction duplex for families living with HIV	10,000
Junior Achievement 1401 W Muhammad Ali Blvd Louisville, KY 40203	NONE	PC	updating equipment, technology and leasehold improvements in learning labs	10,000
<b>Total . . . . .</b> ► <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Make-A-Wish Foundation 1230 Liberty Bank Lane Louisville, KY 40222	NONE	PC	fund grants to fulfill kids wishes	10,000
Maryhurst1015 Dorsey Lane Louisville, KY 40223	NONE	PC	replace three sets of double doors	10,000
Cabbage Patch Settlement House 1413 South Sixth Street Louisville, KY 40222	NONE	PC	th help purchase updated equipment to support outdoor recreation safety	7,200
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
<b>a</b> Paid during the year				
Big Brothers Big Sisters 1519 Gardiner Lane Louisville, KY 40218	NONE	PC	help fund improvement to the exterior of the building and replace windows	6,800
Christian Care Communities 12710 Townepark Way Louisville, KY 40243	NONE	PC	enhancements to patio areas	6,300
Green Hill Therapy1410 Long Run Road Louisville, KY 40203	NONE	PC	to help fund sensory playground components and furnishing for outdoor area	5,500
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Down Syndrome of Louisville 5001 S Hurstbourne Parkway Louisville, KY 40291	NONE	PC	to help fund early childhood education program	5,000
Dress for Success Louisville 317A Guthrie Street Louisville, KY 40202	NONE	PC	help purchase 2 laptop computers, projector and screen	5,000
Lions Camp Crescendo 1480 Pine Tavern Rd Lebanon Junction, KY 40150	NONE	PC	help purchase new flooring in lodge	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Louisville Orchestra323 W Broadway Louisville, KY 40202	NONE	PC	to help underwrite the nationally-recognized music education program	5,000
Masonic Homes of Kentucky 3761 Johnson Hall Drive Masonic Home, KY 40041	NONE	PC	help fund construction of aging wellness trail	5,000
Special Olympics of Kentucky 1230 Liberty Bank Ln Louisville, KY 40222	NONE	PC	to support ongoing efforts to provide year-round sports training	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Alzheimer's Assoc6100 Dutchmans Ln Louisville, KY 40205	NONE	PC	to cover a portion of the chapter's cost of Personify and Convio software system	5,000
Louisville Regional Science Fair 727 W Main St Louisville, KY 40202	NONE	PC	to help provide cash awards to students in STEM categories	3,000
Have-A-Heart Clinic310 E Broadway Louisville, KY 40202	NONE	PC	to help purchase two desktop computers for use in clinic	1,400
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Maestros Inc2201 W Main St Louisville, KY 40212	NONE	PC	to purchase replacement floor for stage	4,000
Parklands of Floyds Fork471 W Main St Louisville, KY 40202	NONE	PC	to support the continued development of the park	30,000
Visually Impaired Preschool 1906 Gardiner Lane Louisville, KY 40218	NONE	PC	additional funds for Kids town	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YMCA Camp Piomingo 1950 Otter Creek Park Rd Brandenburg, KY 40108	NONE	PC	additional funding to upgrade shower rooms	10,000
YMCA Southeast Family 5930 Six Mile Lane Louisville, KY 40218	NONE	PC	to assist with the Summer Day camp Program	6,000
Boys Girls Haven2301 Goldsmith Lane Louisville, KY 40218	NONE	PC	toward Campus Revitalization project	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Norton Children's Hospital Foundati 234 Gray St Louisville, KY 40202	NONE	POF	additional funding for child security	10,000
Gilda's Club of Louisville633 Baxter Ave Louisville, KY 40204	NONE	PC	funding toward new cpaital campaign	60,000
Home of the Innocents1100 E Market St Louisville, KY 40206	NONE	PC	additional funding for equipment purchase	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Hosparus Inc3526 Ephraim McDowell Dr Louisille, KY 40206	NONE	PC	additional contribution toward capital campaign	100,000
Kids Center for Pediatric Therapies 982 Eastern Parkway Louisville, KY 40217	NONE	PC	additional funding toward equipment purchase	10,000
Lincoln Heritage Council BSA 12001 Sycamore Station Place Louisville, KY 40299	NONE	PC	additioal funding toward capital improvements	50,000
<b>Total . . . . .</b> ► <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Lions Camp Crescendo 1480 Pine Tavern Rd Lebanon Junction, KY 40150	NONE	PC	capital improvements to camp	28,000
Louisville Ballet315 E Main St Louisville, KY 40202	NONE	PC	additional funds toward van purchase	3,500
Louisville Youth Philantropy 325 W Main St Louisville, KY 40202	NONE	PC	fund grants and operation	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Louisville Zoo1100 Trevilian Way Louisville, KY 40233	NONE	PC	toward capital campaign	50,000
St Matthewl Lions Club Charities In 7007 Fox Harbor Rd Prospect, KY 40059	NONE	PC	purchase eye glasses and pay for surgeries	15,000
YMCA-Chestnut Street Family 545 S Second St Louisville, KY 40202	NONE	PC	replace the traditional playground structures at Chestnut St Family YMCA	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,062,200

**TY 2017 Accounting Fees Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Tax preparation fees	7,520	7,520	7,520	0

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

TY 2017 Depreciation Schedule

Name: IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

EIN: 61-1314419

Software ID: 17005038

Software Version: 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Building and Improvements	2015-08-01	250,000	25,000	SL	6 67 %	16,675	16,675		
Additional Value of Lease	2015-08-01	66,920	8,923	SL	6 67 %	4,464	4,464		

**TY 2017 Investments Corporate Bonds Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
Charles Schab Corporate Bonds	1,507,753	1,484,135
Hilliard Lyons Corporate Bonds	100,802	98,285

**TY 2017 Investments Corporate Stock Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
Hilliard Lyons Common Stock	2,730,898	6,559,633
Etscorn Enterprises, Inc Common Stock	8,208,157	8,994,244
Hilliard Lyons Mutulal Fund	17,427	24,753



# TY 2017 Investments Government Obligations Schedule

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

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

100,435

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

98,502

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

25,235

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

24,905

**TY 2017 Investments - Other Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Charles Schab CMO's	FMV	124,060	118,284

**TY 2017 Land, Etc.  
Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	250,000	41,675	208,325	
Land	415,080		415,080	930,756
Miscellaneous	66,920	13,387	53,533	

**TY 2017 Other Expenses Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Hilliard Lyons Fees	20,903	20,903	20,903	
Mutual Funds fees	5,300	5,300	5,300	
Parathenon Fees	5,748	5,748	5,748	
Rental Expenses	5,630	5,630		

**TY 2017 Taxes Schedule**

**Name:** IRVIN F & ALICE S ETSCORN  
CHARITABLE FOUNDATION

**EIN:** 61-1314419

**Software ID:** 17005038

**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payment of Prior year taxes	8,014	8,014	8,014	
Tax Estimates for current year	14,443	14,443	14,443	