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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: ROBERT L & MARY J BARTLETT FOUNDATION

A Employer identification number: 26-3099558

Number and street (or P O box number if mail is not delivered to street address): 327 WESTERN HILLS DR — Room/suite:

B Telephone number (see instructions): 812-838-2597

City or town, state or province, country, and ZIP or foreign postal code: MOUNT VERNON IN 47620

C If exemption application is pending, check here ▶ ☐ 6

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 ▶ ☐

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 04

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 506,028

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

3/4

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	175	175		
	4	Dividends and interest from securities	12,245	12,245		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-103,525			
	b	Gross sales price for all assets on line 6a 1,461,930				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	935			
	12	**Total.** Add lines 1 through 11	-90,170	12,420	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 3	4,447			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 4	500			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 5	5,730			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,677	0	0	0
	25	Contributions, gifts, grants paid See Statement 6	20,215			20,215
	26	**Total expenses and disbursements.** Add lines 24 and 25	30,892	0	0	20,215
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-121,062			
	b	**Net investment income** (if negative, enter -0-)		12,420		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	46,019	25,665	25,665
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 7	604,557	568,119	480,363
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	650,576	593,784	506,028
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted	650,576	593,784	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	650,576	593,784	
	31	**Total liabilities and net assets/fund balances** (see instructions)	650,576	593,784	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	650,576
2	Enter amount from Part I, line 27a	2	-121,062
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	529,514
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	-64,270
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	593,784

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	N/A			
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				
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

If "Yes," the foundation 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))
2017	28,450	558,132	0.050974
2016	31,900	525,474	0.060707
2015	34,882	638,308	0.054648
2014	35,653	761,708	0.046807
2013	34,000	702,359	0.048408

2 Total of line 1, column (d)	2	0.261544
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	0.052309
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	571,242
5 Multiply line 4 by line 3	5	29,881
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	124
7 Add lines 5 and 6	7	30,005
8 Enter qualifying distributions from Part XII, line 4	8	20,215

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	248
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	248
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	248
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 276		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	276
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	28
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 28 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ IN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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 2018 or the taxable year beginning in 2018? See instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ JAMES R BARTLETT Telephone no ▶ 812-831-7498
327 WESTERN HILLS DR
Located at ▶ MT VERNON IN ZIP+4 ▶ 47620

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	N/A	1c		
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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 2018?		4b		X

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

			Yes	No
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			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No			

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. See instructions.

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES R BARTLETT 327 WESTERN HILLS DR	MOUNT VERNON IN 47620	PRESIDENT 0.00	0	0	0
ROBERT M. BARTLETT 1240 QUAYSIDE DR APT 309	NEW WESTMINSTER CA V3M 6H1	VICE PRESIDE 0.00	0	0	0
PATRICIA BARTLETT 327 WESTERN HILLS DR	MOUNT VERNON IN 47620	0.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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 N/A	
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 N/A	
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)

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	539,994
b	Average of monthly cash balances	1b	39,947
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	579,941
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	579,941
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	8,699
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	571,242
6	**Minimum investment return.** Enter 5% of line 5	6	28,562

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	28,562
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 248		
b	Income tax for 2018 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	248
3	Distributable amount before adjustments Subtract line 2c from line 1	3	28,314
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	28,314
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	28,314

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	20,215
b	Program-related investments – total from Part IX-B	1b	
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	20,215
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	20,215

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 2017	(c) 2017	(d) 2018
1	Distributable amount for 2018 from Part XI, line 7					28,314
2	Undistributed income, if any, as of the end of 2018					
a	Enter amount for 2017 only					
b	Total for prior years 20____ , 20____ , 20____					
3	Excess distributions carryover, if any, to 2018					
a	From 2013					
b	From 2014					
c	From 2015	2,996				
d	From 2016	5,794				
e	From 2017	767				
f	**Total** of lines 3a through e		9,557			
4	Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 20,215					
a	Applied to 2017, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required – see instructions)					
c	Treated as distributions out of corpus (Election required – see instructions)					
d	Applied to 2018 distributable amount					20,215
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))		8,099			8,099
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,458			
b	Prior years' undistributed income Subtract line 4b from line 2b					
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					
d	Subtract line 6c from line 6b Taxable amount – see instructions					
e	Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount – see instructions					
f	Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8	Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		1,458			
10	Analysis of line 9					
a	Excess from 2014					
b	Excess from 2015					
c	Excess from 2016	691				
d	Excess from 2017	767				
e	Excess from 2018					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

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

N/A

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 , to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

a The name, address, and telephone number or email address of the person to whom applications should be addressed

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FIRST PRESBYTERIAN CHURCH 120 E 6TH STREET MT VERNON IN 47620			RELIGIOUS	3,115
FIRST PRESBYTERIAN CHURCH 120 E 6TH STREET MT VERNON IN 47620			RELIGIOUS	1,000
FIRST PRESBYTERIAN CHURCH 120 E 6TH STREET MT VERNON IN 47620			RELIGIOUS	100
EMPLOYEES GOOD NEIGHBOR FUND 1 LEXAN LANE MT VERNON IN 47620-9364			EDUCATION & YOUTH DEVELOPMENT	1,500
HABITAT OF EVANSVILLE 1401 N FARES EVANSVILLE IN 47711			DECENT/AFFORDABLE HOUSING	2,500
CROSSROADS BIBLE INST P.O. BOX 900 GRAND RAPIDS MI 49509-090			RELIGIOUS	2,500
WORDS OF HOPE 700 BALL AVENUE NE GRAND RAPIDS MI 49503			RELIGIOUS	500
FOCUS ON THE FAMILY 8605 EXPLORER DR COLORADO SPRINGS CO 80920			RELIGIOUS	1,000
PATCHWORK CENTRAL INC 100 WASHINGTON AVENUE EVANSVILLE IN 47713			EDUCATION & YOUTH DEVELOPMENT	1,000
BAPTIST MID MISSIONS PO BOX 30811 CLEVELAND OH 44130-8011			RELIGIOUS	500
Total			▶ 3a	20,215
b *Approved for future payment* N/A				
Total			▶ 3b	

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KENYA ISLANDS MISSIONS PO BOX 140 HENDERSONVILLE TN 37077-0			RELIGIOUS	500
COMMUNITY EMERGENCY ASSISTANCE 601 N MAIN STREET MOUNT VERNON IN 47620			RELIEF OF THE DISTRESSED	500
MOUNT VERNON MINISTERIAL ASSOCIATIO PO BOX 225 MOUNT VERNON IN 47620			RELIGIOUS	500
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS CO 80921			RELIGIOUS	1,000
WATER MISSION 1150 KINZER STREET NORTH CHARLESTON SC 29405			RELIEF OF THE DISTRESSED	500
LIFEBOX 195 MONTAGUE STREET BROOKLYN NY 11201			MEDICAL	750
FIRST PRESBYTERIAN CHURCH 120 E 6TH STREET MT VERNON IN 47620			RELIGIOUS	2,750
Total			▶ 3a	
b *Approved for future payment* N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a			4		
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	175	
4 Dividends and interest from securities			14	12,245	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	935	15		
8 Gain or (loss) from sales of assets other than inventory		-385			-103,140
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		550		12,420	-103,140

13 Total. Add line 12, columns (b), (d), and (e) 13 -90,170

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
3	Religious, charitable, scientific, literary and educationa

DAA

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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 instructions ☒ Yes ☐ No

Signature of officer or trustee: R Bartlett   Date: 11/13/19   Title: PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Kenneth C. Kruse, CPA/PFS, CVA	Kenneth C. Kruse, CPA/PFS, CVA	11/11/19	
Firm's name ▶ Kruse, Dicus & Associates, LLP		PTIN	P00221844
Firm's address ▶ 965 Kenmore Dr. Evansville, IN 47714		Firm's EIN ▶	35-2024189
		Phone no	812-477-7300

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
ALTRIA GROUP INC	3/02/18	5/03/18	Purchase $ 56,685	$ 60,027	$ -930	$	$ -2,412
ALASKA AIR GROUP INC COM	2/02/18	3/02/18	Purchase 109,443	110,725	-2,053		771
ALIGN TECH INC DEL COM	8/22/18	12/14/18	Purchase 21,563	36,094			-14,531
AMGEN INC COM PV $0.0001	12/04/17	3/02/18	Purchase 46,449	45,858			591
AUTOMATIC DATA PROC	6/07/18	3/02/18	Purchase 60,872	52,205			8,667
CVS HEALTH CORP	3/02/18	5/02/18	Purchase 45,309	47,151	-99		-1,743
C.H. ROBINSON WORLDWIDE, INC. NEW	6/05/18	8/22/18	Purchase 59,540	52,343			7,197
DARDEN RESTAURANTS INC	8/07/18	8/22/18	Purchase 49,078	47,453			1,625
D R HORTON INC	8/22/18	12/14/18	Purchase 28,173	36,316			-8,143
EMERSON ELEC CO	9/19/17	8/22/18	Purchase 31,053	28,586			2,467
FEDEX CORP DELAWARE COM	8/22/18	12/14/18	Purchase 26,840	36,066			-9,226
SCHWAB US DIVIDEND EQTY	4/17/18	5/02/18	Purchase 43,190	44,647	-422		-1,035
GENL DYNAMICS CORP COM	7/03/18	8/02/18	Purchase 41,707	40,945			762
GENUINE PARTS CO	6/12/18	8/22/18	Purchase 51,714	48,031			3,683
JACOBS ENGN GRP INC DELA	8/22/18	12/14/18	Purchase 29,227	36,305			-7,078
JOHNSON AND JOHNSON COM	11/02/17	2/02/18	Purchase 7,809	7,720			89
MICROSOFT CORP	11/03/17	2/02/18	Purchase 43,168	39,176			3,992

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
NEXTERA ENERGY INC SHS	5/02/18	7/03/18	Purchase	$ 57,141	$ 54,545	$	$	$ 2,596
PAYCHEX INC	2/05/18	4/25/18	Purchase	42,281	44,684			-2,403
PROCTER & GAMBLE CO	2/02/18	8/22/18	Purchase	21,574	22,307			-733
ROCKWELL AUTOMATION INC	7/10/18	8/08/18	Purchase	83,280	79,901	-57		3,436
REPUBLIC SERVICES INC	4/04/18	8/22/18	Purchase	49,511	45,878			3,633
TEXAS INSTRUMENTS	8/02/18	12/14/18	Purchase	18,138	18,150			-12
3M COMPANY	5/03/17	2/02/18	Purchase	36,272	30,295			5,977
TIFFANY & CO NEW	6/07/18	4/03/18	Purchase	41,447	41,945			-498
UNION PACIFIC CORP	9/19/17	6/06/18	Purchase	7,242	6,254			988
UNITED TECHS CORP COM	2/02/18	12/14/18	Purchase	11,408	12,534			-1,126
V F CORPORATION	8/10/18	8/22/18	Purchase	46,937	47,472			-535
VICTORY CAPITAL HOLDINGS INC REG	8/22/18	12/14/18	Purchase	37,727	36,275			1,452
WAL-MART STORES INC	2/02/18	3/02/18	Purchase	14,897	15,127			-230
EMERSON ELEC CO	2/06/17	5/02/18	Purchase	34,072	28,377			5,695
JOHNSON AND JOHNSON COM	12/05/16	2/05/18	Purchase	32,017	26,165			5,852
PROCTER & GAMBLE CO	5/31/16	5/03/18	Purchase	33,570	33,051	-214		733
TEXAS INSTRUMENTS	9/19/17	12/14/18	Purchase	32,103	26,461			5,642

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
UNION PACIFIC CORP	5/31/16	3/02/18	Purchase $ 42,420	$ 26,497	$	$	$ 15,923
UNITED TECHS CORP COM	9/19/17	12/14/18	Purchase 36,078	33,317			2,761
WAL-MART STORES INC	5/31/16	3/02/18	Purchase 24,153	19,292			-4,861
SEADRILL RECAPITALIZATION	12/05/12	7/10/18	Purchase 17	7,718			-7,701
Breitburn Abandonment	12/05/12	12/31/18	Purchase	70,314			-70,314
Targa Basis Adjustments	12/05/12	1/01/18	Purchase	26,631			-26,631
Buckeye Basis Adjustments	12/05/12	1/01/18	Purchase	32,136			-32,136
Breitburn Basis Adjustments	12/05/12	1/01/18	Purchase 8,029				8,029
Legacy Reserve Basis Adjustments	12/05/12	1/01/18	Purchase	12,824			-12,824
Other Partnership Basis Adjustments	12/05/12	1/01/18	Purchase 181	1,432			-1,251
Long-term Gain/Loss from Pass-through Entity			-385				-385
Total			$ 1,461,930	$ 1,569,230	$ -3,775	$ 0	$ -103,525

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
K-1 Ln1 Legacy Reserves, LP	$ 1,695	$	$
K-1 Ln 20 Legacy Reserves	-2,014		
UBTI Adjustment	2,500		
K-1 Ln 20T1 Legacy Reserves,	-1,873		
K-1 Ln7 Legacy Reserves, LP	627		
Total	$ 935	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 4,447	$	$	$
Total	$ 4,447	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal Excise Tax	$ 500	$	$	$
Total	$ 500	$ 0	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
EMA Annual fee	5,620			
Pass through				
ML Basis charge - Targa				
ML Advisory Program Fees				
Postage	10			
Subscription	100			
Total	$ 5,730	$ 0	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
3,115					4/08/18
1,000					10/28/18
1,500					11/26/18
2,500					12/03/18
2,500					12/07/18
500					12/07/18
1,000					12/07/18
1,000					12/13/18
500					12/13/18
500					12/13/18
500					12/31/18
500					12/14/18
1,000					12/17/18
500					12/21/18
750					12/21/18
2,750					12/23/18

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1000 Seadrill LTD	$ 39,263	$ 31,545	Cost	$ 29
2000 Breitburn Energy Partners, L.P.	39,434		Cost	
2000 Breitburn Energy Partners, L.P.	30,879		Cost	
1000 Legacy Reserves LP	24,210	24,210	Cost	1,540
Automatic Data Processing	33,772		Cost	
CVS Health Corp			Cost	
ESC Seventy Seven Parent			Cost	
Honeywell Int'l Inc Del			Cost	
Johnson and Johnson	33,885		Cost	
Procter & Gamble Co	35,348		Cost	
Qualcomm Inc			Cost	
3M Company	30,295		Cost	
Tiffany & Co New	36,348		Cost	
Union Pacific Corp	29,082		Cost	
Wal-Mart Stores Inc	27,646		Cost	
Amgen, Inc.	36,247		Cost	
C. H. Robinson Worldwide Inc.	33,734		Cost	
Emerson Elec Co	36,590		Cost	
Paychex, Inc.	34,648		Cost	
Texas Instruments, Inc.	30,683		Cost	
United Techs Corp, Com	33,317		Cost	
AMAZON COM INC COM		37,977	Cost	30,039
ABBVIE INC SHS		36,273	Cost	34,202
APPLE INC		36,148	Cost	26,500
CSX CORP		31,558	Cost	29,698
CITIGROUP INC COM NEW		31,560	Cost	29,778
EDWARDS LIFESCIENCES CRP		36,202	Cost	39,365
ESC SEVENTY SEVEN ESC			Cost	
GILEAD SCIENCES INC COM		36,275	Cost	30,712
INTEL CORP		31,587	Cost	30,833
LOCKHEED MARTIN CORP		36,166	Cost	29,326
MICROSOFT CORP	39,176	36,246	Cost	34,432
O'REILLY AUTOMOTIVE INC		31,360	Cost	30,990
RUSH ENTERPRISES IN CL A		31,601	Cost	33,687
REGENERON PHARMACTCLS		31,602	Cost	31,001
UNITED RENTALS INC COM		31,524	Cost	30,451
VERIZON COMMUNICATNS COM		36,285	Cost	37,780

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Total	$ 604,557	$ 568,119		$ 480,363

Federal Statements

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Book/Tax Capital differences	$ -66,770
UBTI Adjustment	2,500
Total	$ -64,270