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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 01-01-2018 , and ending 12-31-2018

Name of foundation
RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

A Employer identification number
38-2978504

Number and street (or P O box number if mail is not delivered to street address)
1000 ADAMS NO 200

Room/suite

B Telephone number (see instructions)
(989) 893-4438

City or town, state or province, country, and ZIP or foreign postal code
BAY CITY, MI 48708

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), *line 16)* ▶$ 2,262,247

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,779	1,779		
	4 Dividends and interest from securities	53,807	53,807		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	168,564			
	b Gross sales price for all assets on line 6a 676,912				
	7 Capital gain net income (from Part IV, line 2)		168,378		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	224,150	223,964		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	800	0		800
	b Accounting fees (attach schedule)	2,880	0		2,880
	c Other professional fees (attach schedule)	17,336	17,336		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,753	694		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,196	0		5,196
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,965	18,030		8,876
	25 Contributions, gifts, grants paid	125,000			125,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	153,965	18,030		133,876
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	70,185			
	b **Net investment income** (if negative, enter -0-)		205,934		
	c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	66,022	65,312	65,312
	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)	249,498	249,465	247,110
	b Investments—corporate stock (attach schedule)	1,305,811	1,344,476	1,518,578
	c Investments—corporate bonds (attach schedule)	363,269	416,301	409,607
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶	13,500		
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	27,507	21,624	21,470
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	1,177	170	170
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,026,784	2,097,348	2,262,247
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 ▶)	0	379	
	23 **Total liabilities**(add lines 17 through 22)	0	379	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	2,026,784	2,096,969	
	30 **Total net assets or fund balances** (see instructions)	2,026,784	2,096,969	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,026,784	2,097,348	

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	2,026,784
2	Enter amount from Part I, line 27a	2	70,185
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,096,969
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,096,969

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	168,378
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	126,543	2,540,087	0 049818
2016	123,341	2,398,190	0 051431
2015	121,593	2,430,747	0 050023
2014	100,772	2,448,256	0 041161
2013	90,741	2,250,919	0 040313

2	**Total** of line 1, column (d)	2	0 232746
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 046549
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	2,537,604
5	Multiply line 4 by line 3	5	118,123
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,059
7	Add lines 5 and 6	7	120,182
8	Enter qualifying distributions from Part XII, line 4	8	133,876

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	2,059
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	2,059
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	2,059
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 1,680		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d: 0		
7	Total credits and payments Add lines 6a through 6d	7	1,680
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	379
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition)	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ RUSSELLANDMAXINESMITHFOUNDATION ORG

14 The books are in care of ▶ DOMINIC MONASTIERE Telephone no ▶ (989) 893-4438

Located at ▶ PERE MARQUETTE DEPOT-1000 ADAMS STREET BAY CITY MI ZIP+4 ▶ 48708

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

16	At any time during calendar year 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		No

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.

1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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)	2b		No
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).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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 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, 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
See Additional Data Table				

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. ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,483,518
b	Average of monthly cash balances	1b	89,797
c	Fair market value of all other assets (see instructions)	1c	2,933
d	**Total** (add lines 1a, b, and c)	1d	2,576,248
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	2,576,248
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,644
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,537,604
6	**Minimum investment return.** Enter 5% of line 5	6	126,880

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	126,880
2a	Tax on investment income for 2018 from Part VI, line 5	2a	2,059		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,059
3	Distributable amount before adjustments Subtract line 2c from line 1			3	124,821
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	124,821
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	124,821

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	133,876
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	133,876
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	2,059
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	131,817

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				124,821
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			99,155	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 133,876				
a Applied to 2017, but not more than line 2a			99,155	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				34,721
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018	0			0
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				90,100
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014. . . .				
b Excess from 2015. . . .				
c Excess from 2016. . . .				
d Excess from 2017. . . .				
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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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

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

RUSSELL H MAXINE E SMITH CHARITABLE
PERE MARQUETTE DEPOT - 1000 ADAMS
STREET SUITE 200
BAY CITY, MI 48708
(989) 893-4438

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

INFORMATION TO BE INCLUDED IN GRANT REQUESTS COVER LETTER(INCLUDE AMOUNT BEING REQUESTED) - ORGANIZATIONAL MISSION - EXECUTIVE SUMMARY(INCLUDING BENEFITS TO THE COMMUNITY & ANTICIPATED OUTCOMES)- PROJECT INFORMATION (INCLUDING PROJECT DESCRIPTION, FUNDING GOALS WITH NAME OF ALL SOURCES & DOLLAR AMOUNTS, BENEFITS TO THE ORGANIZATIO/COMMUNITY, SEGMENT OF THE COMMUNITY SERVED) - FINANCES OF THE ORGANIZATION (INCLUDING PROGRAM BUDGET TO INCLUE ALL SOURCES OF REVENUE, CURRENT BALANCE SHEET, CURRENT INCOME STATEMENT, COPY OF THE ORGANIZATION'S FEDERAL TAX EXEMPT RULING FROM THE IRS, COPY OF THE MOST RECENT FORM 990, & PRIMARY SOURCES OF REVENUE FOR THE ORGANIZATION) - GOVERNANCE (THE BOARD OF DIRECTORS/TRUSTEES NAMES & OCCUPATIONS) - OTHER ATTACHMENTS(LETTERS OF SUPPORT & ANY ADDITIONAL INFORMATION OR DOCUMENTATION WHICH THE APPLICANT DEEMS PERTINENT) SIX COPIES OF THE ABOVE SHOULD BE PROVIDED IF THE INFORMATION REQUESTED IS NOT AVAILABLE, PLEASE EXPLAIN WHY IN YOUR APPLICATION

c Any submission deadlines

REQUESTS MUST BE RECEIVED BY THE LAST DAY OF THE MONTH PRECEEDING THE NEXT SCHEDULED BOARD MEETING

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

MUST BE TO A CHARITABLE ORGANIZATION FOR THE SUPPORT OF PROGRAMS AND PROJECTS WHICH BENEFIT THE RESIDENTS OF BAY COUNTY

Part XV Supplementary Information (continued)

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

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,779	
4 Dividends and interest from securities. . . .			14	53,807	
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.			15		
8 Gain or (loss) from sales of assets other than inventory			18	168,564	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		224,150	0
13 **Total.** Add line 12, columns (b), (d), and (e).				13	224,150

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2019-05-09	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
AMY L RODRIGUEZ CPA		2019-05-08		P00239377
Firm's name ▶ WEINLANDER FITZHUGH PC				Firm's EIN ▶38-2272300
Firm's address ▶ 1600 CENTER AVE BAY CITY, MI 48708				Phone no (989) 893-5577

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)
1	100 SHS AT&T INC		2017-05-01	2018-05-08
1	100 SHS ABBVIE INC		2009-02-25	2018-01-22
	100 SHS ABBVIE INC		2009-02-25	2018-03-15
	50 SHS AETNA INC		2016-06-02	2018-01-22
	150 SHS AETNA INC		2016-06-02	2018-06-22
	5 SHS ALPHABET INC		2015-04-02	2018-06-22
	25000 SHS ALTERA CORP		2014-04-23	2018-11-15
	125 SHS AMGEN INC		2017-03-07	2018-08-30
	35 9091 SHS BRIGHTHOUSE FINANCIAL INC		2008-03-11	2018-08-07
	9 0909 SHS BRIGHTHOUSE FINANCIAL INC		2010-12-06	2018-08-07

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)
3,166		3,920	-754
10,500		2,800	7,700
11,585		2,800	8,785
9,441		5,943	3,498
28,508		17,831	10,677
5,806		2,709	3,097
25,000		25,000	0
25,039		22,131	2,908
1,610		2,519	-909
408		444	-36

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			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** 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	
			-754
			7,700
			8,785
			3,498
			10,677
			3,097
			0
			2,908
			-909
			-36

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 SHS CELGENE CORP		2010-05-28	2018-06-22
1	427 SHS CHEMICAL FINL CORP		1995-08-28	2018-06-11
	50 SHS CHEVRON CORPORATION		2002-02-06	2018-02-26
	100 SHS CISCO SYSTEMS INC		2013-10-24	2018-03-15
	200 SHS CISCO SYSTEMS INC		2013-10-24	2018-06-22
	50 SHS DIGITAL REALTY TRUST INC		2017-05-01	2018-02-09
	100 SHS EBAY INC		2017-04-28	2018-01-25
	700 SHS EBAY INC		2017-04-28	2018-11-01
	150 SHS FACEBOOK INC		2017-08-31	2018-11-01
	50000 SHS FHLB		2013-06-12	2018-06-08

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)
15,758		5,265	10,493
25,101		8,762	16,339
5,700		2,079	3,621
4,545		2,241	2,304
8,584		4,482	4,102
5,041		5,716	-675
4,009		3,322	687
20,667		23,252	-2,585
22,580		25,662	-3,082
50,000		49,800	200

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			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** 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	
			10,493
			16,339
			3,621
			2,304
			4,102
			-675
			687
			-2,585
			-3,082
			200

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)
	841 5030 SHS FIDELITY SMALL CAP DISCOVERY		2012-11-26	2018-05-08
1	156 1040 SHS FIDELITY SMALL CAP DISCOVERY		2017-04-28	2018-05-08
	200 SHS GENUINE PARTS CO		2010-05-28	2018-11-01
	100 SHS INTEL CORP		2012-11-26	2018-03-15
	200 SHS INTEL CORP		2012-11-26	2018-06-22
	100 SHS JP MORGAN CHASE & CO		2016-01-21	2018-02-26
	75 SHS MARTIN MARIETTA MATERIALS INC		2017-02-27	2018-07-26
	50 SHS NORFOLK SOUTHERN CORP		2014-03-28	2018-01-25
	261 182 SHS OPPENHEIMER INTL GROWTH FD		2015-07-21	2018-07-26
	548 067 SHS OPPENHEIMER INTL GROWTH FD		2013-10-29	2018-07-26

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)
25,312		19,481	5,831
4,696		5,000	-304
19,561		8,184	11,377
5,120		1,986	3,134
10,526		3,972	6,554
11,822		5,569	6,253
16,422		16,243	179
7,439		4,811	2,628
11,296		10,000	1,296
23,704		20,440	3,264

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			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** 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	
			5,831
			-304
			11,377
			3,134
			6,554
			6,253
			179
			2,628
			1,296
			3,264

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)
	3253 561 SHS OPPENHEIMER INTL GROWTH FD		2010-06-14	2018-12-07
1	20 656 SHS OPPENHEIMER INTL GROWTH FD		2013-10-29	2018-12-07
	305 164 SHS OPPENHEIMER INTL GROWTH FD		2017-10-09	2018-12-07
	100 SHS QUALCOMM INC		2011-06-28	2018-01-25
	25000 SHS TEVA PHA FIN IV		2014-10-09	2018-02-22
	200 SHS VALERA ENERGY CORP		2016-01-21	2018-12-07
	100 SHS VALERA ENERGY CORP		2016-05-16	2018-12-07
	100 SHS XILINX INC		2015-08-24	2018-01-25
	100 SHS ALLERGAN PLC		2014-07-23	2018-03-15
	100 SHS EVEREST RE GROUP LIMITED		2014-03-28	2018-12-07

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)
116,412		75,942	40,470
739		770	-31
10,919		13,000	-2,081
6,801		5,610	1,191
24,125		24,875	-750
15,982		12,718	3,264
7,991		5,494	2,497
7,307		3,983	3,324
16,565		21,903	-5,338
22,821		14,983	7,838

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			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** 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	
			40,470
			-31
			-2,081
			1,191
			-750
			3,264
			2,497
			3,324
			-5,338
			7,838

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)
	14 SHS EVEREST RE GROUP LIMITED		2018-02-26	2018-12-07
1	BAY CITY LAND		1999-08-26	2018-05-15
	CAPITAL GAINS DIVIDENDS	P		

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)
3,195		3,392	-197
8,464		13,500	-5,036
16,645			16,645

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			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** 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	
			-197
			-5,036
			16,645

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
DOMINIC MONASTIERE 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/PRESIDENT 0 00	0	0	0
JEAN ELLIOT HILL 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/V-P 0 00	0	0	0
BARBARA L ENGELHARDT-CARTER 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/TREASURER 0 00	0	0	0
THOMAS H TABOR 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE/SECRETARY 0 00	0	0	0
HEATHER GALLEGOS 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE 0 00	0	0	0
G MATTHEW JEFFREY 1000 ADAMS SUITE 200 BAY CITY, MI 48708	TTEE 0 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BAY AREA COMMUNITY FOUNDATION 1000 ADAMS ST BAY CITY, MI 48708	N/A	PC	SCHOLARSHIP ENDOWMENT	10,000
BAY CITY PLAYERS1214 COLUMBUS AVE BAY CITY, MI 48708	N/A	PC	GENERAL FUND - CAPITAL CAMPAIGN	10,000
BOYS AND GIRLS CLUB GREAT LAKES BAY REGION 300 WEST LAYFAYETTE BAY CITY, MI 48706	N/A	PC	GRANT FOR PINCONNING PARKING LOT	12,500
Total . . . . . ▶ **3a**				125,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HUMANE SOCIETY OF BAY COUNTY PO BOX 215 BAY CITY, MI 48706	N/A	PC	GRANT FOR RENOVATIONS TO THE FACILITY	7,500
STATE THEATRE913 WASHINGTON AVE BAY CITY, MI 48708	N/A	PC	GRANT FOR PAVILION AND ANCILLARY BUILDING IN WENONAH PARK	25,000
BAYSAIL107 5TH ST UPPER FLOOR BAY CITY, MI 48708	N/A	PC	GRANT FOR INFRASTRUCTURE	15,000
Total . . . . . ▶ **3a**				125,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BAY AREA COMMUNITY FOUNDATION 1000 ADAMS ST BAY CITY, MI 48708	N/A	PC	GRANT TO FUND BAY AREA ONLINE	5,000
BAY AREA COMMUNITY FOUNDATION 1000 ADAMS ST BAY CITY, MI 48708	N/A	PC	GRANT FOR IMAGINATION STATION	20,000
BAY AREA CHAMBER FOUNDATION 901 SAGINAW ST BAY CITY, MI 48708	N/A	PC	GRANT FOR ARTWORK FOR REALTOR PARK	5,000
Total . . . . . ▶ **3a**				125,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BOYS AND GIRLS CLUB GREAT LAKES BAY REGION 300 WEST LAYFAYETTE BAY CITY, MI 48706	N/A	PC	2018 GRANT PAYMENT	12,500
MIDLAND CENTER FOR THE ARTS INC 1801 WEST ST ANDREWS RD MIDLAND, MI 48640	N/A	PC	GRANT FOR SUMMER VOCAL CAMPS	2,500
Total . . . . . ▶ **3a**				125,000

TY 2018 Accounting Fees Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION AND ACCOUNTING	2,880	0		2,880

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130013559

TY 2018 Investments Corporate Bonds Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CISCO SYSTEMS INC	25,166	24,867
ASTRAZENICA PLC 1.950% 9/18/19	24,621	24,820
GILEAD SCIENCES INC 2.050% 4/01/19	24,922	24,943
CATERPILLAR FINANCIAL	25,091	24,823
NATIONAL RURAL UTIL COOP	35,313	34,774
RAYTHEON COMPANY	25,552	25,078
XILINX INC	25,077	24,912
BP CAPITAL MARKETS PLC	25,449	24,783
STATOIL ASA	25,247	24,798
TRANS-CANADA PIPELINES	24,376	23,992
ANHEUSER-BUSCH INBEV WORLDWIDE	25,912	25,018
ABBVIE INC 2.900%	25,427	24,326
GE CAPITAL INTERNOTES	28,408	27,706
INTERCONTINENTALEXCHANGE 4.000%	25,578	25,565
JP MORGAN CHASE & CO MEDIUM TERM NOTE	25,239	24,636
STATE STREET CORP	24,923	24,566

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130013559

TY 2018 Investments Corporate Stock Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEMICAL FINANCIAL CORP	82,345	150,101
CHEVRON CORP	4,159	10,879
EXXON MOBIL CORP COM	13,169	17,048
SBC COMMUNICATIONS INC/AT&T NEW	32,203	22,832
JOHNSON & JOHNSON	11,446	25,810
METLIFE	29,123	24,636
APPLE INC	3,930	23,661
MCDONALDS CORP	11,123	35,514
QUALCOMM INCORPORATED	21,263	22,764
UNITED PARCEL SERVICES	14,650	19,506
CVS HEALTH CORP	15,790	19,656
FIDELITY SMALL CAP DISCOVERY FUND	28,690	27,079
INTEL CORP COM	11,916	28,158
ABBVIE INC	13,544	27,657
CARNIVAL CORP	19,620	24,650
CONSTELLATION BRANDS INC	13,798	20,102
NORFOLK SOUTHERN CORP	14,434	22,431
OPPENHEIMER DEVELOPING MARKETS FUND	51,834	52,593
CUMMINS INC	22,267	26,728
ALPHABET IN CL A	16,254	31,349
XILINX INC	13,941	29,810
DISNEY WALT CO NEW	30,818	32,895
TARGET CORP	29,397	26,436
JP MORGAN CHASE & CO	13,922	24,405
CARDINAL HEALTH INC	32,075	20,070
CISCO SYSTEMS INC	15,687	30,331
DOW DUPONT INC	10,226	10,696
EXELON CORP	13,942	18,040
TWEEDY BROWNE GLOBAL VALUE FUND	162,000	163,268
ALTRIA GROUP INC	34,739	24,695

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB CORP	23,843	24,918
INTERCONTINENTAL EXCHANGE INC	23,730	30,132
TRAVELERS COMPANIES INC	24,913	23,950
DELTA AIR LINES INC	18,219	19,960
PPL CORPORATION	11,427	8,499
WELLS FARGO SPECIAL SMALL CAP VALUE	34,679	29,202
DELAWARE EMERGING MARKET FUND	56,190	48,200
DR HORTON INC	24,912	19,063
SUNCOR ENERGY INC	22,489	19,579
STRYKER CORPORATION	25,730	23,512
UNITED HEALTH GROUP INC	22,924	24,912
VERTEX PHARMACEUTICALS INC	23,436	24,856
SPLUNK INC	25,702	26,213
WESTERN DIGITAL CORP	39,087	22,182
INTERNATIONAL PAPER CO	12,890	10,090
VANGUARD TAX-MANAGED SMALL-CAP	36,000	30,726
VANGUARD INTERNATIONAL GROWTH FUND	130,000	118,784

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TY 2018 Investments Government Obligations Schedule

Name:	RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION
EIN:	38-2978504
US Government Securities - End of Year Book Value:	249,465
US Government Securities - End of Year Fair Market Value:	247,110
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

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TY 2018 Investments - Other Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROYALTY INTERESTS	AT COST	160	160
DIGITAL REALTY TRUST INC	AT COST	21,464	21,310

TY 2018 Legal Fees Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	800	0		800

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TY 2018 Other Assets Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST	62	170	170
FEDERAL EXCISE TAX OVERPAYMENT	1,115	0	0

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TY 2018 Other Expenses Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE ASSISTANT SERVICES AND EXPENSES	1,923	0		1,923
MEMBERSHIP DUES	1,350	0		1,350
WEBSITE DOMAIN	150	0		150
EQUIPMENT RENTAL	1,073	0		1,073
SOFTWARE CHARGE FOR ON-LINE GRANT APPLICATION SUBMISSION	700	0		700

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TY 2018 Other Liabilities Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL TAX PAYABLE	0	379

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TY 2018 Other Professional Fees Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	17,336	17,336		0

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TY 2018 Section 4942(a)(2) Explanation Statement

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Explanation: DISTRIBUTIONS OF DISTRIBUTABLE AMOUNTS FOR TAX YEAR ARE MADE PRIOR TO THE END OF THE FOLLOWING TAX YEAR.

TY 2018 Taxes Schedule

Name: RUSSELL H & MAXINE E SMITH CHARITABLE FOUNDATION

EIN: 38-2978504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	694	694		0
FEDERAL TAX	2,059	0		0