

For Paperwork Reduction Act Notice, see instructions. Cat No 11289X Form **990-PF** (2018)

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	39,974	36,798	36,798
	2 Savings and temporary cash investments	165,019	418,816	418,816
	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)	1,284,936	779,141	770,653
	b Investments—corporate stock (attach schedule)	1,417,038	1,374,662	1,435,072
	c Investments—corporate bonds (attach schedule)	1,537,623	1,658,568	1,647,142
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,684,383	2,729,707	2,566,582
	14 Land, buildings, and equipment basis ▶ _____ 3,391 Less accumulated depreciation (attach schedule) ▶ 3,331	122	60	60
15 Other assets (describe ▶ _____)	708	29,427	29,427	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,129,803	7,027,179	6,904,550	
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 ▶ _____)	87	151	
	23 Total liabilities (add lines 17 through 22)	87	151	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	7,129,716	7,027,028	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
	30 Total net assets or fund balances (see instructions)	7,129,716	7,027,028	
31 Total liabilities and net assets/fund balances (see instructions) .	7,129,803	7,027,179		

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	7,129,716
2 Enter amount from Part I, line 27a	2	-102,688
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	7,027,028
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	7,027,028

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS DIVIDENDS	P		
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 2,145,248		2,055,910	89,338
b 54,376			54,376
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			89,338
b			54,376
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	143,714
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	358,364	7,442,480	0 048151
2016	364,437	7,108,122	0 051271
2015	384,061	7,578,641	0 050677
2014	360,753	7,794,045	0 046286
2013	339,837	7,018,873	0 048418
2 Total of line 1, column (d)			2 0 244803
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 048961
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 7,421,159
5 Multiply line 4 by line 3			5 363,347
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,590
7 Add lines 5 and 6			7 365,937
8 Enter qualifying distributions from Part XII, line 4			8 373,679

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,590
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	2,590
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	2,590
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	2,400
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	2,400
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	190
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	



Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	No
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. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	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	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.ROBERTEFRAZIERFOUNDATION.ORG	13	Yes	
14	The books are in care of GREENE & GREENE CPAS Telephone no (606) 248-3456			

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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here 	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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country 	16	Yes No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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		
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	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.	<input type="checkbox"/>	
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	7,204,873
b	Average of monthly cash balances.	1b	329,299
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,534,172
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	7,534,172
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	113,013
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,421,159
6	Minimum investment return. Enter 5% of line 5.	6	371,058

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	371,058
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	2,590
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,590
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	368,468
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	368,468
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	368,468

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	373,679
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	373,679
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	2,590
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	371,089

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				368,468
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			329,311	
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 ▶ \$ <u>373,679</u>				
a Applied to 2017, but not more than line 2a			329,311	
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.				44,368
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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				324,100
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

BOBBIE GOTHARD
506 WEST MAIN STREET
CUMBERLAND, KY 40823
(606) 589-5151
TCMAINSTREET@WINDSTREAM.NET

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

REQUEST FOR GRANTS MUST BE SUBMITTED PURSUANT TO THE FOUNDATION'S GRANT APPLICATION PROCESS. TO FACILITATE THE PROCESS THE FOUNDATION HAS PRODUCED DOCUMENTS TITLED "GRANT GUIDELINES," "GRANT APPLICATION INSTRUCTIONS, AND "BUDGET INFORMATION FORM." THESE DOCUMENTS ARE AVAILABLE AT THE ADDRESS FOR SUBMITTING GRANT APPLICATIONS IDENTIFIED AT ITEM 2A ABOVE. EACH GRANT APPLICATION REQUIRES SPECIFIC INFORMATION REGARDING THE POTENTIAL DONEE ORGANIZATION TO INCLUDE DOCUMENTATION OF RECOGNIZED PUBLIC CHARITY STATUS, CURRENT FINANCIAL INFORMATION, THE ORGANIZATION'S MISSION, AND MATERIAL SERVICES PROVIDED. IN ADDITION, A DETAILED DESCRIPTION OF THE PROPOSED PROJECT IS REQUIRED ALONG WITH APPLICABLE BUDGET INFORMATION RELATING TO THE PROJECT.

c Any submission deadlines

BY APRIL 30 AND OCTOBER 31 TO BE CONSIDERED IN SEMI-ANNUAL MEETINGS IN MAY AND NOVEMBER

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

GRANTS ARE AWARDED TO ORGANIZATIONS FOR PURPOSES DESCRIBED IN CODE SECTION 501(C)(3) AND FOR WHICH CONTRIBUTIONS ARE DEDUCTIBLE UNDER CODE SECTIONS 170(C), 2055(A), AND 2522(A), BUT ARE LIMITED TO CONTRIBUTIONS THAT PRIMARILY BENEFIT THE CITY AND CITIZENRY OF CUMBERLAND, KENTUCKY, AND THE TRI-CITY AREA OF CUMBERLAND, BENHAM, AND LYNCH, KENTUCKY. GRANT RECIPIENTS ARE SELECTED BASED ON MERIT WITH PREFERENCE GIVEN TO GRANTS WHICH ARE SUBJECT TO MATCHING AWARDS. HOWEVER, GRANTS WILL NOT BE MADE TO OR FOR INDIVIDUALS, RELIGIOUS ORGANIZATIONS FOR RELIGIOUS PURPOSES, INTERNATIONAL ORGANIZATIONS WITHOUT A QUALIFIED DOMESTIC 501(C)(3) REPRESENTATIVE, PRIVATE FOUNDATIONS (OTHER THAN OPERATING FOUNDATIONS), ENDOWMENTS OR OTHER DISCRETIONARY FUNDING POOLS, DINNERS, BALLS, OR OTHER TICKETED EVENTS, POLITICAL PURPOSES, LOBBYING ACTIVITIES, AND PURPOSES OUTSIDE THE FOUNDATION'S SPECIFIED FUNDING PRIORITIES.

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

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

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					4,704
4	Dividends and interest from securities. . . .					159,610
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.					
8	Gain or (loss) from sales of assets other than inventory					143,714
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		0	308,028
13	Total. Add line 12, columns (b), (d), and (e).					308,028

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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


- [illegible]

- | | | | |
|----------------------|--|------------|-------|
| 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. | | |
| | ***** | 2019-05-02 | ***** |
| | Signature of officer or trustee | Date | Title |

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

Form **990-PF** (2018)

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
CHARLES D COLE  1010 FINCASTLE ROAD LEXINGTON, KY 40502	PRESIDENT/DIRECTOR 2 00	9,000	0	3,000
ALMA CORNETT 604 SPRING STREET CUMBERLAND, KY 40823				
CHRISTOPHER B HOGUE 105 BILLIPS AVENUE CUMBERLAND, KY 40823	SECRETARY/DIRECTOR 0 00	0	0	3,000
VERA ISON 5680 KENTUCKY HIGHWAY 699 SLEMP, KY 41763				
ROGER M ROPER 1953 WESTMEATH PLACE LEXINGTON, KY 40503	DIRECTOR 0 00	0	0	3,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF BENHAM KENTUCKY (#1) 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND IMPROVEMENTS TO MUNICIPAL TRI-CITY LITTLE LEAGUE FIELDS CONSISTING OF BATTING CAGE WITH WARM-UP AREA AND HANDICAPPED SEATING	20,500
CITY OF BENHAM KENTUCKY (#2) 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND RESURFACING AND PAINTING OF MUNICIPAL TENNIS COURTS	15,000
CITY OF BENHAM KENTUCKY (#3) 230 MAIN STREET BENHAM, KY 40807	N/A	GOV	FUND DEMOLITION AND REMOVAL OF DILAPIDATED BUILDINGS IN EFFORT TO RECLAIM ECONOMICALLY BLIGHTED AREA	20,000
Total ► 3a				309,568

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF CUMBERLAND TOURIST AND CONVENTION COMMISSION 506 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND DECORATIVE LIGHTING FOR HOLIDAY SEASON	10,000
CITY OF CUMBERLAND KENTUCKY (#1) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND RESTORATIONS TO CITY HALL BUILDING	22,445
CITY OF CUMBERLAND KENTUCKY (#2) 402 WEST MAIN STREET CUMBERLAND, KY 40823	N/A	GOV	FUND SEWER PLANT PUMPING EQUIPMENT UPGRADE	25,000
Total ► 3a				309,568

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF LYNCH KENTUCKY (#1) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND TELEMETRY SYSTEM FOR MUNICIPAL WATER STORAGE TANK	9,800
CITY OF LYNCH KENTUCKY (#2) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND CONSTRUCTION OF BATH HOUSE AT PUBLIC CAMPGROUND SUPPORTING HORSE TRAIL	12,000
CITY OF LYNCH KENTUCKY (#3) 6 EAST MAIN STREET LYNCH, KY 40855	N/A	GOV	FUND DEMOLITION AND REMOVAL OF DILAPIDATED BUILDINGS IN EFFORT TO RECLAIM ECONOMICALLY BLIGHTED AREA	20,000
Total ▶ 3a				309,568

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

<div>Recipient</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#1) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND EQUIPMENT, UNIFORMS, SUPPLIES, AND TRAVEL SUPPORT FOR VOLLEYBALL TEAM COMPRISED OF STUDENTS IN GRADES 4-8	15,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#2) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PROFESSIONAL DEVELOPMENT TRAINING FOR THREE PERSON MATH TEAM OPERATING UNDER KENTUCKY DEPARTMENT OF EDUCATION MATH ACHIEVEMENT PROGRAM	9,963
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#3) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND AMERICORPS VOLUNTEER INSTRUCTIONAL ASSISTANTS FOR GRADES 2-6 MATHEMATICS INTERVENTION AND GRADES K-3 LITERACY INTERVENTION FOR THE 2018-2019 SCHOOL YEAR AND THE 2019 SUMMER SESSION	11,675
Total ► 3a				309,568

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#4) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND EQUIPMENT AND SUPPLIES FOR INTRAMURAL BASKETBALL LEAGUE COMPRISED OF STUDENTS IN GRADES K-3	1,389
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#5) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND SUPPLIES AND TEACHING AIDS FOR KINDERGARTEN CLASSROOM	966
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#6) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND PURCHASE OF FOOD ITEMS FOR WEEKEND "BACKPACK" PROGRAM	10,000
Total ► 3a				309,568

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#7) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	PARTIAL FUNDING FOR JUNE 2019 SUMMER CAMP EDUCATIONAL PROGRAM OPERATED BY SCHOOL'S FAMILY RESOURCE YOUTH SERVICE CENTER	5,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#8) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND CHROME BOOKS AND CHARGING STATIONS FOR STUDENTS IN GRADES 5 AND 6	5,000
CUMBERLAND ELEMENTARY SCHOOL HARLAN COUNTY BOARD OF EDUCATION (#9) 322 GOLF COURSE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND "JUNGLE JUNIOR TYPING CLUB" PROGRAM FOR STUDENTS IN GRADES K-2	611
Total			3a	309,568

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HARLAN COUNTY KENTUCKY BOARD OF EDUCATION 251 BALL PARK ROAD HARLAN, KY 40831	N/A	GOV	FUND GRANTEE-AWARDED POST-SECONDARY SCHOLARSHIPS TO "TRI-CITY AREA" STUDENTS THROUGH COOPERATION WITH THE HARLAN COUNTY COMMUNITY SCHOLARSHIP FUND	20,000
HARLAN COUNTY KENTUCKY FISCAL COURT (#1) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND RESTORATIONS AND IMPROVEMENTS TO WALKWAYS AND LANDSCAPING IN AREA OF PORTAL 31 MINE EXHIBIT	15,000
HARLAN COUNTY KENTUCKY FISCAL COURT (#2) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND TRACTOR PURCHASE FOR MUNICIPAL TRI-CITY SLEEPY HOLLOW GOLF COURSE	6,000
Total ► 3a				309,568

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HARLAN COUNTY KENTUCKY FISCAL COURT (#3) 210 EAST CENTRAL STREET HARLAN, KY 40831	N/A	GOV	FUND IMPROVEMENTS TO RESTROOMS AT MUNICIPAL TRI-CITY SLEEPY HOLLOW GOLF COURSE	1,400
HERITAGE MINISTRIES INC (#1) PO BOX 821 LYNCH, KY 40855	N/A	PC	FUND WOODWORKING SHOP EQUIPMENT FOR OCCUPATIONAL TRAINING PURPOSES	7,550
HERITAGE MINISTRIES INC (#2) PO BOX 821 LYNCH, KY 40855	N/A	PC	PARTIAL FUNDING FOR COMMUNITY "EMPTY STOCKING" PROGRAM TO AID ECONOMICALLY DISADVANTAGED PERSONS	5,000
Total ► 3a				309,568

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHEAST KENTUCKY COMMUNITY & TECHNICAL COLLEGE 700 COLLEGE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUND FURNITURE AND EQUIPMENT FOR "LEARNING COMMONS" AREA	19,189
SOUTHEAST KENTUCKY COMMUNITY & TECHNICAL COLLEGE 700 COLLEGE ROAD CUMBERLAND, KY 40823	N/A	GOV	FUNDING SUPPORT FOR STEM DYNAMICS INSTITUTE FOR "TRI-CITY AREA" SOUTHEAST SCHOLARS STUDENTS FROM GRADES 7-12	21,080
Total ► 3a				309,568

TY 2018 Accounting Fees Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND TAX RETURN PREPARATION	23,386	3,388		19,998

TY 2018 Compensation Explanation

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Person Name	Explanation
DIRECTORS AND OFFICERS	THE DIRECTORS AND OFFICERS SERVE ON A VOLUNTARY BASIS HOWEVER, FOR 2018 A STIPEND OF \$750 WAS PAID TO EACH DIRECTOR (OFFICERS OF THE CORPORATION ARE ALSO DIRECTORS) FOR ATTENDANCE AT EACH PERIODIC MEETING TO COVER TRAVEL AND INCIDENTAL EXPENSES RELATING TO THEIR DUTIES AND RESPONSIBILITIES IN ADDITION, COMPENSATION FOR THE PRESIDENT, EXCLUSIVE OF THE PER-MEETING FEES, AMOUNTED TO \$9,000 FOR 2018

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

TY 2018 Depreciation Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC
EIN: 45-3278636

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2012-10-01	2,959	2,959	SL	5 000000000000	0	0		
COMPUTER DESK	2012-12-27	432	310	SL	7 000000000000	62	0		

TY 2018 Explanation of Non-Filing with Attorney General Statement

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Statement:

PURSUANT TO KENTUCKY REVISED STATUTE 367.657, ONLY ORGANIZATIONS SOLICITING CONTRIBUTIONS ARE REQUIRED TO FILE FORM 990 (FORM 990-PF) WITH THE SECRETARY OF STATE. THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION HAS NOT SOLICITED CONTRIBUTIONS IN KENTUCKY OR IN OTHER STATES.

TY 2018 General Explanation Attachment

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	DISREGARDED SINGLE- MEMBER LLC	FORM 990-PF, PART VII-A, LINE 11	THIS FORM 990-PF FOR THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC INCLUDES THE TRANSACTIONS FOR ITS CONTROLLED SINGLE-MEMBER LIMITED LIABILITY COMPANY, THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE GRANT FOUNDATION, LLC (46-4387129), 333 WEST VINE STREET, SUITE 1500, LEXINGTON, KY 40507 THE LIMITED LIABILITY COMPANY WAS ORGANIZED TO HANDLE DAILY OPERATIONS, GRANT-MAKING PROCESSES, AND RELATED ADMINISTRATION, AND THEREBY SEPARATE THESE FUNCTIONS FROM THE INVESTMENT ACTIVITIES PERFORMED BY ITS SOLE MEMBER, THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC ALTHOUGH A SEPARATE ENTITY FROM ITS SOLE MEMBER, THE LIMITED LIABILITY COMPANY IS A DISREGARDED ENTITY PURSUANT TO THE PROVISIONS OF TREASURY REGULATION PARAGRAPHS 301.7701-2(C)(2)(I) AND 301.7701-3(B)(1)(II) UNDER THE INTERNAL REVENUE CODE OF 1986 ACCORDINGLY, THE SINGLE-MEMBER LIMITED LIABILITY COMPANY IS NOT AN EXCESS BUSINESS HOLDING FURTHER, TRANSFERS TO OR FROM THIS DISREGARDED ENTITY ARE NOT REPORTABLE

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	ELECTION TO AMORTIZE BOND PREMIUMS	FORM 990-PF, PART I, LINE 4	THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC , AS SUCCESSOR TO THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION IN A COMPLETE TRANSFER OF ASSETS EFFECTED IN CALENDAR YEAR 2014 PURSUANT TO INTERNAL REVENUE CODE SECTION 507(B)(2), RELATED TREASURY REGULATIONS 1 507-3(C)(1) AND 1 507-4(B), AND REVENUE RULING 2002-28, CONTINUES TO AMORTIZE BOND PREMIUMS PURSUANT TO ELECTION UNDER INTERNAL REVENUE CODE SECTION 171(C) AND RELATED TREASURY REGULATION 1 171-4(A) INITIALLY MADE FOR THE 2013 CALENDAR YEAR BY THE ROBERT E FRAZIER TRI-CITY AREA CHARITABLE TRUST FOUNDATION

General Explanation Attachment

Identifier	Return Reference	Explanation	
3	ELECTION TO ACCRUE BOND MARKET DISCOUNT	FORM 990-PF, PART I, LINE 4	PURSUANT TO INTERNAL REVENUE CODE SECTION 1278(B) AND THE AUTOMATIC CONSENT PROCEDURE OUTLINED IN REVENUE PROCEDURE 92-67, THE ROBERT E. FRAZIER TRI-CITY AREA CHARITABLE FOUNDATION, INC. ELECTED, EFFECTIVE FOR THE 2017 CALENDAR YEAR, TO INCLUDE ACCRUED MARKET DISCOUNT IN GROSS INCOME USING THE CONSTANT INTEREST RATE METHOD. ACCORDINGLY, THIS ELECTION APPLIES TO ALL MARKET DISCOUNT BONDS, REGARDLESS OF ISSUE DATE, ACQUIRED ON OR AFTER THE FIRST DAY OF THE 2017 TAX YEAR.

TY 2018 Investments Corporate Bonds Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF NEW YORK MELLON CORP 2.6% DTD 2/7/17	97,281	98,230
COCA-COLA CO 2.5% DTD 3/5/13	146,243	146,400
INTEL CORP 3.3% DTD 9/19/11	153,207	151,589
NATIONAL RURAL UTILITIES COOP 2.3% DTD 8/30/17	95,154	96,926
ORACLE CORP 2.375% DTD 7/16/13	125,245	124,970
PACCAR FINANCIAL CORP 2.3% DTD 8/10/17	100,451	96,660
PEPSICO INC 1.35% DTD 10/6/16	149,324	148,208
SHELL INTERNATIONAL FINANCE 1.75% DTD 9/12/16	148,555	144,946
SIMON PROPERTY 2.625% DTD 6/1/17	48,548	48,635
TOYOTA MOTOR CREDIT CORP 2.25% DTD 10/18/16	141,913	142,026
UNITED PARCEL SERVICE 2.45% DTD 9/27/12	97,073	97,904
US BANCORP 4.125% DTD 5/24/11	104,912	102,306
VISA INC 2.2% DTD 12/14/15	150,657	148,371
WELLS FARGO & CO 2.15% DTD 10/28/13	100,005	99,971

TY 2018 Investments Corporate Stock Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA

CHARITABLE FOUNDATION INC

EIN: 45-3278636

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,500 SHARES BANCO BILBAO VIZCAY SP ADR	10,454	7,935
1,775 SHARES MITSUBISHI UFJ FINANCIAL GROUP INC	11,659	8,644
100 SHARES AMERPRISE FINANCIAL INC	13,263	10,437
100 SHARES ANSYS INC	12,617	14,294
100 SHARES CULLEN/FROST BANKERS INC	9,587	8,794
100 SHARES PPG INDUSTRIES INC	10,097	10,223
100 SHARES RED HAT INC	8,225	17,564
106 SHARES AMGEN INC	19,577	20,635
114 SHARES INTUIT INC	15,424	22,441
125 SHARES BOK FINANCIAL CORP	10,494	9,166
125 SHARES HOME DEPOT INC	18,337	21,478
126 SHARES APTIV PLC	8,212	7,758
140 SHARES BRISTOL-MYERS SQUIBB CO COMMON	9,707	7,277
144 SHARES VERISK ANALYTICS INC	13,012	15,702
150 SHARES JPMORGAN CHASE & CO	13,461	14,643
175 SHARES ADOBE SYSTEM INC	21,111	39,592
175 SHARES PHILLIPS 66	13,668	15,076
177 SHARES HCA HOLDINGS INC	12,410	22,028
18 SHARES ALPHABET INC CLASS C	12,535	18,641
180 SHARES NOVARTIS A G ADR	13,922	15,446
185 SHARES NXP SEMICONDUCTORS N V	14,575	13,557
187 SHARES ECOLAB INC	24,182	27,554
19 SHARES ALASKA AIR GROUP	1,155	1,156
200 SHARES ABBVIE INC	12,692	18,438
200 SHARES MEDTRONIC PLC	16,305	18,192
200 SHARES MICROCHIP TECHNOLOGY INC	14,890	14,384
200 SHARES OSHKOSH TRUCK CLASS B	14,107	12,262
215 SHARES NATIONAL FUEL GAS CO	12,734	11,004
220 SHARES RYMAN HOSPITALITY PROPERTIES INC	13,939	14,672
228 SHARES WALGREENS BOOTS ALLIANCE INC	19,614	15,579

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
232 SHARES PAYPAL HOLDINGS INC	13,290	19,509
248 SHARES GILEAD SCIENCES INC	24,571	15,512
275 SHARES MONDELEZ INTL INC	12,626	11,008
295 SHARES MICROSOFT CORP	14,348	29,963
300 SHARES UNILEVER N V	16,701	16,140
304 SHARES AKAMAI TECHNOLOGIES COMMON	18,700	18,568
312 SHARES CERNER CORP	19,159	16,361
325 SHARES ACADIA HEALTHCARE CO INC	15,030	8,356
325 SHARES LIVE NATION	11,339	16,006
351 SHARES COMCAST CORP	10,462	11,952
354 SHARES EAST WEST BANCORP INC	24,449	15,410
365 SHARES ACTIVISION BLIZZARD INC COMMON	24,200	16,998
374 SHARES CISCO SYSTEMS INC	13,746	16,205
390 SHARES CBRE GROUP INC COMMON	15,640	15,616
399 SHARES THE COCA-COLA CO	18,206	18,893
42 SHARES DELPHI TECHNOLOGIES PLC	1,670	601
425 SHARES DANAHER CORP	39,381	43,826
50 SHARES PIONEER NATIONAL RESOURCE	9,755	6,576
509 SHARES CAPITAL ONE FINANCIAL CORP	46,157	38,475
525 SHARES THE KROGER COMPANY	11,765	14,437
538 SHARES SONY CORP	24,982	25,975
588 SHARES NORWEGIAN CRUISE LINE HLDGS INC	29,441	24,925
599 SHARES CBS CORP CLASS B	31,340	26,188
627 SHARES HOLOGIC INC	24,353	25,770
643 SHARES JOHNSON CONTROLS INTL PLC	24,363	19,065
695 SHARES LENNAR CORP	32,064	27,209
7,430 SHARES BB&T CORP	274,575	321,868
75 SHARES CHUBB LTD	10,312	9,689
75 SHARES GENERAL DYNAMICS	14,389	11,791
75 SHARES MARTIN MARIETTA MATERIALS	15,951	12,890

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
768 SHARES HALLIBURTON COMPANY	32,892	20,413
80 SHARES CHECKPOINT SOFTWARE TECHNOLOGY	6,785	8,212
84 SHARES SUN COMMUNITIES INC	9,043	8,544
865 SHARES DISCOVERY INC C COMMON	22,925	19,964
89 SHARES EQUITY LIFESTYLES PROPERTIES	9,046	8,644
89 SHARES UNITEDHEALTH GROUP INC	10,581	22,172
893 SHARES BANK OF AMERICA CORP	22,645	22,004
99 SHARES PARKER HANNIFIN CORP	15,815	14,765

TY 2018 Investments Government Obligations Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

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

400,469

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

397,558

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

378,672

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

373,095

TY 2018 Investments - Other Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1,026.251 SHARES METROPOLITAN WEST TOTAL RETURN BOND FUND PLAN	AT COST	10,528	10,037
1,277.190 SHARES DOUBLELINE TOTAL RETURN BOND FD	AT COST	13,996	13,308
1,629 ISHARES RUSSELL MIDCAP GROWTH FUND	AT COST	178,409	185,234
1,975 SHARES VANGUARD REIT VIPERS	AT COST	149,625	147,276
2,098.272 SHARES CARILLON EAGLE SMALL CAP GROWTH FD #131	AT COST	120,040	94,128
2,144.449 SHARES STERLING CAPITAL TOTAL RETURN BOND FD	AT COST	22,753	21,917
2,434 ISHARES RUSSELL MIDCAP VALUE FD	AT COST	168,602	185,836
3,971.695 SHARES OPPENHEIMER DEVELOPING MARKETS FD	AT COST	139,544	149,256
5,968.961 SHARES CLEARBRIDGE MID CAP FD	AT COST	221,995	185,754
6,779 ISHARES MSCI EAFE VALUE INDEX FD	AT COST	343,498	306,546
653.605 SHARES PIMCO INTERNATIONAL BOND (US DOLLAR HEDGED) FD #103	AT COST	7,143	6,954
7,063 ISHARES DJ SELECT DIVIDEND INDEX FD	AT COST	656,886	630,797
7,473.695 SHARES GOLDMAN SACHS INTL SMALL CAP INSIGHTS FD	AT COST	92,303	76,082
891.333 SHARES NEUBERGER BERMAN STRATEGIC INCOME FD	AT COST	9,805	9,314
9,271.405 SHARES LAZARD EMERGING MARKETS PORTFOLIO #638	AT COST	148,586	148,899
9,781.38 SHARES INVESCO INTERNATIONAL GROWTH FD	AT COST	329,973	274,074
919 ISHARES S&P SMALLCAP 600 BARRA VALUE FD	AT COST	116,021	121,170

**TY 2018 Land, Etc.
Schedule**

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,959	2,959	0	0
COMPUTER DESK	432	372	60	60

TY 2018 Other Assets Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED REGULATED INVESTMENT COMPANY INCOME	288	27,968	27,968
UNREALIZED PURCHASED BOND INTEREST	420	1,459	1,459

TY 2018 Other Expenses Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE ASSISTANCE	1,372	0		1,372
OFFICE SUPPLIES AND EXPENSES	202	0		202
GRANT AWARD RECEPTION EXPENSE	206	0		206
TELECOMMUNICATIONS	339	0		339
INSURANCE	3,267	0		3,267
INTERNET WEBSITE MAINTENANCE	993	0		993
ADR FEES	47	47		0
MISCELLANEOUS EXPENSES	30	0		30

TY 2018 Other Liabilities Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Description	Beginning of Year - Book Value	End of Year - Book Value
STATE INCOME TAX WITHHELD FROM WAGES	87	151

TY 2018 Other Professional Fees Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BB&T - INVESTMENT MANAGEMENT FEES	26,974	25,674		0

TY 2018 Taxes Schedule

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	393	393		0
PAYROLL TAXES	1,102	0		1,102
EXCISE TAX ON INVESTMENT INCOME (2017 BALANCE)	1,447	0		0
EXCISE TAX ON INVESTMENT INCOME (2018 ESTIMATED TAX)	2,400	0		0

TY 2018 TransfersFrmControlledEntities

Name: THE ROBERT E FRAZIER TRI-CITY AREA
CHARITABLE FOUNDATION INC

EIN: 45-3278636

Name	US / Foreign Address	EIN	Description	Amount
THE ROBERT E FRAZIER TRI- CITY AREA CHARITABLE GRANT FOUNDATION LLC	333 WEST VINE STREET SUITE 1500 LEXINGTON, KY 40507	46-4387129	NOT APPLICABLE BECAUSE CONTROLLED ORGANIZATION IS A DISREGARDED SINGLE-MEMBER LLC	0
Total				0