

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE LEWIS AND GLADYS BASS FAMILY CHARITABLE FOUNDATION		A Employer identification number 82-2641868	
Number and street (or P.O. box number if mail is not delivered to street address) 5100 US HIGHWAY 42 NO 1132		Room/suite	B Telephone number (see instructions) (502) 426-1132
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40241		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ▶ \$ 1,658,804		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

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	541	541		
	4 Dividends and interest from securities	31,213	31,213		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	173,606			
	b Gross sales price for all assets on line 6a _____				
	611,948				
	7 Capital gain net income (from Part IV, line 2)		173,606		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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	205,360	205,360		
	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)	983	983		0
	b Accounting fees (attach schedule)	3,940	3,940		0
	c Other professional fees (attach schedule)	15,029	15,029		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	23,017	23,017		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	42,969	42,969		0
	25 Contributions, gifts, grants paid	263,100			263,100
	26 Total expenses and disbursements. Add lines 24 and 25	306,069	42,969		263,100
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-100,709			
	b Net investment income (if negative, enter -0-)		162,391		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	61,776	28,385	28,385
	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)			
	b	Investments—corporate stock (attach schedule)	699,572	627,253	1,367,111
	c	Investments—corporate bonds (attach schedule)	280,029	285,030	263,308
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,041,377	940,668	1,658,804	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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	1,041,377	1,041,377	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	-100,709	
30	Total net assets or fund balances (see instructions)	1,041,377	940,668		
31	Total liabilities and net assets/fund balances (see instructions) .	1,041,377	940,668		

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	1,041,377
2	Enter amount from Part I, line 27a	2	-100,709
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	940,668
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	940,668

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	173,606
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	105,500	1,863,262	0 056621
2016			
2015			
2014			
2013			

2 Total of line 1, column (d) { }	2	0 056621
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 056621
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 { }	4	1,758,158
5 Multiply line 4 by line 3 { }	5	99,549
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	1,624
7 Add lines 5 and 6 { }	7	101,173
8 Enter qualifying distributions from Part XII, line 4 { }	8	263,100

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	1,624
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	1,624
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	1,624
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	0
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	0
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	67
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	1,691
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). <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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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) ▶ FL _____		
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	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. <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	Yes

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? Website address ► <u>BASSLEWIS@BELLSOUTH.NET</u>	13	Yes	
14	The books are in care of ► <u>LEWIS BASS</u> Telephone no ► <u>(502) 426-1132</u>			

Located at ► 5100 US HIGHWAY 42 APT 1132 LOUISVILLE KYZIP+4 ► 40241

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	Yes	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)		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		
	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		
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No	
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? 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?	☐ 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 ►	

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	1,774,588
b	Average of monthly cash balances.	1b	10,344
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,784,932
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	1,784,932
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	26,774
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,758,158
6	Minimum investment return. Enter 5% of line 5.	6	87,908

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	87,908
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	1,624
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,624
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	86,284
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	86,284
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	86,284

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	263,100
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	263,100
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	1,624
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	261,476

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				86,284
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
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.				91,396
f Total of lines 3a through e.	91,396			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 263,100				
a Applied to 2017, but not more than line 2a			0	
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.				86,284
e Remaining amount distributed out of corpus	176,816			
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	268,212			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	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	268,212			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				91,396
e Excess from 2018.				176,816

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))
LEWIS S BASS

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
LEWIS BASS
5100 US HIGHWAY 42 APARTMENT 1132
LOUISVILLE, KY 40241
(502) 589-4215
BASSLEWIS@BELLSOUTH.NET

b The form in which applications should be submitted and information and materials they should include
PURPOSE OF THE GRANT REQUEST AND VERIFICATION OF QUALIFIED PUBLIC CHARITY

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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	
Enter gross amounts unless otherwise indicated				
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	541	
4 Dividends and interest from securities. . . .		14	31,213	
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				173,606
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		31,754	173,606
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)		13		205,360

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

[illegible]

Part XVII

Yes	No
-----	----

--	--

1a(1)	No
--------------	-----------

1a(2)	No
--------------	-----------

--	--

1b(1)	No
--------------	-----------

1b(2)	No
--------------	-----------

1b(3)	No
--------------	-----------

1b(4)	No
--------------	-----------

1b(5)	No
--------------	-----------

1b(6)	No
--------------	-----------

1c		No
-----------	--	-----------

value
e

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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.

***** 2019-02-25 ***** May the IRS discuss this return with the preparer shown below

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	HELEN COHEN CPA		2019-02-25		
	Firm's name ► BLUE & CO LLC				Firm's EIN ► 35-1178661

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	HELEN COHEN CPA		2019-02-25		P00074258
	Firm's name ► BLUE & CO LLC				Firm's EIN ► 35-1178661
	Firm's address ► 2650 EASTPOINT PKWY SUITE 300 LOUISVILLE, KY 40223				Phone no (502) 992-3500

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)
1 725 SHS HUMANA		1980-01-01	
1 800 SHS VANGUARD FTSE EMERGING MARKETS ETF		2017-09-28	2018-10-12
850 SHS ENBRIDGE INC F		2017-09-26	2018-03-01
250 SHS CELGENE CORP		2017-10-05	2018-03-02
450 SHS WALGREENS BOOTS		2017-09-21	2018-03-02
650 SHS VERIZON COMMUNICATIONS		2018-01-23	2018-03-02
630 SHS UNILEVER PLC F SPONSORED ADR		2017-11-02	2018-03-02
400 SHS WESTERN DIGITAL CORP		2017-09-21	2018-09-17
195108 SHS SCH TREAS OBLIGATION MMF INVESTOR SHARES			

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
218,647		109	218,538
30,966		34,479	-3,513
27,092		34,838	-7,746
21,927		34,867	-12,940
31,413		35,042	-3,629
31,307		34,641	-3,334
32,465		35,033	-2,568
23,023		34,225	-11,202
195,108		195,108	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			218,538
			-3,513
			-7,746
			-12,940
			-3,629
			-3,334
			-2,568
			-11,202
			0

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
LEWIS S BASS	PRESIDENT/DIRECTOR 5 00	0	0	0
5100 US HIGHWAY 42 APT 1132 LOUISVILLE, KY 40241				
GLADYS BASS	VICE PRESIDENT/DIRECTOR 5 00	0	0	0
5100 US HIGHWAY 42 APT 1132 LOUISVILLE, FL 40241				
STEVEN BASS	SECRETARY/TREASURER/DIRECT 1 00	0	0	0
3226 BOXHILL LANE LOUISVILLE, KY 40222				
NED BASS	VICE PRESIDENT/DIRECTOR 1 00	0	0	0
2305 TAYLORSVILLE ROAD LOUISVILLE, KY 40205				
MITCHELL BASS	VICE PRESIDENT/DIRECTOR 1 00	0	0	0
6413 NW 105 TERRACE PARKLAND, FL 33076				

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>				
ADATH JESHURUN CONGREGATION 2401 WOODBOURNE AVENUE LOUISVILLE, KY 40205	NONE	QUALIFIED CHARITY	SUPPORT RELIGIOUS ORGANIZATION	11,000
AMERICAN CANCER SOCIETY 1640 LYNDON FARM CT SUITE 104 LOUISVILLE, KY 40223	NONE	QUALIFIED CHARITY	ASSIST WITH PATIENT SERVICES AND PROVIDE CANCER INFORMATION	1,000
AMERICAN ISRAEL EDUCATION FOUNDATION 110 E BROWARD BLVD FT LAUDERDALE, FL 33301	NONE	QUALIFIED CHARITY	ASSIST WITH EDUCATIONAL EXPENSES	10,000
Total ▶ 3a				263,100

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>				
ANTI-DEFAMATION LEAGUE 120 LASALLE ST CHICAGO, IL 60603	NONE	QUALIFIED CHARITY	FIGHT ALL FORMS OF BIGOTRY, DEFEND CIVIL RIGHTS FOR ALL	1,000
BOTANICAL GARDENP O BOX 5056 LOUISVILLE, KY 40255	NONE	QUALIFIED CHARITY	CREATE A BOTANICAL GARDEN TO ENGAGE, ENLIGHTEN AND INSPIRE ABOUT PLANTS AND NATURE	1,000
BROWARD HEALTH FOUNDATION 1201 S ANDREWS AVE 2ND FLOOR FT LAUDERDALE, FL 33316	NONE	QUALIFIED CHARITY	IMPROVE THE HEALTH OF MEMBERS OF THE COMMUNITY	1,000
Total ► 3a				263,100

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>				
CASA - COURT APPOINTED SPECIAL ADVOCATES 982 EASTERN PARKWAY LOUISVILLE, KY 40202	NONE	QUALIFIED CHARITY	AGENCY DEDICATED TO PREVENTING AND ELIMINATING FURTHER TRAUMA TO CHILDREN	2,000
CHABAD OF VENICE & N PORT 21560 ANGELA LANE VENICE, FL 34293	NONE	QUALIFIED CHARITY	JEWISH ORGANIZATION TO IMPROVE THE WORLD THROUGH EDUCATION	15,000
DENNY CRUM SCHOLARSHIP FUND 2323 S BROOK STREET LOUISVILLE, KY 40292	NONE	QUALIFIED CHARITY	PROVIDES SCHOLARSHIPS TO LOCAL HIGH SCHOOL STUDENTS	1,000
Total ▶ 3a				263,100

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>				
DOCTORS WITHOUT BORDERS P O BOX 5030 HAGERSTOWN, MD 21741	NONE	QUALIFIED CHARITY	PROVIDE LIFESAVING MEDICAL HUMANITARIAN CARE THROUGHOUT THE WORLD	1,000
GILDA'S CLUB633 BAXTER AVENUE LOUISVILLE, KY 40204	NONE	QUALIFIED CHARITY	PROVIDE SUPPORT FOR CANCER VICTIMS AND THEIR FAMILIES	85,000
HOME OF THE INNOCENTS 522 E GRAY STREET LOUISVILLE, KY 40202	NONE	QUALIFIED CHARITY	PROVIDES CARE TO CHILDREN WHO NEED A SAFE ENVIRONMENT, AND MEDICAL SERVICES AND THERAPY TO CHILDREN WITH LONG TERM CARE NEEDS	1,000
Total ▶ 3a				263,100

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>				
ISRAEL TENNIS CENTER FOUNDATION 57 W 38TH ST SUITE 605 NEW YORK, NY 10018	NONE	QUALIFIED CHARITY	CHILDREN'S SOCIAL SERVICE AGENCY	2,500
JEWISH FAMILY & CAREER SERVICES 2821 KLEMPNER WAY LOUISVILLE, KY 40205	NONE	QUALIFIED CHARITY	ASSIST CLIENTS FROM ALL PARTS OF THE SOCIO-ECONOMIC SPECTRUM WITH CAREER AND FAMILY SERVICES	2,100
JEWISH FEDERATION OF PALM BEACH 1 HARVARD CIRCLE SUITE 100 WEST PALM BEACH, FL 33409	NONE	QUALIFIED CHARITY	SUPPORT SERVICES FOR JEWISH COMMUNITY	1,000
Total ▶ 3a				263,100

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 Paid during the year				
KOSAIR CHARITIES 982 EASTERN PARKWAY LOUISVILLE, KY 40233	NONE	QUALIFIED CHARITY	PROVIDE ASSISTANCE TO FAMILIES WITH MEDICAL ISSUES	2,000
KY TO THE WORLDPO BOX 6251 LOUISVILLE, KY 40206	NONE	QUALIFIED CHARITY	CHANGE PERCEPTIONS OF THE STATE AND ITS PEOPLE AND PROMOTE A POSITIVE NARRATIVE ABOUT KENTUCKY	4,000
LBGT CENTER - U OF L 215 CENTRAL AVENUE LOUISVILLE, KY 40208	NONE	QUALIFIED CHARITY	SUPPORT OF LBGT ACTIVITIES	25,000
Total ▶ 3a				263,100

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>				
LOUISVILLE METRO POLICE FOUNDATION 982 EASTERN PARKWAY LOUISVILLE, KY 40217	NONE	QUALIFIED CHARITY	IMPROVING THE COMMUNITY AND MAKING OUR CITY A SAFER PLACE TO LIVE, WORK AND VISIT	8,500
LOUISVILLE ORCHESTRA 323 W BROADWAY SUITE 700 LOUISVILLE, KY 40202	NONE	QUALIFIED CHARITY	PROMOTES A CULTURE OF MUSIC THROUGH PERFORMANCES AND EDUCATION	5,000
MARYHURST1015 DORSEY LANE LOUISVILLE, KY 40223	NONE	QUALIFIED CHARITY	COUNSELING AND RESIDENTIAL SERVICES FOR GIRLS SUFFERING FROM NEGLECT AND ABUSE	10,000
Total ▶ 3a				263,100

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>				
OPERATION SMILE 3641 FACULTY BOULEVARD VIRGINIA BEACH, VA 23453	NONE	QUALIFIED CHARITY	NONPROFIT MEDICAL SERVICE ORGANIZATION	2,000
SCHOLAR HOUSE 403 REG SMITH CIRCLE LOUISVILLE, KY 40208	NONE	QUALIFIED CHARITY	END CYCLE OF POVERTY BY EMPOWERING YOUTH TO SUCCEED IN EDUCATION	20,000
SHERIFF OF BOONE CO WV (CHRISTMAS FUND) 206 COURT STREET SUITE 200 MADISON, WV 25130	NONE	QUALIFIED CHARITY	SUPPORT FOR CHRISTMAS FUND FOR LOW INCOME FAMILIES	2,000
Total ▶ 3a				263,100

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>				
ST JUDE CHILDREN RESEARCH 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	QUALIFIED CHARITY	PROVIDE MEDICAL CARE TO CHILDREN	2,000
THE TEMPLE ADATH ISRAEL 5101 US HIGHWAY 42 LOUISVILLE, KY 40241	NONE	QUALIFIED CHARITY	SUPPORT OF RELIGIOUS ORGANIZATION	12,000
UNIVERSITY OF LOUISVILLE 215 CENTRAL AVENUE LOUISVILLE, KY 40208	NONE	QUALIFIED CHARITY	PROVIDE FINANCIAL ASSISTANCE TO ATHLETIC PROGRAMS AT THE UNIVERSITY	33,000
Total ► 3a				263,100

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>				
WEST END SCHOOL3628 VIRGINIA AVE LOUISVILLE, KY 40211	NONE	QUALIFIED CHARITY	EDUCATIONAL OPPORTUNITIES FOR "AT RISK" BOYS	2,000
Total ▶ 3a				263,100

TY 2018 Accounting Fees Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	3,940	3,940		0

TY 2018 Investments Corporate Bonds Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	285,030	263,308

TY 2018 Investments Corporate Stock Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES	627,253	1,367,111

TY 2018 Legal Fees Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	983	983		0

TY 2018 Other Professional Fees Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	15,022	15,022		0
ADR FEES	7	7		0

**TY 2018 Substantial Contributors
Schedule**

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Name	Address
LEWIS AND GLADYS BASS	5100 US HIGHWAY 42 APARTMENT 1132 LOUISVILLE, KY 40241

TY 2018 Taxes Schedule

Name: THE LEWIS AND GLADYS BASS FAMILY
CHARITABLE FOUNDATION

EIN: 82-2641868

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	111	111		0
EXCISE TAX ON 2017 990-PF	22,906	22,906		0