

Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0047

**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning **JUL 1, 2019**, and ending **JUN 30, 2020**Name of foundation  
**THE WILLIAM H. AND PATRICIA M. SMITH  
FOUNDATION**

A Employer identification number

**38-3213042**

Number and street (or P.O. box number if mail is not delivered to street address)

**8807 JUNIPER SPRINGS PLACE**

Room/suite

B Telephone number

**248.474.0497**

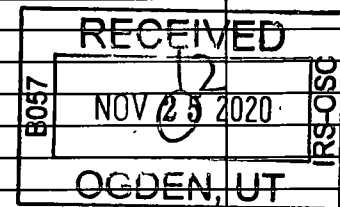
City or town, state or province, country, and ZIP or foreign postal code

**LOUISVILLE, KY 40242**C If exemption application is pending, check here ☐G Check all that apply:  
☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☒ Address change ☐ Name changeD 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 foundationE 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)**\$ 5,834,333.**J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐

(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).)(a) Revenue and  
expenses per books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable purposes  
(cash basis only)

		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	841.	841.		STATEMENT 2
	4 Dividends and interest from securities	114,025.	114,025.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	953,351.			STATEMENT 1
	b Gross sales price for all assets on line 6a	3,568,426.			
	7 Capital gain net income (from Part IV, line 2)		959,096.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	1,068,217.	1,073,962.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	566.	0.		0.
	b Accounting fees STMT 5	4,050.	0.		0.
	c Other professional fees STMT 6	52,795.	52,795.		0.
	17 Interest				
	18 Taxes STMT 7	13,481.	1,118.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	150.	0.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	71,042.	53,913.		0.
	25 Contributions, gifts, grants paid	274,500.			274,500.
26 Total expenses and disbursements Add lines 24 and 25	345,542.	53,913.		274,500.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	722,675.				
b Net investment income (if negative, enter -0-)		1,020,049.			
c Adjusted net income (if negative, enter -0-)			N/A		



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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	267,344.	146,446.	146,446.
	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			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	12,363.		
	10a	Investments - U.S. and state government obligations <b>STMT 9</b>	345,586.	149,883.	149,855.
	b	Investments - corporate stock <b>STMT 10</b>	1,251,971.	2,287,856.	3,482,491.
	c	Investments - corporate bonds			
	<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶			
12		Investments - mortgage loans			
13		Investments - other <b>STMT 11</b>	1,911,999.	1,927,753.	2,055,541.
14		Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
15		Other assets (describe ▶)			
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,789,263.	4,511,938.	5,834,333.
17		Accounts payable and accrued expenses			
18		Grants payable			
<b>Net Assets or Fund Balances</b>	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
24	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
25	Net assets without donor restrictions				
26	Net assets with donor restrictions				
27	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>				
28	Capital stock, trust principal, or current funds	0.	0.		
29	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
30	Retained earnings, accumulated income, endowment, or other funds	3,789,263.	4,511,938.		
31	<b>Total net assets or fund balances</b>	3,789,263.	4,511,938.		
32	<b>Total liabilities and net assets/fund balances</b>	3,789,263.	4,511,938.		

**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 29 (must agree with end-of-year figure reported on prior year's return)	1	3,789,263.
2	Enter amount from Part I, line 27a	2	722,675.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,511,938.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 29	6	4,511,938.

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

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES - ML #97734</b>			
<b>b PUBLICLY TRADED SECURITIES - ML #06X00</b>			
<b>c PUBLICLY TRADED SECURITIES - ML #02234</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
<b>a 1,288,566.</b>		<b>1,243,692.</b>	<b>44,874.</b>
<b>b 354,859.</b>		<b>350,667.</b>	<b>4,192.</b>
<b>c 1,925,001.</b>		<b>1,014,971.</b>	<b>910,030.</b>
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			<b>44,874.</b>
<b>b</b>			<b>4,192.</b>
<b>c</b>			<b>910,030.</b>
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	<b>959,096.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	<b>3</b>	<b>N/A</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	122,923.	5,492,428.	.022380
2017	100,000.	4,598,782.	.021745
2016	77,000.	3,147,905.	.024461
2015	39,000.	2,657,427.	.014676
2014	26,000.	2,700,133.	.009629

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.092891</b>
<b>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</b>	<b>3</b>	<b>.018578</b>
<b>4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5</b>	<b>4</b>	<b>5,664,102.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>105,228.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>10,200.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>115,428.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>274,500.</b>

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.

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**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
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

- a 2019 estimated tax payments and 2018 overpayment credited to 2019
- b Exempt foreign organizations - tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld

6a	5,393.
6b	0.
6c	0.
6d	0.

- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ☒ **Refunded** ☐

1	10,200.
2	0.
3	10,200.
4	0.
5	10,200.
7	5,393.
8	0.
9	4,807.
10	
11	

**Part VII-A Statements Regarding Activities**

- 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?
- b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.
- 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities.
- 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- b If "Yes," has it filed a tax return on Form 990-T for this year?
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by *General Instruction T*
- 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?
- 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

N/A

- 8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☒ MI

- b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation
- 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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		<b>X</b>
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		<b>X</b>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <b>N/A</b>	<b>X</b>	
14 The books are in care of ▶ <b>WILLIAM H. SMITH</b> Telephone no. ▶ <b>248.474.0497</b> Located at ▶ <b>225 THE CROSSROADS BLVD #230, CARMEL, CA</b> ZIP+4 ▶ <b>93923-8674</b>		
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 ▶ <b>15</b> <b>N/A</b>		
16 At any time during calendar year 2019, 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 ▶		<b>X</b>

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Organizations relying on a current notice regarding disaster assistance, check here ▶ <b>N/A</b>	<b>1b</b>	
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 2019?	<b>1c</b>	<b>X</b>
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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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.) <b>N/A</b> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶	<b>2b</b>	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) <b>N/A</b>	<b>3b</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2019?	<b>4a</b>	<b>X</b>
	<b>4b</b>	<b>X</b>

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**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  
 Organizations relying on a current notice regarding disaster assistance, check here

N/A  
☒

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation.

(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
WILLIAM H. SMITH 225 THE CROSSROADS BLVD #230 CARMEL, CA 93923	PRES / TRUSTEE 1.00	0.	0.	0.
SCOTT D. SMITH 1953 W. EVERGREEN CHICAGO, IL 60622	TRUSTEE 1.00	0.	0.	0.
WENDY A. KUBITSKEY 8807 JUNIPER SPRINGS PLACE LOUISVILLE, KY 40242	SEC / TREAS 1.00	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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

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

**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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**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	5,555,421.
b	Average of monthly cash balances	1b	194,936.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	5,750,357.
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	5,750,357.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	86,255.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,664,102.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	283,205.

**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	283,205.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	10,200.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,200.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	273,005.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	273,005.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	273,005.

**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	274,500.
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	Surtability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	274,500.
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	5	10,200.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	264,300.

**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.

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

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				273,005.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			272,135.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 274,500.				
a Applied to 2018, but not more than line 2a			272,135.	
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 2019 distributable amount				2,365.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (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:	0.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				270,640.
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 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				



**THE WILLIAM H. AND PATRICIA M. SMITH  
FOUNDATION**

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**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
<b>a Paid during the year</b>				
CORNERSTONE SCHOOLS 306 E. FOURTH ST ROYAL OAK, MI 48067	NONE	PC	PROVIDE YOUNG PEOPLE WITH AN EXCELLENT EDUCATION AND HELP THEM PREPARE FOR CAREER AND COLLEGE	20,000.
DETROIT PUBLIC TELEVISION 1 CLOVER CT WIXOM, MI 48393	NONE	PC	PRODUCES LOCAL PROGRAMS THAT SHOWCASE ARTS, CULTURE, NEWS AND ANALYSIS; AND EDUCATIONAL OUTREACH	10,000.
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVE DETROIT, MI 48201	NONE	PC	EMBRACE AND INSPIRE INDIVIDUALS, FAMILIES AND COMMUNITIES THROUGH UNSURPASSED MUSICAL EXPERIENCES	10,000.
GLOBAL ARTS CORPORATION 405 N AVENUE 53 LOS ANGELES, CA 90042	NONE	PC	PROVIDE EXCEPTIONAL MUSIC CLASSES FOR YOUTH AND CONTINUAL PROFESSIONAL DEVELOPMENT FOR	100,000.
HIDDEN VALLEY MUSIC PO BOX 116 CARMEL VALLEY, CA 93924	NONE	PC	PROVIDE ARTS-RELATED EDUCATIONAL PROGRAMS FOR STUDENTS OF ALL AGES	10,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>274,500.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

Form **990-PF** (2019)

**THE WILLIAM H. AND PATRICIA M. SMITH  
FOUNDATION**

38-3213042

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MI ASSOCIATION FOR INFANT MENTAL HEALTH 13101 ALLEN ROAD SOUTHGATE, MI 48195	NONE	PC	PROMOTE AND SUPPORT NUTURING RELATIONSHIPS FOR ALL INFANTS, TODDLERS, YOUNG CHILDREN AND THEIR	10,000.
MI OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226	NONE	PC	SUPPORTS ARTISTIC AND COMMUNITY EFFORTS, PROMOTE OPREA AND DANCE	30,000.
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940	NONE	PC	INSPIRING YOUNG AND OLD WITH THE BEAUTY AND WONDER OF THE OCEAN	2,500.
MONTEREY SYMPHONY 2560 GARDEN ROAD, SUITE 101 MONTEREY, CA 93940	NONE	PC	ENGAGE, EDUCATE, AND EXCITE OUR COMMUNITY THROUGH THE PERFORMANCE AND CONTINUAL DISCOVERY OF	30,000.
MOSAIC YOUTH THEATER 2251 ANTIETAM AVENUE DETROIT, MI 48207	NONE	PC	PROVIDES TRAINING, MENTORING AND OPPORTUNITY TO SOUTHEAST MI ACTORS, SINGERS AND STAGE	10,000.
PANETTA INSTITUTE FOR PUBLIC POLICY 100 CAMPUS CENTER BLDG 86E SEASIDE, CA 93955	NONE	PC	HELP COMMUNITIES AND COUNTRY ATTRACT THOUGHTFUL YOUNG PEOPLE TO LIVES OF PUBLIC SERVICE	2,000.
RANCHO CIELO INC PO BOX 6948 SALINAS, CA 93912	NONE	PC	PROVIDE SAFE CAMPUS TO DELIVER PROGRAMS AND SERVICES THAT INSPIRE AT-RISK YOUTH TO LEARN NEW SKILLS, GAIN	10,000.
THE CARMEL FOUNDATION P.O. BOX 1050 CARMEL, CA 93921	NONE	PC	PROVIDES A VARIETY OF ACTIVITIES AND SERVICES FOR SENIORS	10,000.
WRCJ 90.9 FM DETROIT 1 CLOVER CT WIXOM, MI 48393	NONE	PC	LISTENER SUPPORTED CLASSICAL AND JAZZ MUSIC PUBLIC RADIO STATION	10,000.
YOUTH MUSIC MONTEREY 546 HARTNELL ST, STE B MONTEREY, CA 93940	NONE	PC	PROVIDE STUDENTS OF MONTEREY COUNTY AN ADVOCATE AND AN OUTLET FOR DEVELOPING THEIR MUSICAL INTERESTS	10,000.
<b>Total from continuation sheets</b>				<b>124,500.</b>

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - DETROIT PUBLIC TELEVISION

PRODUCES LOCAL PROGRAMS THAT SHOWCASE ARTS, CULTURE, NEWS AND ANALYSIS;  
AND EDUCATIONAL OUTREACH CAMPAIGNS THAT USE THE POWER OF MEDIA TO  
PROVIDE KNOWLEDGE AND UNDERSTANDING

NAME OF RECIPIENT - GLOBAL ARTS CORPORATION

PROVIDE EXCEPTIONAL MUSIC CLASSES FOR YOUTH AND CONTINUAL PROFESSIONAL  
DEVELOPMENT FOR EDUCATORS IN UNDERFUNDED NEIGHBORHOODS

NAME OF RECIPIENT - MI ASSOCIATION FOR INFANT MENTAL HEALTH

PROMOTE AND SUPPORT NUTURING RELATIONSHIPS FOR ALL INFANTS, TODDLERS,  
YOUNG CHILDREN AND THEIR FAMIL

NAME OF RECIPIENT - MONTEREY SYMPHONY

ENGAGE, EDUCATE, AND EXCITE OUR COMMUNITY THROUGH THE PERFORMANCE AND  
CONTINUAL DISCOVERY OF SYMPHONIC MUSIC

NAME OF RECIPIENT - MOSAIC YOUTH THEATER

PROVIDES TRAINING, MENTORING AND OPPORTUNITY TO SOUTHEAST MI ACTORS,  
SINGERS AND STAGE TECHNICIANS

NAME OF RECIPIENT - RANCHO CIELO INC

PROVIDE SAFE CAMPUS TO DELIVER PROGRAMS AND SERVICES THAT INSPIRE  
AT-RISK YOUTH TO LEARN NEW SKILLS, GAIN SELF-ESTEEM AND CONFIDENCE

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	841.	
4 Dividends and interest from securities				14	114,025.	
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				18	953,351.	
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.		1,068,217.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,068,217.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

- |  |  |            |           |
|--|--|------------|-----------|
| <p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received.</p> |  | <b>Yes</b> | <b>No</b> |
|  |  |            |           |
| <b>1a(1)</b>   |  |            | <b>X</b>  |
| <b>1a(2)</b>   |  |            | <b>X</b>  |
|  |  |            |           |
| <b>1b(1)</b>   |  |            | <b>X</b>  |
| <b>1b(2)</b>   |  |            | <b>X</b>  |
| <b>1b(3)</b>   |  |            | <b>X</b>  |
| <b>1b(4)</b>   |  |            | <b>X</b>  |
| <b>1b(5)</b>   |  |            | <b>X</b>  |
| <b>1b(6)</b>   |  |            | <b>X</b>  |
| <b>1c</b>  |  |            | <b>X</b>  |

[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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge					May the IRS discuss this return with the preparer shown below? See instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>Wendy A. Kuhlbeck</i>		Date 11/9/2020		Title PRESIDENT / TRUSTEE		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	TONY DIVITO, CPA		TONY DIVITO, CPA		11/05/20		P00272815
	Firm's name ▶ REHMANN ROBSON LLC					Firm's EIN ▶ 38-3635706	
	Firm's address ▶ 39300 W TWELVE MILE RD, STE 100 FARMINGTON HILLS, MI 48331-2989					Phone no. 248-579-1100	

Form **990-PF** (2019)

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PUBLICLY TRADED SECURITIES - ML #97734	1,288,566.	1,243,692.	0.	0.	44,874.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PUBLICLY TRADED SECURITIES - ML #06X00	354,859.	350,667.	0.	0.	4,192.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PUBLICLY TRADED SECURITIES - ML #02234	1,925,001.	1,020,716.	0.	0.	904,285.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	953,351.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ML BANK DEPOSIT INTEREST	841.	841.	
TOTAL TO PART I, LINE 3	841.	841.	



FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ML SECURITIES	114,025.	0.	114,025.	114,025.	
TO PART I, LINE 4	114,025.	0.	114,025.	114,025.	

FORM 990-PF                      LEGAL FEES                      STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	566.	0.		0.
TO FM 990-PF, PG 1, LN 16A	566.	0.		0.

FORM 990-PF                      ACCOUNTING FEES                      STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,050.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,050.	0.		0.

FORM 990-PF                      OTHER PROFESSIONAL FEES                      STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR	52,795.	52,795.		0.
TO FORM 990-PF, PG 1, LN 16C	52,795.	52,795.		0.

## FORM 990-PF

## TAXES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	1,118.	1,118.		0.
FEDERAL EXCISE TAX	12,363.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,481.	1,118.	.	0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGE	150.	0.		0.
TO FORM 990-PF, PG 1, LN 23	150.	0.		0.

## FORM 990-PF

## U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

## STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - #06X00	X		149,883.	149,855.
TOTAL U.S. GOVERNMENT OBLIGATIONS			149,883.	149,855.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			149,883.	149,855.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - #06X00	621,845.	1,688,068.
MERRILL LYNCH - #02234	1,666,011.	1,794,423.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,287,856.	3,482,491.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - #97734	COST	1,927,753.	2,055,541.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,927,753.	2,055,541.

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\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone