

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	97,748	94,476	94,474
	2 Savings and temporary cash investments	1,896,271	2,376,716	2,376,716
	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)			
	c Investments—corporate bonds (attach schedule)			
	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 ▶ _____ 5,278 Less: accumulated depreciation (attach schedule) ▶ _____ 3,101	3,045	2,177	
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,997,064	2,473,369	2,471,190	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		20,000	
	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 ▶ _____)	199,096	616,445	
	23 Total liabilities (add lines 17 through 22)	199,096	636,445	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	1,797,968	1,836,924	
	29 Total net assets or fund balances (see instructions)	1,797,968	1,836,924	
30 Total liabilities and net assets/fund balances (see instructions) .	1,997,064	2,473,369		

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	1,797,968
2 Enter amount from Part I, line 27a	2	384,012
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	2,181,980
5 Decreases not included in line 2 (itemize) ▶ _____	5	345,056
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	1,836,924

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	54,270
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	-8,105

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))
2018	497,438	1,703,214	0.292058
2017	487,152	1,470,670	0.331245
2016	233,384	781,583	0.298604
2015	31,549	618,015	0.051049
2014			

2 Total of line 1, column (d)	2	0.972956
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	0.243239
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	2,186,981
5 Multiply line 4 by line 3	5	531,959
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	913
7 Add lines 5 and 6	7	532,872
8 Enter qualifying distributions from Part XII, line 4	8	347,289

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	1,826
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	
3	Add lines 1 and 2.	3	1,826
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,826
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	3,738
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	3,738
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,912
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 1,912 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?		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>		No
c Did the foundation file Form 1120-POL for this year?		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>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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>	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>BALDWIN BROTHERS INC</u> Telephone no. ▶ <u>(508) 748-0800</u>			
	Located at ▶ <u>204 SPRING STREET MARION MA</u> ZIP+4 ▶ <u>027381570</u>			
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 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?	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.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions ☐	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 2019? ☐	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ 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 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.) ☐	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 2019?	4b	No

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:		Yes	No
(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	6b	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		7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
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
ALFRED R SHANDS III 101 S FIFTH STREET LOUISVILLE, KY 40202	PRESIDENT 10.00	0	0	0
MICHAEL BALDWIN 101 S FIFTH STREET LOUISVILLE, KY 40202	VICE PRESIDE 2.00	0	0	0
JOHN LUEKEN 101 S FIFTH STREET SUITE 3500 LOUISVILLE, KY 40202	SECRETARY 2.00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JULIEN ROBSON 10807 EASUM ROAD LOUISVILLE, KY 40299	DIRECTOR 000.00	70,833		
Total number of other employees paid over \$50,000.				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	1,397,074
b	Average of monthly cash balances.	1b	134,008
c	Fair market value of all other assets (see instructions).	1c	689,203
d	Total (add lines 1a, b, and c).	1d	2,220,285
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,220,285
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	33,304
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,186,981
6	Minimum investment return. Enter 5% of line 5.	6	109,349

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	109,349
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	1,826
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	1,826
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	107,523
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	107,523
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	107,523

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	347,289
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	347,289
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	347,289

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				107,523
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				10,599
c From 2016.				200,715
d From 2017.				421,542
e From 2018.				412,801
f Total of lines 3a through e.	1,045,657			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 347,289				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				107,523
e Remaining amount distributed out of corpus	239,766			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,285,423			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	1,285,423			
10 Analysis of line 9:				
a Excess from 2015.				10,599
b Excess from 2016.				200,715
c Excess from 2017.				421,542
d Excess from 2018.				412,801
e Excess from 2019.				239,766

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 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016	
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).) ALFRED R SHANDS III	
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 email address of the person to whom applications should be addressed:	
b The form in which applications should be submitted and information and materials they should include:	
c Any submission deadlines:	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	

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	245,606
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	2,405	
4 Dividends and interest from securities.				
		14	51,642	
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				
				54,270
9 Net income or (loss) from special events:				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a RETURNED GRANTS				
				8,400
b ACCRUED INTEREST				
				469
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e).				
			54,047	63,139
13 Total. Add line 12, columns (b), (d), and (e).				
			54,047	117,186

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

[illegible]

Part XVII

		Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
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1b(2)	No
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1b(3)		No
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1b(4)		No
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1b(5)	No
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1b(6)		No
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1c		No
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[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

Sign Here ***** _____ Signature of officer or trustee	2021-03-28 _____ Date	***** _____ Title
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	E DANIEL CLIFT CPA	2021-04-15	
	Firm's name ► WILLIAM S WETTERER & CO PSC		Firm's EIN ► 61-1036216
	Firm's address ► 3042 BRECKENRIDGE LN LOUISVILLE, KY 402202102		Phone no. (502) 491-5550

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Additional Data

Software ID:
Software Version:
EIN: 47-5409501
Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

Form 990PF - Special Condition Description:

Special Condition Description
EXTENSION GRANTED TO 5/15/21

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.)
AMGEN INC COMMON, 311 SHS	P	2013-06-19	2020-02-03
HASBRO INC COM, 55 SHS	P	2018-08-09	2020-02-24
AVALONBAY CMNTYS INC COMMON, 20 SHS	P	2019-06-20	2020-04-13
HASBRO INC COM, 155 SHS	P	2018-02-21	2020-02-24
AVALONBAY CMNTYS INC COMMON, 20 SHS	P	2019-02-06	2020-04-13
HASBRO INC COM, 20 SHS	P	2017-03-21	2020-02-24
AVALONBAY CMNTYS INC COMMON, 100 SHS	P	2017-03-21	2020-04-13
HP INC COM, 430 SHS	P	2019-02-06	2019-08-05
BERKSHIRE HATHAWAY INC DEL CL B NEW	P	2019-02-06	2019-11-26
HP INC COM, 400 SHS	P	2018-04-18	2019-08-05

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)
67,440		31,506	35,934
4,804		5,419	-615
3,211		4,226	-1,015
13,540		15,303	-1,763
3,211		3,880	-669
1,747		2,008	-261
16,053		18,614	-2,561
8,217		9,884	-1,667
10,932		10,297	635
7,644		8,823	-1,179

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			(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	
			35,934
			-615
			-1,015
			-1,763
			-669
			-261
			-2,561
			-1,667
			635
			-1,179

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.)
BERKSHIRE HATHAWAY INC DEL CL B NEW	P	2018-02-21	2019-11-26
HP INC COM, 420 SHS	P	2018-02-21	2019-08-05
BERKSHIRE HATHAWAY INC DEL CL B NEW	P	2018-01-22	2019-11-26
LORD ABBETT INFLATION FOCUSED FUND C	P	2019-06-20	2020-03-30
BLACKSTONE GROUP INC CL A, 1851 SHS	P	2016-11-18	2020-02-03
PRUDENTIAL ABSOLUTE RETURN BOND FUND	P	2017-07-12	2020-03-16
CISCO SYSTEMS INC, 220 SHS	P	2019-02-06	2020-02-24
STARBUCKS CORP COM, 120 SHS	P	2019-02-06	2019-08-05
CISCO SYSTEMS INC, 315 SHS	P	2019-01-17	2020-02-24
STARBUCKS CORP COM, 35 SHS	P	2018-11-07	2019-08-05

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)
5,466		5,106	360
8,026		9,052	-1,026
5,466		5,384	82
37,970		45,020	-7,050
112,198		49,055	63,143
141,507		160,560	-19,053
9,791		10,431	-640
11,235		8,280	2,955
14,019		13,940	79
3,277		2,382	895

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			(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	
			360
			-1,026
			82
			-7,050
			63,143
			-19,053
			-640
			2,955
			79
			895

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.)
EOG RES INC COMMON, 55 SHS	P	2019-02-06	2019-09-12
EOG RES INC COMMON, 70 SHS	P	2019-02-06	2019-10-22
EOG RES INC COMMON, 95 SHS	P	2018-02-21	2019-10-22
EOG RES INC COMMON, 120 SHS	P	2018-01-22	2019-10-22
HASBRO INC COM, 105 SHS	P	2019-02-06	2020-02-24

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)
4,400		5,345	-945
4,890		6,803	-1,913
6,636		10,141	-3,505
8,382		13,920	-5,538
9,172		9,585	-413

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			(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	
			-945
			-1,913
			-3,505
			-5,538
			-413

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>				
ANDREW CENCI416 E OAL STREET 1 LOUISVILLE, KY 40203	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,200
ANNA BLAKE9401 SPRINGMONT PLACE LOUISVILLE, KY 40241	NONE	I	GRANT AWARD TO LOCAL ARTIST	300
AUKRAM BURTONPO BOX 17225 LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	5,000
Total ▶ 3a				245,606

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>				
BRITANY BAKER930 KESWICK BLVD LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,800
BRYN SILVERMAN 2116 PATTERSON AVE APT LOUISVILLE, KY 40204	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,800
CASEY WILSON 157 CONSTITUTION ST 1 LEXINGTON, KY 40507	NONE	I	GRANT AWARD TO LOCAL ARTIST	100
Total ▶ 3a				245,606

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>				
CYNTHIA NORTON604 BARRET AVENUE LOUISVILLE, KY 40204	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,400
ELEVATOR ARTIST RESOURCE 1525 HOERTZ AVENE LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	50,000
ELISSA MORLEY 408 B NORTH LEXINGTON AVE LOUISVILLE, KY 40390	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,700
Total ▶ 3a				245,606

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>				
ELIZABETH REILLY2233 KAELIN AVE LOUISVILLE, KY 40205	NONE	I	GRANT AWARD TO LOCAL ARTIST	100
HUNTER KISSEL6703 OBRYAN ROAD LOUISVILLE, KY 40291	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
IAN M PEMBERTON 1700 S THIRD STREET UNI LOUISVILLE, KY 40208	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,800
Total ▶ 3a				245,606

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>				
INSTITUTE 193 INC 193 N LIMESTONE STREET LEXINGTON, KY 40507	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
J B SPEED ART MUSEUM 2035 S 3RD STREET LOUISVILLE, KY 40208	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
JESSICA B KINCAID930 ASH STREET 2 LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
Total ▶ 3a				245,606

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>				
JESSICA OBERDICK 1677 STORY AVENUE UNIT LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
JOANNE PRICE 998 GROVER BLAYDES ROAD BAGDAD, KY 40003	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,200
JOHN BROOKS729 MIDDLE WAY LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,400
Total ▶ 3a				245,606

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>				
JOHN E BEAM III621 OVERTON STREET NEWPORT, KY 41071	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,745
JOHN HARLAN NORRIS 156 WABASH DRIVE LEXINGTON, KY 40503	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,700
JONATHAN MCFADDEN 2016 BAMBOO DRIVE LEXINGTON, KY 40513	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,500
Total ▶ 3a				245,606

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>				
JOSEPH E YATES2027 GRASMERE DR LOUISVILLE, KY 40205	NONE	I	GRANT AWARD TO LOCAL ARTIST	100
JOSEPH SCOTT PERRY 1405 HOBART DRIVE LOUISVILLE, KY 40216	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,300
JOSEPHINE SCULPTURE PARK INC 3355 LAWRENCEBURG ROAD FRANKFORT, KY 40601	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,100
Total ▶ 3a				245,606

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>				
JULIE LEIDNER1401 S 3RD ST APT 2 LOUISVILLE, KY 40208	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,250
KATHLEEN LOLLEY 1133 SAMUEL STREET LOUISVILLE, KY 40204	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,400
KAYLA BISCHOFF 1613 NIGHTINGALE ROAD LOUISVILLE, KY 40213	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,600
Total ▶ 3a				245,606

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>				
KENTUCKY MUSEUM OF ART CRAFT 715 WEST MAIN STREET LOUISVILLE, KY 40202	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
KENTUCKY PUBLIC RADIO INC 619 S FOURTH STREET LOUISVILLE, KY 40202	NONE	I	GRANT AWARD TO LOCAL ARTIST	10,000
KEVIN WARTH310 N HITE AVE APT 4 LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	600
Total ▶ 3a				245,606

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>				
LEAH HUGHES 3915 SOUTHERN PKWY APT LOUISVILLE, KY 40214	NONE	I	GRANT AWARD TO LOCAL ARTIST	300
LINDA ERZINGER1035 ASH STREET LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,600
LORIE MERTES741 NE 114TH STREET BISCAYNE PARK, FL 33461	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,000
Total ▶ 3a				245,606

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>				
LUCY AZUBUIKE 3355 LAWRENCEBURG ROAD FRANKFORT, KY 40601	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,399
LUKE A GNADINGER67 DORAS TRAIL BAKERVILLE, NC 28705	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
MARY ANN CAROTHERS 1819 SPEED AVENUE LOUISVILLE, KY 40205	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,100
Total ▶ 3a				245,606

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>				
MARY CLORE 548 EASTERN PARKWAY APT LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	600
MITCH ECKERT213 S HITE AVENUE LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,000
MOREHEAD STATE UNIVERSITY 901 GINGER HALL MOREHEAD, KY 40351	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
Total ▶ 3a				245,606

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>				
NATALIE WEIS1601 SPRING DRIVE APT LOUISVILLE, KY 40205	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
NATHANIEL HENDRICKSON 7701 CEDAR HOLLOW DRIVE LOUISVILLE, KY 40291	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,700
NICOLETTE A K LIM 403 N MARTIN LUTHER KING LEXINGTON, KY 40508	NONE	I	GRANT AWARD TO LOCAL ARTIST	5,000
Total ▶ 3a				245,606

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>				
RACHEL SINGEL 1456 ST JAMES COURT APT LOUISVILLE, KY 40208	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,000
RAMONA LINDSEY2321 PEASLEE ROAD LOUISVILLE, KY 40216	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,299
REBECCA K ALLEY 1424 PINE MEADOW ROAD LEXINGTON, KY 40504	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,600
Total ▶ 3a				245,606

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>				
REBECCA NORTON 238 PENNSYLVANIA AVENUE LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,800
RUCKUS INC310 N HITE AVE APT 4 LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	30,000
SANDRA CHARLES 4912 LAGOONA DRIVE LOUISVILLE, KY 40219	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,299
Total ▶ 3a				245,606

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>				
SARA OLSHANSKY 2908 WHITEWAY AVENUE LOUISVILLE, KY 40205	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
SARAH L LINDGREN113 POPE STREET LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
SEAN M STAROWITZ 1002 S WASHINGTON STREET BLOOMINGTON, IN 47401	NONE	I	GRANT AWARD TO LOCAL ARTIST	300
Total ▶ 3a				245,606

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>				
SEAN P HILL902 LYDIA STREET LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,400
SEPTEMBER DIENCEPHALON 336 TRANSYLVANIA PARK AP LEXINGTON, KY 40508	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,900
SHAWN HENNESSEY 1001 ELLISON AVENUE LOUISVILLE, KY 40204	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,500
Total ▶ 3a				245,606

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>				
SKYLAR SMITH120 KENNEDY AVENUE LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,215
STACEY VEST1014 ALTAVIA AVENUE PARK HILLS, KY 41011	NONE	I	GRANT AWARD TO LOCAL ARTIST	5,000
TATIANA RATHKE1108 MILTON STREET LOUISVILLE, KY 40217	NONE	I	GRANT AWARD TO LOCAL ARTIST	1,200
Total ▶ 3a				245,606

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>				
TATIANA RYCKMAN 123 KENNEDY AVENUE APT LOUISVILLE, KY 40206	NONE	I	GRANT AWARD TO LOCAL ARTIST	150
TIMOTHY M HAILEY1914 LILLY LANE JEFFERSONVILLE, IN 47130	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,500
TOYA NORTHINGTON 1355 S THIRD STREET 2R LOUISVILLE, KY 40208	NONE	I	GRANT AWARD TO LOCAL ARTIST	6,299
Total ▶ 3a				245,606

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>				
UNDER MAIN INC 543 LAKETOWER DRIVE UNIT LEXINGTON, KY 40502	NONE	I	GRANT AWARD TO LOCAL ARTIST	10,000
VALERIE SULLIVAN FUCHS 1699 WOODLAWN ROAD SHELBYVILLE, KY 40065	NONE	I	GRANT AWARD TO LOCAL ARTIST	3,000
VIAN HAYDEN 3307 CROSS POINTE ROAD LOUISVILLE, KY 40241	NONE	I	GRANT AWARD TO LOCAL ARTIST	4,800
Total ▶ 3a				245,606

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>				
WILLIAM HUNTER STAMPS 117 ELAM PARK LEXINGTON, KY 40503	NONE	I	GRANT AWARD TO LOCAL ARTIST	2,700
ZAHID SAEED219 SAINT JOSEPH ST LOUISVILLE, KY 40203	NONE	I	GRANT AWARD TO LOCAL ARTIST	100
Total ▶ 3a				245,606

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

TY 2019 Depreciation Schedule

Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

EIN: 47-5409501

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	2016-03-22	2,204	1,823	200DB	5.0000	254			
COMPUTER(S)	2018-11-05	3,074	410	S/L	5.0000	615			

**TY 2019 Land, Etc.
Schedule**

Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

EIN: 47-5409501

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND EQUIPMENT	5,278	3,101	2,177	

TY 2019 Legal Fees Schedule

Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

EIN: 47-5409501

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,693			3,693

TY 2019 Other Decreases Schedule**Name:** GREAT MEADOWS FOUNDATION INC

C/O JOHN S LUEKEN

EIN: 47-5409501

Description	Amount
UNREALIZED GAIN ON APPRECIATED ASSETS	345,056

TY 2019 Other Expenses Schedule**Name:** GREAT MEADOWS FOUNDATION INC

C/O JOHN S LUEKEN

EIN: 47-5409501**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
POSTAGE, MAILING SERVICE	106			106
SUPPLIES	174			174
MEALS & ENTERTAINMENT	549			549
OTHER COSTS	200			200
HOSTING & REGISTRATION - WEBS	76			76
TRANSLATION SERVICES	1,107			1,107
INTERNSHIP	1,150			1,150
RENT, PARKING, UTILITIES	218			218

TY 2019 Other Income Schedule

Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

EIN: 47-5409501

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RETURNED GRANTS	8,400		8,400
ACCRUED INTEREST	469		469

TY 2019 Other Liabilities Schedule**Name:** GREAT MEADOWS FOUNDATION INC

C/O JOHN S LUEKEN

EIN: 47-5409501

Description	Beginning of Year - Book Value	End of Year - Book Value
UNREALIZED GAIN (LOSS)	199,096	616,445

TY 2019 Other Professional Fees Schedule

Name: GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

EIN: 47-5409501

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CRITIC IN RESIDENCE	19,500			19,500
ADVISORY FEE	17,030	17,030		
CONSULTING	2,000			2,000

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047 2019
Name of the organization GREAT MEADOWS FOUNDATION INC C/O JOHN S LUEKEN		Employer identification number 47-5409501

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
GREAT MEADOWS FOUNDATION INC
C/O JOHN S LUEKEN

Employer identification number
47-5409501

Part I

Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALFRED R SHANDS III 101 S FIFTH STRET SUITE 3500 LOUISVILLE, KY 40202	\$ 632,014	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
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		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization GREAT MEADOWS FOUNDATION INC C/O JOHN S LUEKEN	Employer identification number 47-5409501
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____

Name of organization GREAT MEADOWS FOUNDATION INC C/O JOHN S LUEKEN	Employer identification number 47-5409501
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee