

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

2012

Department of the Treasury
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

A For the **2012** calendar year, or tax year beginning **JUL 1, 2012** and ending **JUN 30, 2013**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.		D Employer identification number 31-1140889
	Doing Business As		E Telephone number 502-585-4649
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	
	325 W. MAIN STREET 1110		G Gross receipts \$ 20,104,995.
City, town, or post office, state, and ZIP code LOUISVILLE, KY 40202		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
F Name and address of principal officer: SUSAN A. BARRY SAME AS C ABOVE		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ WWW.CFLOUISVILLE.COM			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1985 M State of legal domicile: KY	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>FACILITATE INDIVIDUAL DONORS' CHARITABLE GIVING.</u>	
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3 Number of voting members of the governing body (Part VI, line 1a)	3 15
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 15
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5 0
	6 Total number of volunteers (estimate if necessary)	6 15
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 0.
	b Net unrelated business taxable income from Form 990-T, line 34	7b 0.
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year: 6,483,868. Current Year: 9,511,037.
	9 Program service revenue (Part VIII, line 2g)	0. 0.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	357,293. 272,909.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0. 0.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,841,161. 9,783,946.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	10,028,326. 8,356,486.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0. 0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0. 0.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0. 0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	428,581. 301,085.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	10,456,907. 8,657,571.
19 Revenue less expenses. Subtract line 18 from line 12	-3,615,746. 1,126,375.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year: 11,301,195. End of Year: 12,255,279.
	21 Total liabilities (Part X, line 26)	166,649. 35,084.
	22 Net assets or fund balances. Subtract line 21 from line 20	11,134,546. 12,220,195.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	▶ Signature of officer		Date	
	▶ MATTHEW L. BACON, VICE PRESIDENT & CFO Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/> PTIN
	REBECCA L. PHILLIPS, CPA			P00024055
	Firm's name ▶ MOUNTJOY CHILTON MEDLEY LLP	Firm's EIN ▶ 27-1235638		
Firm's address ▶ 462 S. FOURTH ST., SUITE 2600 LOUISVILLE, KY 40202-3445			Phone no. (502) 749-1900	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1 Briefly describe the organization's mission: TO STRENGTHEN OUR REGION THROUGH INSPIRED PHILANTHROPY AND OUTSTANDING STEWARDSHIP BY: PARTNERING WITH DONORS TO ENSURE LASTING IMPACT, LEVERAGING OUR KNOWLEDGE OF OUR COMMUNITIES, AND OFFERING OUR CONSTITUENTS AN UNMATCHED LEVEL OF PERSONAL ENGAGEMENT.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 8,621,312. including grants of \$ 8,356,486.) (Revenue \$) DISTRIBUTE CONTRIBUTIONS AND GRANTS TO 501(C)(3) ORGANIZATIONS, QUALIFYING UNDER SECTION 509(A).

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 8,621,312.

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		X
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
	1a 0		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
	1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		
	2b		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
	3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
	4a		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
	5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
	6b		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
	7g		
	7h		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		X
b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
	9a		
	9b		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (15), 1b (15), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9. Marked 'X' in Yes/No columns for 2, 3, 4, 5, 6, 7b, 8a, 8b, 9.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b. Marked 'X' in Yes/No columns for 10a, 11a, 12a, 12b, 12c, 13, 14, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed KY
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. [X] Own website [] Another's website [X] Upon request [] Other (explain in Schedule O)
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: THE COMMUNITY FOUNDATION OF LOUISV - 502-585-4649 325 W. MAIN STREET, SUITE 1110, LOUISVILLE, KY 40202

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MIMI ZINNIEL CHAIRPERSON OF THE BOARD	2.00 4.10	X		X				0.	0.	0.
(2) MARSHALL BRADLEY, JR. VICE CHAIRPERSON OF THE BOARD	2.00 4.10	X		X				0.	0.	0.
(3) MARIA G. HAMPTON SECRETARY OF THE BOARD	2.00 4.10	X		X				0.	0.	0.
(4) ERIC W. TAYLOR TREASURER OF THE BOARD & FINANCE COM	2.00 4.00	X		X				0.	0.	0.
(5) HENRY M. ALTMAN JR. CHAIR EMERITUS	2.00 5.00	X						0.	0.	0.
(6) JACQUELINE C. GIBBS COMPENSATION COMM. CHAIR	2.00 4.00	X						0.	0.	0.
(7) BONITA K. BLACK BOARD DEVELOPMENT COMM. CHAIR	2.00 4.00	X						0.	0.	0.
(8) DOROTHY S. RIDINGS MEMBER - AT - LARGE	2.00 4.00	X						0.	0.	0.
(9) JEFFEREY M. YUSSMAN MEMBER - AT - LARGE	2.00 4.10	X						0.	0.	0.
(10) F. GERALD GREENWELL DEVELOPMENT & STEWARDS COMM. CHAIR	2.00 4.00	X						0.	0.	0.
(11) CHARLES J. KANE, JR. INVESTMENT COMM. CHAIR	2.00 4.00	X						0.	0.	0.
(12) TONI CLEM COMMUNICATIONS & MARKETING COMM. CHA	2.00 4.00	X						0.	0.	0.
(13) ROBERT N. SHAW GRANTMAKING, PARTNERSHIP, STRATEGY C	2.00 4.00	X						0.	0.	0.
(14) CARA BERNOSKY BARIBEAU MEMBER - AT - LARGE	2.00 4.00	X						0.	0.	0.
(15) SUZANNE BERGMEISTER MEMBER - AT - LARGE	2.00 4.00	X						0.	0.	0.
(16) SUSAN A BARRY PRESIDENT & CEO	5.00 35.10			X				0.	216,428.	23,039.
(17) MATTHEW L. BACON VP & CFO	5.00 35.10			X				0.	113,030.	14,224.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) MICHAEL J. SCHULTZ VP, DEVELOPMENT & STEWARDSHIP	5.00 35.10			X				0.	89,051.	18,968.
(19) ANNE E. MONELL VP, COMMUNICATIONS & MARKETING	5.00 35.00			X				0.	75,432.	16,233.
(20) ANGIE M. EVANS VP, COMMUNITY LEADERSHIP	5.00 35.00			X				0.	77,696.	9,583.
1b Sub-total								0.	571,637.	82,047.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								0.	571,637.	82,047.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A)	(B)	(C)	(D)	
		Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d 1,015,807.				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 8,495,230.				
	g Noncash contributions included in lines 1a-1f: \$	6,099,046.				
	h Total. Add lines 1a-1f	9,511,037.				
	Program Service Revenue	2 a _____	Business Code			
b _____						
c _____						
d _____						
e _____						
f All other program service revenue						
g Total. Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		277,837.		277,837.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	10,316,121.			
		(ii) Other				
		b Less: cost or other basis and sales expenses	10,321,049.			
		c Gain or (loss)	-4,928.			
	d Net gain or (loss)		-4,928.		-4,928.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold					
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a _____						
	b _____					
	c _____					
	d All other revenue					
	e Total. Add lines 11a-11d					
12 Total revenue. See instructions.		9,783,946.	0.	0.	272,909.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	8,356,486.	8,356,486.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	36,259.		36,259.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a EARNINGS DISTRIBUTED T	264,826.	264,826.		
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	8,657,571.	8,621,312.	36,259.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	84,429.	1	138,571.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	2,197.	4	1,912.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net	179,358.	7	0.
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a		
	b Less: accumulated depreciation	10b		10c
	11 Investments - publicly traded securities	9,502,335.	11	10,774,913.
	12 Investments - other securities. See Part IV, line 11	1,532,876.	12	1,339,883.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	11,301,195.	16	12,255,279.	
Liabilities	17 Accounts payable and accrued expenses	85,304.	17	1,912.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	81,345.	25	33,172.
	26 Total liabilities. Add lines 17 through 25	166,649.	26	35,084.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	284,305.	27	131,443.
	28 Temporarily restricted net assets	10,850,241.	28	12,088,752.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	11,134,546.	33	12,220,195.	
34 Total liabilities and net assets/fund balances	11,301,195.	34	12,255,279.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	9,783,946.
2	Total expenses (must equal Part IX, column (A), line 25)	2	8,657,571.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,126,375.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	11,134,546.
5	Net unrealized gains (losses) on investments	5	-40,726.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	12,220,195.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	4,451,488.	7,860,930.	11,094,209.	6,483,868.	9,511,037.	39,401,532.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	4,451,488.	7,860,930.	11,094,209.	6,483,868.	9,511,037.	39,401,532.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						5,506,959.
6 Public support. Subtract line 5 from line 4.						33,894,573.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	4,451,488.	7,860,930.	11,094,209.	6,483,868.	9,511,037.	39,401,532.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	575,669.	425,084.	372,175.	334,153.	277,837.	1,984,918.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						41,386,450.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	81.90 %
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	82.86 %
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No. 1545-0047

2012

Name of the organization

THE COMMUNITY FOUNDATION OF LOUISVILLE
DEPOSITORY, INC.

Employer identification number

31-1140889

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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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		\$ 789,583.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 312,217.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ 265,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ 1,015,642.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ 500,004.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6		\$ 362,643.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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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
7		\$ 243,435.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8		\$ 229,503.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9		\$ 208,802.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10		\$ 201,017.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STOCK	\$ 591,638.	01/04/13
2	STOCK	\$ 217,500.	04/22/13
5	STOCK/PROPERTY	\$ 500,004.	11/30/12
6	STOCK	\$ 312,643.	12/18/12
8	STOCK	\$ 104,503.	04/12/13
9	STOCK/PROPERTY	\$ 208,802.	12/27/12

Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
10	STOCK <hr/> <hr/> <hr/> <hr/>	\$ 193,917.	12/05/12
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____

Name of organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. 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.) ▶ \$ _____
 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

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**

▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization THE COMMUNITY FOUNDATION OF LOUISVILLE
DEPOSITORY, INC.

Employer identification number
31-1140889

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	510	
2 Aggregate contributions to (during year)	9,511,038.	
3 Aggregate grants from (during year)	8,356,486.	
4 Aggregate value at end of year	12,088,752.	
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b Assets included in Form 990, Part X

▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 0.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) WAYCROSS LP INVESTMENT	1,339,883.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	1,339,883.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) PAYABLE TO RELATED ORGANIZATION	33,172.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	33,172.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5	

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2: THE FOUNDATION IS EXEMPT FROM FEDERAL INCOME TAXES

UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (CODE).

ADDITIONALLY, THE FOUNDATION HAS BEEN DETERMINED BY THE INTERNAL REVENUE

SERVICE NOT TO BE A PRIVATE FOUNDATION WITHIN THE CONTEXT OF SECTION

509(A) OF THE CODE.

WHEN APPLICABLE, THE FOUNDATION RECOGNIZES UNCERTAIN INCOME TAX POSITIONS

USING THE "MORE-LIKELY-THAN-NOT" APPROACH AS DEFINED IN THE ASC. NO

Part XIII Supplemental Information *(continued)*

LIABILITY FOR UNCERTAIN TAX POSITIONS HAS BEEN REFLECTED IN THE

ACCOMPANYING CONSOLIDATED FINANCIAL STATEMENTS. THE FOUNDATION'S 2009

THROUGH 2012 TAX YEARS REMAIN OPEN AND SUBJECT TO EXAMINATION.

Multiple horizontal lines for supplemental information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

**Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.**

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization **THE COMMUNITY FOUNDATION OF LOUISVILLE
DEPOSITORY, INC.**

Employer identification number
31-1140889

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST. LAWRENCE CATHOLIC CHURCH 1925 LEWISTON DRIVE LOUISVILLE, KY 40216	61-0510948	RELIGIOUS ORGANIZATI	943,442.	0.			RELIGION-RELATED
METRO UNITED WAY P.O. BOX 950148 LOUISVILLE, KY 40295	61-0444680	501(C)(3)	469,675.	0.			PHILANTHROPY, VOLUNTARISM
AMERICAN COUNCIL OF THE RAMABAI MUKTI MISSION - P.O. BOX 4912 - CLINTON, NJ 08809	23-1409702	501(C)(3)	300,000.	0.			RELIGION-RELATED
COMMUNITY FOUNDATION OF LOUISVILLE INC. - 325 W. MAIN ST., STE. 1110 - LOUISVILLE, KY 40202	31-0997017	501(C)(3)	293,659.	0.			PHILANTHROPY, VOLUNTARISM
THE UNIVERSITY OF LOUISVILLE FOUNDATION, INC. - 215 CENTRAL AVE., #300 - LOUISVILLE, KY 40208	23-7078461	501(C)(3)	239,025.	0.			EDUCATION
NEW GOSHEN PRESBYTERIAN CHURCH 12900 N. HIGHWAY 42 PROSPECT, KY 40059	23-6393377	RELIGIOUS ORGANIZATI	198,818.	0.			RELIGION-RELATED

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 276.
- 3** Enter total number of other organizations listed in the line 1 table ▶

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2012)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FUND FOR THE ARTS, INC. 623 WEST MAIN STREET LOUISVILLE, KY 40202	61-0479626	501(C)(3)	177,055.	0.			ARTS, CULTURE & HUMANITIES
MAYO CLINIC ROCHESTER 200 FIRST ST. SW ROCHESTER, MN 55905	41-6011702	501(C)(3)	168,065.	0.			HEALTH CARE
SOUTHEAST CHRISTIAN CHURCH OF JEFFERSON COUNTY KENTUCKY INC. - 920 BLANKENBAKER PKWY - LOUISVILLE, KY 40243	61-0850307	501(C)(3)	131,200.	0.			RELIGION-RELATED
OPERATION OPEN ARMS, INC. 1400 ENVOY CIRCLE #1416 LOUISVILLE, KY 40299	31-1787756	PRIVATE OPERATIN	112,500.	0.			CRIME & LEGAL-RELATED
LOUISVILLE ORCHESTRA, INC. 323 W. BROADWAY, STE. 700 LOUISVILLE, KY 40202	61-6000384	501(C)(3)	111,250.	0.			ARTS, CULTURE & HUMANITIES
FILSON HISTORICAL SOCIETY 1310 SOUTH THIRD STREET LOUISVILLE, KY 40208	61-0444690	501(C)(3)	100,500.	0.			ARTS, CULTURE & HUMANITIES
RUDOLF STEINER FOUNDATION, INC. 1002 O'REILLY AVE. SAN FRANCISCO, CA 94129	13-6082763	501(C)(3)	100,000.	0.			PHILANTHROPY, VOLUNTARISM
ST. FRANCIS IN THE FIELDS EPISCOPAL CHURCH - 6710 WOLF PEN BRANCH ROAD - HARRODS CREEK, KY 40027	61-0444805	RELIGIOUS ORGANI	99,785.	0.			RELIGION-RELATED
KOSAIR CHARITIES COMMITTEE, INC. P.O. BOX 37370 LOUISVILLE, KY 40233	61-0514703	501(C)(3)	98,850.	0.			HEALTH CARE

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BELLARMINE UNIVERSITY 2001 NEWBURG ROAD LOUISVILLE, KY 40205	61-0482955	501(C)(3)	88,850.	0.			EDUCATION
SECOND PRESBYTERIAN CHURCH 3701 OLD BROWNSBORO ROAD LOUISVILLE, KY 40207	61-0466721	501(C)(3)	88,814.	0.			RELIGION-RELATED
ROTARY FUND OF LOUISVILLE, INC. 401 WEST MAIN ST #810 LOUISVILLE, KY 40202	61-6029858	501(C)(3)	81,400.	0.			COMMUNITY IMPROVEMENT & CAPACITY BUILDING
CALVIN PRESBYTERIAN CHURCH 2501RUDY LANE LOUISVILLE, KY 40207	61-6014442	RELIGIOUS ORGANI	80,000.	0.			RELIGION-RELATED
CAMPUS CRUSADE FOR CHRIST INTERNATIONAL - P.O. BOX 628222 - ORLANDO, FL 32862	33-0863088	501(C)(3)	74,400.	0.			RELIGION-RELATED
YALE UNIVERSITY P.O. BOX 2038 NEW HAVEN, CT 06521	06-0646973	501(C)(3)	70,100.	0.			EDUCATION
21ST CENTURY PARKS, INC. 471 W. MAIN ST. # 202 LOUISVILLE, KY 40202	20-1780317	501(C)(3)	69,900.	0.			RECREATION & SPORTS
CATHEDRAL OF THE ASSUMPTION 443 SOUTH FIFTH STREET LOUISVILLE, KY 40202	61-0447247	501(C)(3)	69,000.	0.			RELIGION-RELATED
TRINITY HIGH SCHOOL FOUNDATION, INC. - 4011 SHELBYVILLE RD. - LOUISVILLE, KY 40207	31-1105966	501(C)(3)	66,063.	0.			EDUCATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CHRIST CHURCH UNITED METHODIST CHURCH - 4614 BROWNSBORO ROAD - LOUISVILLE, KY 40207	61-0449611	RELIGIOUS ORGANI	64,200.	0.			RELIGION-RELATED
ARCHDIOCESE OF LOUISVILLE SECTION 123 LOUISVILLE, KY 40289	61-0447247	RELIGIOUS ORGANI	59,667.	0.			RELIGION-RELATED
ASSUMPTION HIGH SCHOOL 2170 TYLER LANE LOUISVILLE, KY 40205	61-0447247	501(C)(3)	59,263.	0.			EDUCATION
CABBAGE PATCH SETTLEMENT HOUSE, INC. - 1413 SOUTH SIXTH STREET - LOUISVILLE, KY 40208	61-0458359	501(C)(3)	57,425.	0.			HUMAN SERVICES
FIRST CHRISTIAN CHURCH 1807 N. MILES ST. ELIZABETHTOWN, KY 42701	61-0535161	RELIGIOUS ORGANI	55,400.	0.			RELIGION-RELATED
KILGORE SAMARITAN COUNSELING CENTER - PO BOX 782 - LOUISVILLE, KY 40206	61-1131420	501(C)(3)	55,250.	0.			MENTAL HEALTH & CRISIS INTERVENTION
SPEED ART MUSEUM 2035 SOUTH THIRD ST. LOUISVILLE, KY 40208	61-0444823	501(C)(3)	53,730.	0.			ARTS, CULTURE & HUMANITIES
HEALING PLACE INC 1020 WEST MARKET STREET LOUISVILLE, KY 40202	61-1164775	501(C)(3)	50,700.	0.			MENTAL HEALTH & CRISIS INTERVENTION
FIRST PRESBYTERIAN CHURCH - ELIZABETHTOWN - 1016 PEAR ORCHARD DR. - ELIZABETHTOWN, KY 42701	61-0183855	RELIGIOUS ORGANI	49,930.	0.			RELIGION-RELATED

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ISAAC W. BERNHEIM FOUNDATION, INC. P.O. BOX 130 CLERMONT, KY 40110	61-0444651	501(C)(3)	45,430.	0.			ENVIRONMENT
OUR LADY OF TEPEYAC HIGH SCHOOL 2228 S. WHIPPLE CHICAGO, IL 60623	36-3409095	501(C)(3)	45,000.	0.			EDUCATION
JEWISH HOSPITAL & ST. MARY'S HEALTHCARE FOUNDATION - 250 E. LIBERTY ST. #612 - LOUISVILLE, KY 40202	61-1029768	501(C)(3)	42,600.	0.			HEALTH CARE
ACTORS THEATRE OF LOUISVILLE INC. 316 WEST MAIN STREET LOUISVILLE, KY 40202	61-0645030	501(C)(3)	40,660.	0.			ARTS, CULTURE & HUMANITIES
ST. BERNADETTE CHURCH 6500 ST. BERNADETTE AVENUE PROSPECT, KY 40059	61-0447247	RELIGIOUS ORGANI	40,000.	0.			RELIGION-RELATED
CENTENARY UNITED METHODIST CHURCH 1441 PERRYVILLE ROAD DANVILLE, KY 40422	61-0518020	RELIGIOUS ORGANI	36,800.	0.			RELIGION-RELATED
SAMARITAN'S PURSE P.O. BOX 3000 BOONE, NC 28607	58-1437002	501(C)(3)	36,200.	0.			RELIGION-RELATED
BROADWAY BAPTIST CHURCH 4000 BROWNSBORO ROAD LOUISVILLE, KY 40207	61-6001947	RELIGIOUS ORGANI	35,665.	0.			RELIGION-RELATED
THE TEMPLE-CONGREGATION ADATH ISRAEL BRITH SHOLOM - 5101 U.S. HIGHWAY 42 - LOUISVILLE, KY 40241	61-0918772	RELIGIOUS ORGANI	34,671.	0.			RELIGION-RELATED

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LOUISVILLE OLMSTED PARKS CONSERVANCY, INC. - 1299 TREVILIAN WAY - LOUISVILLE, KY 40213	61-1196368	501(C)(3)	33,250.	0.			RECREATION & SPORTS
WEST END PREPARATORY SCHOOL 3628 VIRGINIA AVENUE LOUISVILLE, KY 40211	04-3798875	501(C)(3)	32,000.	0.			EDUCATION
HARVEY BROWNE PRESBYTERIAN CHURCH 311 BROWNS LANE LOUISVILLE, KY 40207	61-0529829	RELIGIOUS ORGANI	31,100.	0.			RELIGION-RELATED
ST. MATTHEW'S EPISCOPAL CHURCH 330 N. HUBBARDS LANE LOUISVILLE, KY 40207	61-0476701	RELIGIOUS ORGANI	30,132.	0.			RELIGION-RELATED
CANISIUS COLLEGE 2001 MAIN STREET, BAGEN HALL 201 BUFFALO, NY 14209	16-0743942	501(C)(3)	29,583.	0.			EDUCATION
SHAKER VILLAGE OF PLEASANT HILL 3501 LEXINGTON ROAD HARRODSBURG, KY 40330	61-0592561	501(C)(3)	29,150.	0.			ARTS, CULTURE & HUMANITIES
NAPERVILLE EVANGELICAL COVENANT CHURCH - 1150 HOBSON RD. - NAPERVILLE, IL 60540	51-0221694	RELIGIOUS ORGANI	28,500.	0.			RELIGION-RELATED
WORLD HARVEST MISSION 101 WEST AVENUE #305 JENKINTOWN, PA 19046	23-2223692	501(C)(3)	28,000.	0.			RELIGION-RELATED
KENTUCKY DANCE COUNCIL 315 EAST MAIN STREET LOUISVILLE, KY 40202	61-6033779	501(C)(3)	27,500.	0.			ARTS, CULTURE & HUMANITIES

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KENTUCKY HUMANE SOCIETY 1000 LYNDON LANE #B LOUISVILLE, KY 40222	61-0463938	501(C)(3)	26,610.	0.			ANIMAL-RELATED
CARNEGIE LITERACY CENTER INC 251 WEST SECOND STREET LEXINGTON, KY 40507	61-1185631	501(C)(3)	25,000.	0.			EDUCATION
CONCORDIA LUTHERAN CHURCH 1127 E. BROADWAY LOUISVILLE, KY 40204	61-0461819	501(C)(3)	23,500.	0.			RELIGION-RELATED
NATURE CONSERVANCY - KENTUCKY CHAPTER - 114 WOODLAND AVE - LEXINGTON, KY 40502	53-0242652	501(C)(3)	23,285.	0.			ENVIRONMENT
HOSPARUS INC 3532 EPHRAIM MCDOWELL DRIVE LOUISVILLE, KY 40205	61-0921718	501(C)(3)	22,683.	0.			HUMAN SERVICES
KENTUCKY COUNTRY DAY SCHOOL 4100 SPRINGDALE ROAD LOUISVILLE, KY 40241	61-0731998	501(C)(3)	22,250.	0.			EDUCATION
YMCA OF GREATER LOUISVILLE 545 S. 2ND STREET LOUISVILLE, KY 40202	61-0444843	501(C)(3)	21,900.	0.			HUMAN SERVICES
UNIVERSITY OF KENTUCKY 301 PETERSON SERVICE BUILDING LEXINGTON, KY 40506	61-6001218	GOVERNMENT MUNIC	21,750.	0.			EDUCATION
YEW DELL, INC. P.O. BOX 1334 CRESTWOOD, KY 40014	61-1390688	501(C)(3)	21,525.	0.			ENVIRONMENT

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WORLD VISION INTERNATIONAL P.O. BOX 9716 FEDERAL WAY, WA 98063	95-1922279	501(C)(3)	21,062.	0.			INTERNATIONAL, FOREIGN AFFAIRS
NEW PATHWAYS FOR CHILDREN INC. 3233 SHAW ROAD MELBER, KY 42069	61-1297776	501(C)(3)	21,000.	0.			HUMAN SERVICES
THE SALVATION ARMY - LOUISVILLE AREA COMMAND - P.O. BOX 1149 - LOUISVILLE, KY 40201	58-0660607	501(C)(3)	20,900.	0.			HUMAN SERVICES
LOUISVILLE FREE PUBLIC LIBRARY FOUNDATION - 301 YORK STREET - LOUISVILLE, KY 40203	61-0969361	501(C)(3)	20,880.	0.			EDUCATION
ST. FRANCIS SCHOOL INC. 11000 U.S. HWY. 42 GOSHEN, KY 40026	61-0663057	501(C)(3)	20,700.	0.			EDUCATION
AMERICANA COMMUNITY CENTER 4801 SOUTHSIDE DR LOUISVILLE, KY 40214	61-1251306	501(C)(3)	20,200.	0.			HUMAN SERVICES
HARVEST USA 3901 MAIN ST. #304 PHILADELPHIA, PA 19127	23-2684968	501(C)(3)	20,000.	0.			MENTAL HEALTH & CRISIS INTERVENTION
VANGUARD CHARITABLE ENDOWMENT PROGRAM - P.O. BOX 55766 - BOSTON, MA 02205	23-2888152	501(C)(3)	20,000.	0.			PHILANTHROPY, VOLUNTARISM
WALDORF EARLY CHILDHOOD ASSOCIATION OF NORTH AMERICA - 285 HUNGRY HOLLOW RD. - SPRING VALLEY, NY 10977	52-1841089	501(C)(3)	20,000.	0.			EDUCATION

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BERRY CENTER, INC. PO BOX 582 NEW CASTLE, KY 40050	80-0721644	501(C)(3)	20,000.	0.			EDUCATION
HAND IN HAND MINISTRIES 2225 STEIER LANE LOUISVILLE, KY 40218	61-1352889	501(C)(3)	18,882.	0.			HUMAN SERVICES
FAMILY & CHILDREN'S PLACE 525 ZANE ST LOUISVILLE, KY 40203	61-0549561	501(C)(3)	18,800.	0.			HUMAN SERVICES
COMMONWEALTH FUND FOR KET 560 COOPER DRIVE LEXINGTON, KY 40502	61-1285473	501(C)(3)	17,770.	0.			EDUCATION
HABITAT FOR HUMANITY OF METRO LOUISVILLE, INC. - 1620 BANK STREET - LOUISVILLE, KY 40203	58-1735528	501(C)(3)	17,700.	0.			HOUSING & SHELTER
ST. MARY OF THE KNOBS 3033 MARTIN ROAD FLOYDS KNOBS, IN 47119	35-6033616	RELIGIOUS ORGANI	17,600.	0.			RELIGION-RELATED
SACRED HEART SCHOOLS INC. 3177 LEXINGTON ROAD LOUISVILLE, KY 40206	61-1181710	501(C)(3)	17,433.	0.			EDUCATION
NATIVITY ACADEMY AT ST. BONIFACE 529 E. LIBERTY STREET LOUISVILLE, KY 40202	51-0450314	501(C)(3)	17,200.	0.			EDUCATION
HIGHLAND PRESBYTERIAN CHURCH 1011 CHEROKEE ROAD LOUISVILLE, KY 40204	23-6393377	501(C)(3)	17,100.	0.			RELIGION-RELATED

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FIRST UNITED METHODIST CHURCH - MIDLAND - 315 W LARKIN - MIDLAND, MI 48640	38-1368752	RELIGIOUS ORGANI	17,000.	0.			RELIGION-RELATED
BOY SCOUTS OF AMERICA - LINCOLN HERITAGE COUNCIL - P.O. BOX 36273 - LOUISVILLE, KY 40233	61-0445839	501(C)(3)	17,000.	0.			YOUTH DEVELOPMENT
THE KENTUCKIANWORKS FOUNDATION INC. - 410 W. CHESTNUT ST., #200 - LOUISVILLE, KY 40202	37-1508088	501(C)(3)	16,667.	0.			EDUCATION
ST. JAMES CHURCH 1826 EDENSIDE AVE. LOUISVILLE, KY 40204	61-0444806	RELIGIOUS ORGANI	16,500.	0.			RELIGION-RELATED
CHAPEL HILL UNITED CHURCH OF CHRIST - 2307 EMBASSY LANE - LOUISVILLE, KY 40216	61-0602255	RELIGIOUS ORGANI	16,500.	0.			RELIGION-RELATED
CITY PARKS ALLIANCE INC 2121 WARD COURT NW 5TH FLOOR WASHINGTON, DC 20037	80-0015566	501(C)(3)	16,500.	0.			ENVIRONMENT
AMERICAN RED CROSS - LOUISVILLE AREA CHAPTER - P.O. BOX 1675 - LOUISVILLE, KY 40201	53-0196605	501(C)(3)	16,138.	0.			PUBLIC SAFETY, DISASTER PREPAREDNESS & RELIEF
PLANNED PARENTHOOD OF KENTUCKY 200 SOUTH MERIDIAN STREET INDIANAPOLIS, IN 46206	35-0874276	501(C)(3)	15,815.	0.			HEALTH CARE
LIFE IN ABDUNDANCE INTERNATIONAL 1605 E. ELIZABETH ST. #1069 PASADENA, CA 91104	02-0587875	501(C)(3)	15,800.	0.			INTERNATIONAL, FOREIGN AFFAIRS

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WOMEN MAKE MOVIES, INC. 462 BROADWAY 5TH FLOOR NEW YORK, NY 10013	13-2740460	501(C)(3)	15,750.	0.			ARTS, CULTURE & HUMANITIES
CATHOLIC RELIEF SERVICES P.O. BOX 17090 BALTIMORE, MD 21297	13-5563422	501(C)(3)	15,750.	0.			PUBLIC SAFETY, DISASTER PREPAREDNESS & RELIEF
CAMP PASQUANEY 19 PASQUANEY LN HEBRON, NH 03241	02-0227848	501(C)(3)	15,300.	0.			RECREATION & SPORTS
ROBERT E. LEE MEMORIAL ASSOCIATION, INC. - 483 GREAT HOUSE ROAD - STRATFORD, VA 22558	54-0536105	501(C)(3)	15,250.	0.			ARTS, CULTURE & HUMANITIES
ST. JOSEPH CATHOLIC ORPHAN HOME 2823 FRANKFORT AVENUE LOUISVILLE, KY 40206	61-0475286	501(C)(3)	15,200.	0.			HUMAN SERVICES
SEE JESUS NET PO BOX 197 TELFORD, PA 18969	23-3000534	501(C)(3)	15,000.	0.			RELIGION-RELATED
HEARTLAND CHURCH 9665 HAGUE ROAD INDIANAPOLIS, IN 46256	35-2108005	501(C)(3)	15,000.	0.			RELIGION-RELATED
HOME OF THE INNOCENTS 1100 E MARKET ST LOUISVILLE, KY 40206	61-0445834	501(C)(3)	15,000.	0.			HUMAN SERVICES
ASCENSION CHURCH 4600 LYNNBROOK DRIVE LOUISVILLE, KY 40220	61-0447247	501(C)(3)	15,000.	0.			RELIGION-RELATED

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UNITED WAY OF MIDLAND COUNTY 220 W. MAIN STREET, SUITE 100 MIDLAND, MI 48640	75-0945926	501(C)(3)	15,000.	0.			PHILANTHROPY, VOLUNTARISM
BIBLE STUDY FELLOWSHIP INTERNATIONAL - 19001 HUEBNER ROAD - SAN ANTONIO, TX 78258	94-1514010	501(C)(3)	15,000.	0.			RELIGION-RELATED
JEWISH COMMUNITY OF LOUISVILLE INC. - 3630 DUTCHMANS LANE - LOUISVILLE, KY 40205	61-0444765	501(C)(3)	14,250.	0.			PHILANTHROPY, VOLUNTARISM
ST. JOHN UNITED METHODIST CHURCH 12700 W. HIGHWAY 42 PROSPECT, KY 40059	61-0961846	RELIGIOUS ORGANI	14,188.	0.			RELIGION-RELATED
MARYHURST, INC. 1015 DORSEY LANE LOUISVILLE, KY 40223	31-1542209	501(C)(3)	14,050.	0.			MENTAL HEALTH & CRISIS INTERVENTION
THIRD SECTOR NEW ENGLAND, INC 89 SOUTH ST., #700 BOSTON, MA 02111	04-2261109	501(C)(3)	14,000.	0.			COMMUNITY IMPROVEMENT & CAPACITY BUILDING
RUDOLF STEINER COLLEGE 9200 FAIR OAKS BLVD FAIR OAKS, CA 95628	94-2356338	501(C)(3)	14,000.	0.			EDUCATION
LOUISVILLE COLLEGIATE SCHOOL 2427 GLENMARY AVENUE LOUISVILLE, KY 40204	61-0449630	501(C)(3)	13,725.	0.			EDUCATION
KENTUCKY PUBLIC RADIO INC 619 SOUTH 4TH STREET LOUISVILLE, KY 40202	61-1259787	501(C)(3)	13,610.	0.			ARTS, CULTURE & HUMANITIES

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THE ENDOWMENT FUND OF THE PHI KAPPA PSI FRATERNITY - 5395 EMERSON WAY - INDIANAPOLIS, IN 46226	36-6130655	501(C)(3)	13,000.	0.			EDUCATION
HISTORIC LOCUST GROVE, INC. 561 BLANKENBAKER LANE LOUISVILLE, KY 40207	61-1390403	501(C)(3)	13,000.	0.			ARTS, CULTURE & HUMANITIES
ST. MARK'S EPISCOPAL CHURCH 2822 FRANKFORT AVENUE LOUISVILLE, KY 40206	61-0444813	RELIGIOUS ORGANI	12,800.	0.			RELIGION-RELATED
NORTH STAR FUND 520 EIGHTH AVENUE, SUITE 2203 NEW YORK, NY 10018	13-2950801	501(C)(3)	12,500.	0.			PHILANTHROPY, VOLUNTARISM
JUNIOR ACHIEVEMENT OF KENTUCKIANA 1401 W. MUHAMMAD ALI BLVD. LOUISVILLE, KY 40203	61-0476694	501(C)(3)	12,460.	0.			EDUCATION
GILDA'S CLUB 633 BAXTER AVE LOUISVILLE, KY 40204	20-1635170	501(C)(3)	12,185.	0.			DISEASES, DISORDERS & MEDICAL DISCIPLINES
WOODBERRY FOREST SCHOOL 402 WOODBERRY STATION WOODBERRY FOREST, VA 22989	54-0519590	501(C)(3)	12,050.	0.			EDUCATION
ST. PAUL UNITED METHODIST CHURCH 2000 DOUGLAS BLVD. LOUISVILLE, KY 40205	61-0444817	RELIGIOUS ORGANI	12,000.	0.			RELIGION-RELATED
CHURCH OF OUR LADY OF LOURDES 508 BRECKENRIDGE LANE LOUISVILLE, KY 40207	61-6002467	RELIGIOUS ORGANI	12,000.	0.			RELIGION-RELATED

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OBERLIN COLLEGE 50 W LORAIN ST OBERLAIN, OH 44074	34-0714363	501(C)(3)	11,833.	0.			EDUCATION
KENTUCKY CENTER FOR THE ARTS ENDOWMENT FUND INC. - 501 W. MAIN ST. - LOUISVILLE, KY 40202	31-0999046	501(C)(3)	11,750.	0.			ARTS, CULTURE & HUMANITIES
KENTUCKY NATURAL LANDS TRUST, INC. 433 CHESTNUT ST. BEREA, KY 40403	61-1276913	501(C)(3)	11,650.	0.			ENVIRONMENT
CHURCH HOME & INFIRMARY EPISCOPAL CHURCH HOME - 7504 WESTPORT ROAD - LOUISVILLE, KY 40222	61-0461720	501(C)(3)	11,500.	0.			HEALTH CARE
CATHOLIC EDUCATION FOUNDATION 401 W. MAIN ST. #806 LOUISVILLE, KY 40202	61-1294640	501(C)(3)	11,300.	0.			EDUCATION
UNITY OF LOUISVILLE, INC. 757 S. BROOK STREET LOUISVILLE, KY 40203	61-0469289	501(C)(3)	11,200.	0.			RELIGION-RELATED
LOUISVILLE URBAN LEAGUE 1535 WEST BROADWAY LOUISVILLE, KY 40203	61-0444771	501(C)(3)	11,025.	0.			HUMAN SERVICES
DREPUNG GOMANG INSTITUTE 411 N HUBBARDS LN LOUISVILLE, KY 40207	61-1399694	501(C)(3)	11,000.	0.			EDUCATION
CRESTWOOD UNITED METHODIST CHURCH 7214 KAVANAUGH ROAD CRESTWOOD, KY 40014	61-0525162	RELIGIOUS ORGANI	10,900.	0.			RELIGION-RELATED

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ST. ALBERT THE GREAT CHURCH 1395 GIRARD DR. LOUISVILLE, KY 40222	61-0568020	RELIGIOUS ORGANI	10,600.	0.			RELIGION-RELATED
WINONA LAKE GRACE BRETHERN CHURCH 1200 KINGS HWY. WINONA LAKE, IN 46590	35-1319207	501(C)(3)	10,572.	0.			RELIGION-RELATED
BOYS & GIRLS CLUBS INC. P.O. BOX 4989 LOUISVILLE, KY 40204	61-0568789	501(C)(3)	10,500.	0.			YOUTH DEVELOPMENT
WAYSIDE CHRISTIAN MISSION 432 E. JEFFERSON ST. LOUISVILLE, KY 40257	61-0667139	501(C)(3)	10,500.	0.			HUMAN SERVICES
HOLY CROSS HIGH SCHOOL 5144 DIXIE HIGHWAY LOUISVILLE, KY 40216	61-1053991	RELIGIOUS ORGANI	10,500.	0.			EDUCATION
ST. BRIGID CATHOLIC CHURCH 1520 HEPBURN AVE. LOUISVILLE, KY 40204	61-0485638	RELIGIOUS ORGANI	10,250.	0.			RELIGION-RELATED
NAVIGATORS P.O. BOX 6000 COLORADO SPRINGS, CO 80934	84-6007896	501(C)(3)	10,200.	0.			RELIGION-RELATED
MISSION NETWORK 590 COLUMBUS AVE THORNWOOD, NY 10594	06-1500537	501(C)(3)	10,000.	0.			RELIGION-RELATED
UFM INTERNATIONAL, INC 10000 N. OAK TRAFFICWAY KANSAS CITY, MO 64155	23-1352564	501(C)(3)	10,000.	0.			RELIGION-RELATED

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KENYON COLLEGE 209 CHASE AVENUE GAMBIER, OH 43022	31-4379507	501(C)(3)	10,000.	0.			EDUCATION
REASONS TO BELIEVE 731 EAST ARROW HIGHWAY GLENORA, CA 91740	33-0168048	501(C)(3)	10,000.	0.			RELIGION-RELATED
JULIE AND MICHAEL TRACY FAMILY FOUNDATION - 1364 SANFORD LANE - GLENVIEW, IL 60025	37-1667452	501(C)(3)	10,000.	0.			HUMAN SERVICES
UNIVERSITY OF MICHIGAN 5050 WOLVERINE TOWER ANN ARBOR, MI 48109	38-6006309	501(C)(3)	10,000.	0.			EDUCATION
RANDOLPH COLLEGE 2500 RIVERMONT AVENUE LYNCHBURG, VA 24503	54-0505941	501(C)(3)	10,000.	0.			EDUCATION
UNIVERSITY OF VIRGINIA LAW SCHOOL FOUNDATION - 580 MASSIE ROAD - CHARLOTTESVILLE, VA 22903	54-0838566	501(C)(3)	10,000.	0.			EDUCATION
HINDMAN SETTLEMENT SCHOOL P.O. BOX 844 HINDMAN, KY 41822	61-0447248	501(C)(3)	10,000.	0.			EDUCATION
LOUISVILLE CENTRAL COMMUNITY CENTER, INC. - 1300 W. MUHAMMAD ALI BLVD. - LOUISVILLE, KY 40203	61-0590743	501(C)(3)	10,000.	0.			HUMAN SERVICES
FRIENDS OF THE LOUISVILLE ZOO 1100 TREVILIAN WAY LOUISVILLE, KY 40233	61-0721682	501(C)(3)	10,000.	0.			HUMAN SERVICES

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CHRYSALIS HOUSE, INC. 1589 HILL RISE DR. LEXINGTON, KY 40504	61-1012290	501(C)(3)	10,000.	0.			MENTAL HEALTH & CRISIS INTERVENTION
SHEPHERD'S HOUSE, INC. 154 BONNIE BRAE DRIVE LEXINGTON, KY 40508	61-1105573	501(C)(3)	10,000.	0.			MENTAL HEALTH & CRISIS INTERVENTION
BLUEGRASS CONSERVANCY, INC. 380 S. MILL ST. #205 LEXINGTON, KY 40508	61-1293032	501(C)(3)	10,000.	0.			ENVIRONMENT
PRISON FELLOWSHIP MINISTRIES P.O. BOX 1550 MERRIFIELD, VA 22116	62-0988294	501(C)(3)	10,000.	0.			CRIME & LEGAL-RELATED
RAFIKI FOUNDATION, INC PO BOX 1988 EUSTIS, FL 32727	74-2477089	501(C)(3)	10,000.	0.			HUMAN SERVICES
BANDERA YOUNG LIFE P.O. BOX 1751 BANDERA, TX 78003	84-0385934	501(C)(3)	10,000.	0.			PHILANTHROPY, VOLUNTARISM
CENTER FOR WOMEN AND FAMILIES P.O. BOX 2048 LOUISVILLE, KY 40201	61-0444846	501(C)(3)	9,925.	0.			HUMAN SERVICES
CHURCH OF THE HOLY SPIRIT 3345 LEXINGTON ROAD LOUISVILLE, KY 40206	61-0700575	501(C)(3)	9,880.	0.			RELIGION-RELATED
GREEN CASTLE BAPTIST CHURCH 4970 MURPHY LANE LOUISVILLE, KY 40241	61-1026881	RELIGIOUS ORGANI	9,700.	0.			RELIGION-RELATED

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ST. JUDE CHILDREN'S RESEARCH HOSPITAL - 501 ST. JUDE PLACE - MEMPHIS, TN 38105	62-0646012	501(C)(3)	9,700.	0.			DISEASES, DISORDERS & MEDICAL DISCIPLINES
FELLOWSHIP OF CHRISTIAN ATHLETES 901 CLAREVA RD SELLERSBURG, IN 47172	44-0610626	501(C)(3)	9,650.	0.			YOUTH DEVELOPMENT
WELLSPRING, INC. P.O. BOX 1927 LOUISVILLE, KY 40201	31-1020023	501(C)(3)	9,550.	0.			MENTAL HEALTH & CRISIS INTERVENTION
WHITE ROCK PRESBYTERIAN CHURCH 310 ROVER BOULEVARD LOS ALAMOS, NM 87544	23-7000560	RELIGIOUS ORGANI	9,500.	0.			RELIGION-RELATED
PEWEE VALLEY PRESBYTERIAN CHURCH P.O. BOX 365 PEWEE VALLEY, KY 40056	61-0674777	RELIGIOUS ORGANI	9,000.	0.			RELIGION-RELATED
YOUTH FOR CHRIST USA, INC. PO BOX 21187 LOUISVILLE, KY 40221	61-1067013	501(C)(3)	9,000.	0.			YOUTH DEVELOPMENT
KENTUCKY COMMUNITY AND ECONOMIC DEVELOPMENT EDUCATIONAL FOUN - 464 CHENAULT ROAD - FRANKFORT, KY 40601	61-1284992	501(C)(3)	9,000.	0.			COMMUNITY IMPROVEMENT & CAPACITY BUILDING
FAIRNESS EDUCATION FUND 2263 FRANKFORT AVENUE LOUISVILLE, KY 40201	61-1230383	501(C)(3)	8,850.	0.			EDUCATION
ST. BASIL CATHOLIC CHURCH 513 MONROE BLVD. SOUTH HAVEN, MI 49090	38-1359054	RELIGIOUS ORGANI	8,500.	0.			RELIGION-RELATED

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EMMANUEL BAPTIST CHURCH 502 CHERRY ST. MIDLAND, MI 48640	38-2181656	RELIGIOUS ORGANI	8,500.	0.			RELIGION-RELATED
NEIGHBORHOOD HOUSE 201 NORTH 25TH STREET LOUISVILLE, KY 40212	61-0445842	501(C)(3)	8,500.	0.			HUMAN SERVICES
FAMILY SCHOLAR HOUSE, INC. 403 REG SMITH CIRCLE LOUISVILLE, KY 40208	61-1285124	501(C)(3)	8,400.	0.			HUMAN SERVICES
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	02-0222174	501(C)(3)	8,250.	0.			EDUCATION
KENTUCKY SCHOOL OF ART 845 S 3RD ST. LOUISVILLE, KY 40203	27-2232797	501(C)(3)	8,250.	0.			EDUCATION
VANDERBILT UNIVERSITY 2301 VANDERBILT PLACE NASHVILLE, TN 37235	62-0476822	501(C)(3)	8,200.	0.			EDUCATION
FRIENDS OF AL-ROWWAD USA, INC. 4005 N. 24TH STREET TACOMA, WA 98406	26-3503743	501(C)(3)	8,000.	0.			INTERNATIONAL, FOREIGN AFFAIRS
ST. VINCENT DE PAUL SOCIETY COUNCIL OF LOUISVILLE - 1015-C SOUTH PRESTON STREET - LOUISVILLE, KY 40203	61-0727110	501(C)(3)	7,800.	0.			HUMAN SERVICES
INTELLIGENT CHANGE INITIATIVES INC 200 WEST VINE ST. #420 LEXINGTON, KY 40507	61-1304888	501(C)(3)	7,800.	0.			SCIENCE & TECHNOLOGY

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ST. FRANCES OF ROME 2119 PAYNE ST. LOUISVILLE, KY 40206	61-0445829	RELIGIOUS ORGANI	7,750.	0.			RELIGION-RELATED
BROOKLAWN, INC. 3121 BROOKLAWN CAMPUS DR. LOUISVILLE, KY 40218	61-0471572	501(C)(3)	7,750.	0.			MENTAL HEALTH & CRISIS INTERVENTION
CITY ON A HILL PRODUCTIONS 13149 MIDDLETOWN INDUSTRIAL BLVD., LOUISVILLE, KY 40223	48-1301649	501(C)(3)	7,600.	0.			RELIGION-RELATED
CENTRE COLLEGE 600 W. WALNUT ST DANVILLE, KY 40422	61-0444671	501(C)(3)	7,600.	0.			EDUCATION
CALVARY EPISCOPAL CHURCH 821 SOUTH FOURTH STREET LOUISVILLE, KY 40203	13-5562208	501(C)(3)	7,500.	0.			RELIGION-RELATED
WILMINGTON COLLEGE 1870 QUAKER WAY WILMINGTON, OH 45177	31-0537514	501(C)(3)	7,500.	0.			EDUCATION
LOUISVILLE CIVIC VENTURES INC 401 S 4TH ST., #555 LOUISVILLE, KY 40202	31-0945941	501(C)(3)	7,500.	0.			COMMUNITY IMPROVEMENT & CAPACITY BUILDING
WEST COAST CHRISTIAN CENTER 390 MEMOSA AVE VISTA, CA 93081	33-0266370	RELIGIOUS ORGANI	7,500.	0.			RELIGION-RELATED
WESLEY CHAPEL UNITED METHODIST CHURCH - 2100 HWY 150 - FLOYDS KNOBS, IN 47119	35-1106906	RELIGIOUS ORGANI	7,500.	0.			RELIGION-RELATED

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MOUNT OLIVET UNITED METHODIST CHURCH - PO BOX 787 - MANTEO, NC 27954	56-0567025	501(C)(3)	7,500.	0.			RELIGION-RELATED
PRESBYTERIAN CHURCH OF DANVILLE 500 W. MAIN ST. DANVILLE, KY 40422	61-0587173	RELIGIOUS ORGANI	7,500.	0.			RELIGION-RELATED
LAMB AND LION MINISTRIES P.O. BOX 919 MCKINNEY, TX 75070	75-1717049	501(C)(3)	7,500.	0.			RELIGION-RELATED
CHEVY CHASE PRESBYTERIAN CHURCH 1 CHEVY CHASE CIRCLE WASHINGTON, DC 20015	53-0196531	RELIGIOUS ORGANI	7,400.	0.			RELIGION-RELATED
CHRISTIAN ACADEMY OF LOUISVILLE 700 SOUTH ENGLISH STATION ROAD LOUISVILLE, KY 40245	61-0907309	501(C)(3)	7,400.	0.			EDUCATION
DOCTORS WITHOUT BORDERS USA INC. 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	13-3433452	501(C)(3)	7,350.	0.			PUBLIC SAFETY, DISASTER PREPAREDNESS & RELIEF
AMERICAN HEART ASSOCIATION 240 WHITTINGTON PARKWAY LOUISVILLE, KY 40222	13-5613797	501(C)(3)	7,102.	0.			DISEASES, DISORDERS & MEDICAL DISCIPLINES
ST. WILLIAM CHURCH 1226 W. OAK STREET LOUISVILLE, KY 40210	61-0444819	RELIGIOUS ORGANI	7,100.	0.			RELIGION-RELATED
YOUTH FOR CHRIST USA PO BOX 21187 LOUISVILLE, KY 40221	61-1067013	501(C)(3)	7,100.	0.			YOUTH DEVELOPMENT

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GOVERNOR'S SCHOLARS PROGRAM FOUNDATION - 1024 CAPITAL CENTER DRIVE, SUITE 210 - FRANKFORT, KY 40601	61-1393028	501(C)(3)	7,100.	0.			EDUCATION
RIVER FIELDS, INC. 455 SOUTH 4TH ST, STE 990 LOUISVILLE, KY 40202	61-6032501	501(C)(3)	7,100.	0.			ENVIRONMENT
ST. ALBAN'S EPISCOPAL CHURCH 885 SHORE RD CAPE ELIZABETH, ME 04107	01-0240618	RELIGIOUS ORGANI	7,000.	0.			RELIGION-RELATED
BALDWIN BAPTIST CHURCH 560 7TH ST. BALDWIN, MI 49304	38-2457335	RELIGIOUS ORGANI	7,000.	0.			RELIGION-RELATED
FIRST BAPTIST CHURCH 149 LAWRENCE ST BRANDENBURG, KY 40108	61-0624346	RELIGIOUS ORGANI	7,000.	0.			RELIGION-RELATED
COMMUNITY FOUNDATION OF WEST KENTUCKY - 333 BROADWAY SUITE 615 - PADUCAH, KY 42001	61-1304905	501(C)(3)	7,000.	0.			PHILANTHROPY, VOLUNTARISM
TRUSTEES OF PHILLIPS ACADEMY 180 MAIN ST. ANDOVER, MA 01810	04-2103579	501(C)(3)	6,750.	0.			EDUCATION
ST. XAVIER HIGH SCHOOL 1609 POPLAR LEVEL ROAD LOUISVILLE, KY 40217	61-0480949	RELIGIOUS ORGANI	6,700.	0.			EDUCATION
ALUMNI FUND ASSOCIATION OF YALE UNIVERSITY - PO BOX 2038 - NEW HAVEN, CT 06521	06-6078326	501(C)(3)	6,500.	0.			EDUCATION

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HARRODSBURG BAPTIST CHURCH 312 S. MAIN STREET HARRODSBURG, KY 40330	61-0500917	RELIGIOUS ORGANI	6,500.	0.			RELIGION-RELATED
PRESBYTERIAN HOMES & SERVICES OF KY INC - P. O. BOX 18067 - LOUISVILLE, KY 40261	61-1078924	501(C)(3)	6,500.	0.			HUMAN SERVICES
ACLU OF KENTUCKY FOUNDATION 315 GUTHRIE ST #300 LOUISVILLE, KY 40202	61-6058569	501(C)(3)	6,485.	0.			CIVIL RIGHTS, SOCIAL ACTION & ADVOCACY
LIBERTY HALL, INC. 202 WILKINSON STREET FRANKFORT, KY 40601	61-0469278	501(C)(3)	6,400.	0.			ARTS, CULTURE & HUMANITIES
THE MORTON CENTER, INC. 1028 BARRETT AVE. LOUISVILLE, KY 40204	31-1068020	501(C)(3)	6,200.	0.			MENTAL HEALTH & CRISIS INTERVENTION
BAPTIST SEMINARY OF KENTUCKY 400 EAST COLLEGE ST GEORGETOWN, KY 40324	61-1312812	501(C)(3)	6,100.	0.			EDUCATION
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	13-2654926	501(C)(3)	6,050.	0.			ENVIRONMENT
TRINITY UNITED METHODIST CHURCH 235 LARK ST ALBANY, NY 12210	14-1338573	RELIGIOUS ORGANI	6,000.	0.			RELIGION-RELATED
EVANGELICAL COVENANT CHURCH 8303 HIGGINS ROAD CHICAGO, IL 60631	36-2167730	501(C)(3)	6,000.	0.			RELIGION-RELATED

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ORTHOPAEDIC RESEARCH EDUCATION FOUNDATION - 6300 N RIVER RD, STE 700 - ROSEMONT, IL 60018	36-6009467	501(C)(3)	6,000.	0.			MEDICAL RESEARCH
ORTHOPEDIC RESEARCH AND EDUCATION FOUNDATION - 6300 N. RIVER ROAD, STE 700 - ROSEMONT, IL 60018	36-6009467	501(C)(3)	6,000.	0.			MEDICAL RESEARCH
FIRST PRESBYTERIAN CHURCH - RICHLAND - 8047 CHURCH ST. - RICHLAND, MI 49083	38-2307724	RELIGIOUS ORGANI	6,000.	0.			RELIGION-RELATED
LIVING DESERT RESERVE 47900 PORTOLA AVENUE PALM DESERT, CA 92260	95-3385354	501(C)(3)	6,000.	0.			ENVIRONMENT
FAMILY OF GOD CHRISTIAN FELLOWSHIP 304 N. MAIN ST. HARRODSBURG, KY 40330	61-0562352	RELIGIOUS ORGANI	6,000.	0.			RELIGION-RELATED
PRODIGAL MINISTRIES PO BOX 1484 CRESTWOOD, KY 40014	61-1275040	501(C)(3)	5,950.	0.			HUMAN SERVICES
CONGREGATION ADATH JESHURUN 2401 WOODBOURNE AVE. LOUISVILLE, KY 40205	61-0458363	RELIGIOUS ORGANI	5,948.	0.			RELIGION-RELATED
ST. JOHN CENTER FOR THE HOMELESS 700 EAST MUHAMMAD ALI BOULEVARD LOUISVILLE, KY 40202	61-1135907	501(C)(3)	5,900.	0.			HOUSING & SHELTER
PEACE EDUCATION PROGRAM, INC. 318 W. KENTUCKY ST. LOUISVILLE, KY 40203	61-1220204	501(C)(3)	5,900.	0.			HUMAN SERVICES

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HOLY TRINITY CHURCH 501 CHERRYWOOD ROAD LOUISVILLE, KY 40207	61-0507073	RELIGIOUS ORGANI	5,850.	0.			RELIGION-RELATED
SHIVELY AREA MINISTRIES 4415 DIXIE HWY LOUISVILLE, KY 40216	61-1134579	501(C)(3)	5,800.	0.			HOUSING & SHELTER
TEAM EXPANSION MINISTRIES 4112 OLD ROUTT ROAD LOUISVILLE, KY 40299	31-1043937	501(C)(3)	5,700.	0.			RELIGION-RELATED
LEGAL AID SOCIETY, INC. 416 W. MUHAMMAD ALI BLVD., STE 30 LOUISVILLE, KY 40202	61-0537626	501(C)(3)	5,700.	0.			CRIME & LEGAL-RELATED
CEDAR LAKE FOUNDATION 7984 LAGRANGE ROAD LOUISVILLE, KY 40222	61-1093278	501(C)(3)	5,700.	0.			HUMAN SERVICES
HISTORIC HOMES FOUNDATION, INC. 3110 LEXINGTON ROAD LOUISVILLE, KY 40206	61-0549274	501(C)(3)	5,630.	0.			ARTS, CULTURE & HUMANITIES
CATHOLIC CHARITIES OF LOUISVILLE, INC. - 2911 S. FOURTH ST. - LOUISVILLE, KY 40208	61-1239600	501(C)(3)	5,600.	0.			HUMAN SERVICES
TRUSTEES OF THE SMITH COLLEGE 10 ELM ST. COLLEGE HALL, ROOM 204 NORTHAMPTON, MA 01063	04-1843040	501(C)(3)	5,500.	0.			EDUCATION
SOUTH LOUISVILLE COMMUNITY MINISTRIES, INC. - 4803 SOUTHSIDE DR. - LOUISVILLE, KY 40214	31-0891259	501(C)(3)	5,500.	0.			HUMAN SERVICES

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HARBOR HOUSE OF LOUISVILLE 2231 LOWER HUNTERS TRACE LOUISVILLE, KY 40216	61-1216323	501(C)(3)	5,500.	0.			ARTS, CULTURE & HUMANITIES
CLIFTON CULTURAL CENTER 2117 PAYNE STREET LOUISVILLE, KY 40206	61-1270383	501(C)(3)	5,500.	0.			ARTS, CULTURE & HUMANITIES
PITZER COLLEGE 1050 N. MILLS AVE. CLAREMONT, CA 91711	95-2261113	501(C)(3)	5,500.	0.			EDUCATION
BASILICA OF ST. JOSEPH PROTO-CATHEDRAL - 310 WEST STEPHEN FOSTER - BARDSTOWN, KY 40004	61-0485640	RELIGIOUS ORGANI	5,470.	0.			RELIGION-RELATED
GREATER LOUISVILLE FOUNDATION, INC. - 614 W MAIN STREET, STE 6000 - LOUISVILLE, KY 40202	61-1131064	501(C)(3)	5,350.	0.			PHILANTHROPY, VOLUNTARISM
KENTUCKY OPERA ASSOCIATION 323 W. BROADWAY, SUITE 601 LOUISVILLE, KY 40202	61-6013111	501(C)(3)	5,350.	0.			ARTS, CULTURE & HUMANITIES
SCHOOL CHOICE SCHOLARSHIPS, INC. PO BOX 221546 LOUISVILLE, KY 40252	31-1589289	501(C)(3)	5,300.	0.			EDUCATION
CENTER FOR INTERFAITH RELATIONS 415 W. MUHAMMAD ALI BLVD, STE 101 LOUISVILLE, KY 40202	61-1149619	501(C)(3)	5,300.	0.			ARTS, CULTURE & HUMANITIES
AMERICAN CIVIL LIBERTIES UNION OF KENTUCKY FOUNDATION, INC. - 315 GUTHRIE ST, STE 300 - LOUISVILLE, KY 40202	61-6058569	501(C)(3)	5,200.	0.			CIVIL RIGHTS, SOCIAL ACTION & ADVOCACY

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ST. LABRE INDIAN SCHOOL 1000 TONGUE RIVER RD. ASHLAND, MT 59004	81-0244542	501(C)(3)	5,150.	0.			EDUCATION
MIDDLETOWN CHRISTIAN CHURCH 500 NORTH WATTERSON TRAIL LOUISVILLE, KY 40243	61-0602014	501(C)(3)	5,100.	0.			RELIGION-RELATED
COURT APPOINTED SPECIAL ADVOCATES - LOUISVILLE - 982 EASTERN PKWY #9 - LOUISVILLE, KY 40217	61-1066568	501(C)(3)	5,100.	0.			CRIME & LEGAL-RELATED
ROTARY CLUB OF LOUISVILLE INC. 401 W. MAIN STREET #810 LOUISVILLE, KY 40202	61-6029858	501(C)(3)	5,100.	0.			COMMUNITY IMPROVEMENT & CAPACITY
YOUNG LIFE OF GREATER LOUISVILLE PO BOX 5098 LOUISVILLE, KY 40255	84-0385934	501(C)(3)	5,100.	0.			PHILANTHROPY, VOLUNTARISM
MILTON ACADEMY 170 CENTRE STREET MILTON, MA 02186	04-2103603	501(C)(3)	5,000.	0.			EDUCATION
YALE-CHINA ASSOCIATION 442 TEMPLE STREET NEW HAVEN, CT 06520	06-0646971	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
UNIVERSITY OF HARTFORD 200 BLOOMFIELD AVE. WEST HARTFORD, CT 06117	06-0731360	501(C)(3)	5,000.	0.			EDUCATION
BLUE GRASS FARMS CHARITIES, INC. 340 LEGION DRIVE, SUITE 20 LEXINGTON, KY 40504	20-0374962	501(C)(3)	5,000.	0.			HUMAN SERVICES

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SALVATION ARMY - LEXINGTON 736 W. MAIN ST LEXINGTON, KY 40508	22-2406433	501(C)(3)	5,000.	0.			HUMAN SERVICES
GASPARILLA ISLAND CONSERVATION & IMPROVEMENT ASSOC. - PO BOX 446 - BOCA GRANDE, FL 33921	23-7097778	501(C)(3)	5,000.	0.			ENVIRONMENT
OPEN DOORS WITH BROTHER ANDREW, INC. - PO BOX 27001 - SANTA ANA, CA 92799	23-7275342	501(C)(3)	5,000.	0.			RELIGION-RELATED
YOUTH WITH A MISSION LOUISVILLE INC. - PO BOX 22185 - LOUISVILLE, KY 40252	27-0604489	501(C)(3)	5,000.	0.			RELIGION-RELATED
MAMA FOUNDATION FOR THE ARTS INC 149 WEST 126TH STREET NEW YORK, NY 10027	31-1614732	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
INTEGRATED COMMUNITY DEVELOPMENT INTERNATIONAL INC - PO BOX 247 - WINONA LAKE, IN 46590	32-0112278	501(C)(3)	5,000.	0.			INTERNATIONAL, FOREIGN AFFAIRS
LEO APOSTOLIC CHRISTIAN CHURCH PO BOX 263 LEO, IN 46765	38-3662216	501(C)(3)	5,000.	0.			RELIGION-RELATED
HOLY TRINITY ANGLICAN CHURCH 5333 N. TAMiami TRAIL SARASOTA, FL 34234	38-3796293	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
TIDES FOUNDATION PO BOX 29903 SAN FRANCISCO, CA 94129	51-0198509	501(C)(3)	5,000.	0.			PHILANTHROPY, VOLUNTARISM

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YOUNG NONPROFIT PROFESSIONALS NETWORK - 244 5TH AVENUE STE. T282 - NEW YORK, NY 10001	51-0434057	501(C)(3)	5,000.	0.			EDUCATION
PIONEERS INC 10123 WILLIAM CAREY DR. ORLANDO, FL 32832	52-1206938	501(C)(3)	5,000.	0.			RELIGION-RELATED
COLONIAL WILLIAMSBURG FOUNDATION P.O. BOX 1776 WILLIAMSBURG, VA 23187	54-0505888	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
KENAN-FLAGLER BUSINESS SCHOOL FOUNDATION - CAMPUS BOX #3440 - CHAPEL HILL, NC 27599	56-0771850	501(C)(3)	5,000.	0.			EDUCATION
ACADEMY OF ARTS PO BOX 782 TAYLORS, SC 29687	59-1525472	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
ST. MARGARET MARY CHURCH 7813 SHELBYVILLE ROAD LOUISVILLE, KY 40222	61-0447247	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
ST. BONIFACE CHURCH 531 E. LIBERTY ST. LOUISVILLE, KY 40202	61-0447255	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
ST. JAMES CATHOLIC CHURCH 1826 EDENSIDE AVENUE LOUISVILLE, KY 40204	61-0444806	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
BABY HEALTH SERVICE 1590 HARRODSBURG RD. LEXINGTON, KY 40504	61-0518017	501(C)(3)	5,000.	0.			HEALTH CARE

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BLUE GRASS TRUST FOR HISTORIC PRESERVATION - 253 MARKET ST. - LEXINGTON, KY 40508	61-0518029	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
CHANCE SCHOOL, INC. 4200 LIME KILN LANE LOUISVILLE, KY 40222	61-0549871	501(C)(3)	5,000.	0.			EDUCATION
LEXINGTON HEARING AND SPEECH CENTER INC - 350 HENRY CLAY BLVD. - LEXINGTON, KY 40502	61-0593951	501(C)(3)	5,000.	0.			HEALTH CARE
EVANGEL WORLD PRAYER CENTER 6900 BILLTOWN RD LOUISVILLE, KY 40299	61-0732346	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
BELFRY HIGH SCHOOL P.O. BOX 160 BELFRY, KY 41514	61-1110695	GOVERNMENT MUNIC	5,000.	0.			EDUCATION
LEXINGTON OPERA SOCIETY P.O. BOX 8463 LEXINGTON, KY 40533	61-1170162	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
GOOD NEWS SHELTER CORPORATION 115 E. ADAMS ST. LAGRANGE, KY 40031	61-1334374	501(C)(3)	5,000.	0.			HOUSING & SHELTER
LEXINGTON PHILHARMONIC SOCIETY 161 N. MILL ST. LEXINGTON, KY 40507	61-6033529	501(C)(3)	5,000.	0.			ARTS, CULTURE & HUMANITIES
MILLIGAN COLLEGE 1 BLOWERS BLVD MILLIGAN COLLEGE, TN 37682	62-0535755	501(C)(3)	5,000.	0.			EDUCATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HIGHLANDER RESEARCH & EDUCATION 1959 HIGHLANDER WAY NEW MARKET, TN 37820	62-0646373	501(C)(3)	5,000.	0.			ENVIRONMENT
AMATEUR FIELD TRIAL CLUBS OF AMERICA, INC. - 2873 WHIPPORWILL RD - MICHIGAN CITY, MS 38647	64-0345180	501(C)(3)	5,000.	0.			RECREATION & SPORTS
HOPEFUL HEARTS FOUNDATION, INC. PO BOX 437015 LOUISVILLE, KY 40253	75-3003999	501(C)(3)	5,000.	0.			HUMAN SERVICES
LAPORTE WORSHIP CENTER 1001 MEMORIAL DR. BAYTOWN, TX 77520	76-0224027	501(C)(3)	5,000.	0.			RELIGION-RELATED
JUSTICE RESOURCE CENTER 1807 1/2 W. OAK ST LOUISVILLE, KY 40210	81-0596200	GOVERNMENT MUNIC	5,000.	0.			CRIME & LEGAL-RELATED
NATIONAL FOUNDATION TO SUPPORT CELL TRANSPLANT RESEARCH - 333 EAST MAIN STREET, #400 - LOUISVILLE, KY 40202	83-0392250	501(C)(3)	5,000.	0.			MEDICAL RESEARCH
THRU THE BIBLE RADIO NETWORK 1146 E. GREEN ST PASADENA, CA 91106	95-6145276	501(C)(3)	5,000.	0.			RELIGION-RELATED
MIAMI MONTHLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS - 169 S FOURTH ST - WAYNESVILLE, OH 45068	31-6078878	RELIGIOUS ORGANI	5,000.	0.			RELIGION-RELATED
SHRINERS HOSPITAL FOR CHILDREN - LEXINGTON - 1900 RICHMOND RD - LEXINGTON, KY 40502	36-2193608	501(C)(3)	5,000.	0.			HEALTH CARE

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART I, LINE 2: THE ORGANIZATION USES GUIDESTAR.ORG TO CONFIRM

THAT THE RECIPIENT ORGANIZATIONS ARE IN GOOD STANDING PRIOR TO MAKING THE

DONATION. WHEN THE DONATION IS SENT THE FOLLOWING INFORMATION IS PROVIDED

TO EACH GRANT RECIPIENT:

"ENCLOSED IS A GRANT DISTRIBUTION FROM THE COMMUNITY FOUNDATION OF

LOUISVILLE DEPOSITORY TO YOUR ORGANIZATION. YOU DO NOT NEED TO SEND A TAX

RECEIPT TO THE DONOR; HOWEVER, IF YOU WISH TO EXPRESS YOUR GRATITUDE,

PLEASE USE THE DONORS NAME AND ADDRESS LISTED ON THE CHECK. PLEASE NOTE

Part IV Supplemental Information

THAT GOODS AND/OR SERVICES THAT MAY BE GIVEN IN EXCHANGE FOR THIS
DISTRIBUTION ARE BEING DECLINED, EXCEPT THOSE THAT WOULD NOT REDUCE AN
INDIVIDUALS CHARITABLE TAX DEDUCTION.

BY ACCEPTING THIS CHECK YOUR ORGANIZATION CERTIFIES TO THE COMMUNITY
FOUNDATION OF LOUISVILLE THAT YOUR ORGANIZATION CONTINUES TO BE PUBLICLY
SUPPORTED AND EXEMPT UNDER SECTION 501(C)(3) OF THE IRS CODE. PLEASE NOTE
THAT YOU ARE REQUIRED TO NOTIFY US IMMEDIATELY OF ANY CHANGE TO YOUR IRS
CLASSIFICATION.

ADDITIONALLY, YOU CERTIFY THAT NO TANGIBLE BENEFIT, GOODS OR SERVICES WERE
RECEIVED BY ANY INDIVIDUALS OR ENTITIES CONNECTED WITH THE COMMUNITY
FOUNDATION OF LOUISVILLE FUND, AND THAT THE GRANT WILL NOT BE USED TO
SATISFY THE PAYMENT OF ANY ENFORCEABLE PLEDGE OR LEGALLY BINDING FINANCIAL
OBLIGATION ON BEHALF OF THE DONOR.

PLEASE CALL THE FOUNDATION AT (502) 585-4649 IF YOU HAVE ANY QUESTIONS
ABOUT THIS DISTRIBUTION FROM THE COMMUNITY FOUNDATION OF LOUISVILLE."

IN ADDITION, WHEN THE DONOR MAKES THE CONTRIBUTION TO THE DEPOSITORY, THE
DONOR ALSO AGREES THAT THEY ARE NOT RECEIVING ANY TANGIBLE BENEFIT, GOOD OR
SERVICE.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

2012

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization	THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number	31-1140889
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Part I Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. <input type="checkbox"/> First-class or charter travel <input type="checkbox"/> Travel for companions <input type="checkbox"/> Tax indemnification and gross-up payments <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Housing allowance or residence for personal use <input type="checkbox"/> Payments for business use of personal residence <input type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. <input type="checkbox"/> Compensation committee <input type="checkbox"/> Independent compensation consultant <input type="checkbox"/> Form 990 of other organizations <input type="checkbox"/> Written employment contract <input type="checkbox"/> Compensation survey or study <input type="checkbox"/> Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a Receive a severance payment or change-of-control payment?	4a	X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X
c Participate in, or receive payment from, an equity-based compensation arrangement?	4c	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a The organization?	5a	X
b Any related organization?	5b	X
If "Yes" to line 5a or 5b, describe in Part III.		
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a The organization?	6a	X
b Any related organization?	6b	X
If "Yes" to line 6a or 6b, describe in Part III.		
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	X
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	8	X
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2012

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) SUSAN A BARRY PRESIDENT & CEO	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	216,428.	0.	0.	14,446.	8,593.	239,467.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organizations answered "Yes" on Form
990, Part IV, lines 29 or 30.
▶ Attach to Form 990.**

Name of the organization **THE COMMUNITY FOUNDATION OF LOUISVILLE
DEPOSITORY, INC.**

Employer identification number
31-1140889

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	170	6,099,046.	FMV AT DATE OF GIFT
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29** 0

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	X	
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2012)

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, LINE 32B: BROKERAGE FIRMS SUCH AS MERRILL LYNCH ARE USED

TO SELL PUBLICLY TRADED SECURITIES.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization	THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number	31-1140889
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FORM 990, PART VI, SECTION B, LINE 11: A DRAFT OF THE RETURN IS REVIEWED

FIRST BY INTERNAL MANAGEMENT. AFTER INTERNAL MANAGEMENT HAS REVIEWED THE

RETURN AND ANY CHANGES ARE MADE A DRAFT IS PROVIDED TO THE FINANCE

COMMITTEE FOR REVIEW AND A COPY IS PROVIDED TO THE ENTIRE BOARD. ONCE THE

COMMENTS FROM THE BOARD ARE REVIEWED, THE FINAL DRAFT OF THE RETURN IS

PREPARED AND SIGNED BY THE VICE-PRESIDENT.

FORM 990, PART VI, SECTION B, LINE 12C: THE OFFICERS, DIRECTORS AND KEY

EMPLOYEES ARE REQUIRED TO SUBMIT A CONFLICT OF INTEREST STATEMENT ANNUALLY.

THESE STATEMENTS ARE REVIEWED BY THE VICE-PRESIDENT.

FORM 990, PART VI, SECTION B, LINE 15: THE ORGANIZATION DOES NOT HAVE ANY

EMPLOYEES CURRENTLY; HOWEVER, THEY FOLLOW THE POLICIES AND PROCEDURES FOR

DETERMINING COMPENSATION AS ESTABLISHED BY THE COMMUNITY FOUNDATION OF

LOUISVILLE, INC. THE COMMUNITY FOUNDATION OF LOUISVILLE, INC. HAS A

COMPENSATION COMMITTEE THAT REVIEWS FORM 990'S AND COMPENSATION STUDIES TO

DETERMINE A FAIR AND REASONABLE COMPENSATION FOR THE OFFICERS AND KEY

EMPLOYEES. THE PRESIDENT'S AND OFFICERS' COMPENSATION IS THEN APPROVED BY

THE COMPENSATION COMMITTEE. COMPENSATION FOR ALL EMPLOYEES IS APPROVED BY

THE COMPENSATION COMMITTEE AND BOARD.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION MAKES ITS

FINANCIAL STATEMENTS, CONFLICT OF INTEREST POLICY, AND GOVERNING DOCUMENTS

AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XII, LINE 2C:

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC.	Employer identification number 31-1140889
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THE PROCESS HAS NOT CHANGED FROM PRIOR YEAR.

THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC. IS AUDITED AS PART OF THE COMMUNITY FOUNDATION OF LOUISVILLE, INC. COMBINED GROUP.

THE COMMUNITY FOUNDATION OF LOUISVILLE DEPOSITORY, INC. IS INCLUDED IN THE COMMUNITY FOUNDATION OF LOUISVILLE, INC. AND AFFILIATES COMBINED FINANCIAL STATEMENTS.

THE ORGANIZATION HAS AN AUDIT COMMITTEE THAT OVERSEES THE AUDIT OF THE FINANCIAL STATEMENTS AND THE SELECTION OF THE INDEPENDENT AUDITOR FOR THE COMBINED GROUP.

Related Organizations and Unrelated Partnerships

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.**
▶ **Attach to Form 990.** ▶ **See separate instructions.**

Name of the organization THE COMMUNITY FOUNDATION OF LOUISVILLE
DEPOSITORY, INC. Employer identification number 31-1140889

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
THE COMMUNITY FOUNDATION OF LOUISVILLE, INC. - 31-0997017, 325 W. MAIN STREET, SUITE 1110, LOUISVILLE, KY 40202	FACILITATE INDIVIDUAL DONORS' CHARITABLE GIVING	KENTUCKY	501(C)(3)	7	N/A		X
FELIX E. MARTIN JR. FOUNDATION, INC - 26-2193468, 325 W. MAIN STREET, SUITE 1110, LOUISVILLE, KY 40202	TYPE I SUPPORTING ORGANIZATION - MAINTAIN AND RECEIVE CONTRIBUTIONS	KENTUCKY	501(C)(3)	11 TYPE 1	COMMUNITY FOUNDATION OF LOUISVILLE, INC.		X
THE COMMUNITY FOUNDATION OF LOUISVILLE CORPORATE DEPOSITORY, INC. - 61-11009, 325 W. MAIN STREET, SUITE 1110, LOUISVILLE, KY	FACILITATE INDIVIDUAL DONORS' CHARITABLE GIVING	KENTUCKY	501(C)(3)	7	COMMUNITY FOUNDATION OF LOUISVILLE, INC.		X
THE REAL ESTATE ASSET LEGACY FOUNDATION OF KENTUCKY, INC - 26-2417672, 325 W. MAIN STREET, SUITE 1110, LOUISVILLE, KY 40202	TYPE I SUPPORTING ORGANIZATION - MAINTAIN AND RECEIVE CONTRIBUTIONS	KENTUCKY	501(C)(3)	11 TYPE 1	COMMUNITY FOUNDATION OF LOUISVILLE, INC.		X

Part II Continuation of Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization?	
						Yes	No
LOUISVILLE ORCHESTRA FOUNDATION, INC. - 20-1546969, 323 W. BROADWAY, SUITE 700, LOUISVILLE, KY 40202	TYPE I SUPPORTING ORGANIZATION - MAINTAIN AND RECEIVE CONTRIBUTIONS	KENTUCKY	501(C)(3)	11 TYPE 1	LOUISVILLE ORCHESTRA, INC.		X

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportion- ate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)	X	
c Gift, grant, or capital contribution from related organization(s)	X	
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME, ADDRESS, AND EIN OF RELATED ORGANIZATION:

THE COMMUNITY FOUNDATION OF LOUISVILLE CORPORATE

DEPOSITORY, INC.

EIN: 61-1100993

325 W. MAIN STREET, SUITE 1110

LOUISVILLE, KY 40202