

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

**Return of Private Foundation**  
**or Section 4947(a)(1) Trust Treated as Private Foundation**  
 ▶ Do not enter social security numbers on this form as it may be made public.  
 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052  
**2018**  
**Open to Public Inspection**

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

Name of foundation CHARLES SCOTT RILEY III FOUNDATION		A Employer identification number 46-1505671	
Number and street (or P O box number if mail is not delivered to street address) 600 VINE STREET SUITE 2650		Room/suite	
B Telephone number (see instructions) (513) 381-9222		C If exemption application is pending, check here <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45202		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>2,500,902</u>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	1,266	594		
	<b>4</b> Dividends and interest from securities	75,512	75,512		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	10,335			
	<b>b</b> Gross sales price for all assets on line 6a <u>298,038</u>				
	<b>7</b> Capital gain net income (from Part IV, line 2)		10,335		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	87,113	86,441			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	24,000	12,000		12,000
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)	10,472	7,854		2,618
	<b>b</b> Accounting fees (attach schedule)	2,452	1,819		606
	<b>c</b> Other professional fees (attach schedule)	21,980	21,980		
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	2,969	364		
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	200			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	62,073	44,017		15,224
	<b>25</b> Contributions, gifts, grants paid	110,500			110,500
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	172,573	44,017		125,724	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-85,460				
<b>b Net investment income</b> (if negative, enter -0-)		42,424			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	194,426	169,393	169,393
	<b>2</b> Savings and temporary cash investments . . . . .			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	25,143		
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	1,212,701	1,293,533	1,540,022
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	971,036	854,204	791,487
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,403,306	2,317,130	2,500,902	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	2,403,306	2,317,130	
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	2,403,306	2,317,130		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	2,403,306	2,317,130		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .		<b>1</b>	2,403,306
<b>2</b> Enter amount from Part I, line 27a . . . . .		<b>2</b>	-85,460
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____		<b>3</b>	42
<b>4</b> Add lines 1, 2, and 3 . . . . .		<b>4</b>	2,317,888
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____		<b>5</b>	758
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		<b>6</b>	2,317,130

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b> WELLS FARGO ST	P		
<b>b</b> WELLS FARGO LT	P		
<b>c</b> WELLS FARGO LT	P		
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 128,053		144,367	-16,314
<b>b</b> 138,316		118,336	19,980
<b>c</b> 25,000		25,000	
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			-16,314
<b>b</b>			19,980
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<b>2</b>	10,335
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	172,722	2,728,439	0.063304
2016	126,781	2,731,557	0.046413
2015	173,326	2,690,673	0.064417
2014	106,000	2,580,964	0.041070
2013	10,000	1,007,671	0.009924

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.225128
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.045026
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	2,666,526
<b>5</b> Multiply line 4 by line 3	<b>5</b>	120,063
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	424
<b>7</b> Add lines 5 and 6	<b>7</b>	120,487
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	125,724

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 885.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised fund, public inspection requirements, and books in care of.

Located at 600 VINE ST SUITE 2650 CINCINNATI OH ZIP+4 45202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a foreign country.

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

<b>5a</b> During the year did the foundation pay or incur any amount to				<b>Yes</b>	<b>No</b>
<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.					<b>5b</b>
Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>				
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/>	<b>Yes</b>	<input type="checkbox"/>	<b>No</b>	
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>					<b>6b</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	
<b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?					<b>7b</b>
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b>	

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

**1 List all officers, directors, trustees, foundation managers and their compensation. See instructions**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHILIP CUNNINGHAM 600 VINE ST SUITE 2650 CINCINNATI, OH 45202	TRUSTEE 1 50	8,000	0	0
PAUL F WENKER 600 VINE ST SUITE 2650 CINCINNATI, OH 45202	TRUSTEE 1 50	8,000	0	0
WILLIAM H FRY 600 VINE STREET SUITE 2650 CINCINNATI, OH 45202	TRUSTEE 1 50	8,000	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total** number of other employees paid over \$50,000. ▶

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	2,534,905
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	172,228
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	2,707,133
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	2,707,133
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	40,607
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	2,666,526
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	133,326

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	133,326
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	424
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	424
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	132,902
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	132,902
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	132,902

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	125,724
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	125,724
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	424
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	125,300

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



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

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				132,902
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .				
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				8,231
<b>f Total</b> of lines 3a through e. . . . .	8,231			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>125,724</u>				
<b>a</b> Applied to 2017, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2018 distributable amount. . . . .				125,724
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )	7,178			7,178
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,053			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,053			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				1,053
<b>e</b> Excess from 2018. . . . .				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
 PAUL F WENKER  
 600 VINE ST SUITE 2650  
 CINCINNATI, OH 45202  
 (513) 381-9200

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

**c** Any submission deadlines  
 MAY 31 & NOVEMBER 30

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

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

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





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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ART WAVE20 EAST CENTRAL PARKWAY SUITE 200 CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	1,000
CANCER FAMILY CARE 2421 AUBURN AVENUE CINCINNATI, OH 45219			PROMOTE CHARITABLE PURPOSE	2,000
CATHOLIC- INNER-CITY SCHOOLS EDU FU 100 E EIGHTH STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				110,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	3,000
CINCINNATI ASSOCIATION FOR BLIND 2045 GILBERT AVENUE CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	2,000
CINCINNATI CHILDREN'S THEATRE 4015 RED BANK ROAD CINCINNATI, OH 45227			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . .</b>				110,500

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CINCINNATI MEMORIAL HALL SOCIETY LONGWORTH-ANDERSON SERIES 1225 ELM STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	3,000
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 45203			PROMOTE CHARITABLE PURPOSE	5,000
CINCINNATI NATURE CENTER 4949 TEALTOWN ROAD MILFORD, OH 45150			PROMOTE CHARITABLE PURPOSE	1,500
<b>Total . . . . .</b> ▶ <b>3a</b>				110,500



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CINCINNATI SYMPHONY DEVELOPMENT DEPARTMENT1241 ELM STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	2,000
CINCINNATI ZOO3400 VINE STREET CINCINNATI, OH 45220			PROMOTE CHARITABLE PURPOSE	5,000
CITY GOSPEL MISSION 1805 DALTON AVENUE CINCINNATI, OH 45214			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				110,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CLIFTON CULTURAL ARTS CENTER PO BOX 20041 CINCINNATI, OH 45220			PROMOTE CHARITABLE PURPOSE	500
COLONIAL WILLIAMSBURG PO BOX 1776 WILLIAMSBURG, VA 231879910			PROMOTE CHARITABLE PURPOSE	2,500
CONTEMPORARY ARTS CENTER 44 EAST 6TH STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	2,000
<b>Total . . . . .</b>				110,500

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CORNERSTONE RENTER EQUITY 1641 VINE STREET CINCINNATI, OH 45202				1,500
CORYVILLE CATHOLIC ELEMENTARY SCHOOL 108 CALHOUN STREET CINCINNATI, OH 45219				500
DRAYTRON HALL 3380 ASHLEY RIVER ROAD CHARLESTON, SC 29414				30,000
<b>Total . . . . .</b> ▶ <b>3a</b>				110,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ENSEMBLE THEATRE 1127 VINE STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	2,000
HEALTHY BEGININGS 47 E HOLLISTER STREET SUITE 201 CINCINNATI, OH 45219			PROMOTE CHARITABLE PURPOSE	1,000
INNER CITY YOUTH OPPORTUNITIES 1821 SUMMIT ROAD SUITE 210 CINCINNATI, OH 45237			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				110,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KNOW THEATRE1120 JACKSON CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	1,000
LIGHTHOUSE YOUTH SERVICES 401 EAST MCMILLAN ST CINCINNATI, OH 45206			PROMOTE CHARITABLE PURPOSE	1,000
MAY WE HELP7501 WOOSTER PIKE CINCINNATI, OH 45227			PROMOTE CHARITABLE PURPOSE	1,500
<b>Total . . . . . ▶ 3a</b>				110,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NKU FOUNDATION -CHASE LAW SCHOOL 100 NUNN DR SUITE NH500 HIGHLAND HEIGHTS, KY 41099				7,500
OHIO VALLEY VOICES 6642 BRANCH HILL-GUINEA PIKE LOVELAND, OH 451409141				2,500
PLAYHOUSE IN THE PARKPO BOX 6537 CINCINNATI, OH 45206				2,000
<b>Total . . . . . ▶ 3a</b>				110,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PRO BONO PARTNERSHIP OF OHIO 255 EASTFIFTH STREET SUITE 1900 CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	1,000
PRO KIDS2605 BURNET AVENUE CINCINANTI, OH 45219			PROMOTE CHARITABLE PURPOSE	1,000
SPRINGER SCHOOL & CENTER 2121 MADISON ROAAD CINCINNATI, OH 45208			PROMOTE CHARITABLE PURPOSE	1,500
<b>Total . . . . .</b>				<b>110,500</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TAFT MUSEUM OF ART 316 PIKE STREET CINCINNATI, OH 45202			PROMOTE CHARITABLE PURPOSE	20,000
THE CARNEGIE THEATRE 1028 SCOTT STREET COVINGTON, KY 41011			PROMOTE CHARITABLE PURPOSE	1,000
UC OCULAR ONCOLOGY CENTER 234 GOODMAN CINCINNATI, OH 45219			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . .</b>				110,500

▶ **3a**



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WORDPLAY CINCY4041 HAMILTON AVE CINCINNAT, OH 45223			PROMOTE CHARITABLE PURPOSE	1,000
<b>Total . . . . . ▶ 3a</b>				110,500

**TY 2018 Accounting Fees Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	2,452	1,819		606

**TY 2018 Investments Corporate Bonds Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ANGEL OAKS MULTI STRTGY INSTL CL	204,299	199,839
BLACKROCK ENHANCED EQUITY DIV	25,060	24,087
BLACKROCK STRATEGIC INC OPP INSTL CL	144,358	139,494
COHEN & STREETS REIT AND PFD INCOME	40,524	39,160
EATON VANCE MUTUAL FDS TR GLOBAL CLI		
FIRST EAGLE FUNDS SOGEN CLI	149,074	127,838
JOHN HANCOCK FNDS INT'L GRWTH I	144,203	124,599
PACIFIC FUNDS STRATEGIC INC ADV CL	146,686	136,470

**TY 2018 Investments Corporate Stock Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
AT&T	119,761	94,182
AUTOMATIC DATA PROCESSING	28,416	52,448
BERKSHIRE HATHAWAY SERIES B	49,376	51,045
BP PLC	84,107	75,840
BRISTOL MYERS	38,490	51,980
CISCO SYSTEMS	49,997	48,963
DOWDUPONT		
ECOLAB	31,856	44,205
EXXON MOBILE	134,471	115,923
FIRST TR MID CAP GWTH	29,250	36,220
FIRST TR SMALL CAP CORE	24,067	27,075
ISHARE RUSSEL 2000	23,418	26,780
ISHARE US PREFERRED		
ISHARE CORE S&P MIDCAP	28,934	33,212
JM SMUCKER CO	74,973	93,490
JOHNSON & JOHNSON		
KRAFT HEINZ	25,028	21,520
LOWES	29,254	55,416
MCDONALDS	29,081	53,271
MERCK & CO	56,505	99,333
MICROSOFT CORP	25,992	71,099
MONDELEZ INTL INC	27,940	40,030
PAYPAL HOLDINGS INC	49,858	48,772
PROCTER & GAMBLE	69,142	91,920
QUALCOM INC	49,937	48,943
TARGET		
UNITED PARCEL SERVICES -B	30,191	29,259
US BANCORP	57,718	68,550
VERIZON COMMUNICATIONS	68,688	84,330
3M CO	57,083	76,216

**TY 2018 Legal Fees Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
RENDIGS, FRY, KIELY & DENNIS	10,472	7,854		2,618

**TY 2018 Other Decreases Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Description</b>	<b>Amount</b>
ADJUSTMENT TO BASIS	758

**TY 2018 Other Expenses Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
TREASURER STATE OF OHIO	200			

**TY 2018 Other Increases Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Description</b>	<b>Amount</b>
NON DIVIDEND DISTRIBUTION	42



**TY 2018 Other Professional Fees Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ADR FEES	20	20		
ADVISOR FEES	21,960	21,960		

**TY 2018 Taxes Schedule****Name:** CHARLES SCOTT RILEY III FOUNDATION**EIN:** 46-1505671

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
US TREASURY	1,296			
US TREASURY EST	1,309			
FOREIGN PAID TAXES	364	364		