

**LOUISVILLE METRO COUNCIL
NEIGHBORHOOD DEVELOPMENT FUND APPLICATION CHECKLIST**

Legal Name of Applicant Organization: Blackacre Conservancy, Inc.

Program Name and Request Amount: Butterfly Garden & Gazebo Construction Project \$29,500.00

	Yes/No/NA
Is the NDF Transmittal Sheet Signed by all Council Member(s) Appropriating Funding?	<input type="checkbox"/> Yes
Is the funding proposed by Council Member(s) less than or equal to the request amount?	<input type="checkbox"/> Yes
Is the proposed public purpose of the program viable and well-documented?	<input type="checkbox"/> Yes
Will all of the funding go to programs specific to Louisville/Jefferson County?	<input type="checkbox"/> Yes
Has Council or Staff relationship to the Agency been adequately disclosed on the cover sheet?	<input type="checkbox"/> Yes
Has prior Metro Funds committed/granted been disclosed?	<input type="checkbox"/> Yes
Is the application properly signed and dated by authorized signatory?	<input type="checkbox"/> Yes
Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?	<input type="checkbox"/> Yes
If Metro funding is for a separate taxing district is the funding appropriated for a program outside the legal responsibility of that taxing district?	<input type="checkbox"/> N/A
Is the entity in good standing with: <ul style="list-style-type: none"> • Kentucky Secretary of State? • Louisville Metro Revenue Commission? • Louisville Metro Government? • Internal Revenue Service? • Louisville Metro Human Relations Commission? 	<input type="checkbox"/> Yes
Is the current Fiscal Year Budget included?	<input type="checkbox"/> Yes
Is the entity's board member list (with term length/term limits) included?	<input type="checkbox"/> Yes
Is recommended funding less than 33% of total agency operating budget?	<input type="checkbox"/> Yes
Does the application budget reflect only the revenue and expenses of the project/program?	<input type="checkbox"/> Yes
Is the cost estimate(s) from proposed vendor (if request is for capital expense) included?	<input type="checkbox"/> Yes
Is the most recent annual audit (if required by organization) included?	<input type="checkbox"/> Yes
Is a copy of Signed Lease (if rent costs are requested) included?	<input type="checkbox"/> N/A
Is the Supplemental Questionnaire for churches/religious organizations (if requesting organization is faith-based) included?	<input type="checkbox"/> N/A
Are the Articles of Incorporation of the Agency included?	<input type="checkbox"/> Yes
Is the IRS Form W-9 included?	<input type="checkbox"/> Yes
Is the IRS Form 990 included?	<input type="checkbox"/> Yes
Are the evaluation forms (if program participants are given evaluation forms) included?	<input type="checkbox"/> N/A
Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required to do so)?	<input type="checkbox"/> Yes
Has the Agency agreed to participate in the BBB Charity review program? If so, has the applicant met the BBB Charity Review Standards?	<input type="checkbox"/> No
Prepared by: <i>Scott W. Harrington</i>	Date: <i>5-13-16</i>

**NEIGHBORHOOD DEVELOPMENT FUND
Not-for-Profit Transmittal and Approval Form**

Applicant/Program: Blackacre Conservancy, Inc./Butterfly Garden & Gazebo Construction Project

Executive Summary of Request:
To construct a new gazebo and butterfly garden in Blackacre Conservancy. The total cost of the project is \$29,500 (\$20,000 for materials which includes equipment rental and \$9,500 for labor through Youth-Build Louisville's trade apprentice program).

Is this program/project a fundraiser? Yes No
 Is this applicant a faith based organization? Yes No
 Does this application include funding for sub-grantee(s)? Yes No

I have reviewed the attached Neighborhood Development Fund Application and have found it complete and within Metro Council guidelines and request approval of funding in the following amount(s). I have read the organization's statement of public purpose to be furthered by the funds requested and I agree that the public purpose is legitimate. I have also completed the disclosure section below, if required.

11 K. J. Kramer \$15,000.00 May 13, 2016
 District # Council Member Signature Amount Date

Primary Sponsor Disclosure
List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.
 none

Approved by:

 Appropriations Committee Chairman Date

Clerk's Office Only:
 Request Amount: _____ Committee Amended Appropriation: _____
 Original Appropriation: _____ Council Amended Appropriation: _____



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 1 – APPLICANT INFORMATION			
Legal Name of Applicant Organization:		Blackacre Conservancy, Inc.	
<small>(as listed on: http://www.sos.ky.gov/business/records)</small>			
Main Office Street & Mailing Address: 3200 Tucker Station RD, Louisville, KY 40299			
Website: www.BlackacreConservancy.org			
Applicant Contact:	A. Dale Josey	Title:	Executive Director
Phone:	502.266.9802	Email:	Blackacre1844@gmail.com
Financial Contact:	A. Dale Josey	Title:	Executive Director
Phone:	502.266.9802	Email:	Blackacre1844@gmail.com
Organization's Representative who attended NDF Training: A. Dale Josey			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
Program Facility Location(s):	3200 Tucker Station RD, Louisville, KY 40299		
Council District(s):	District 11 & 20 but serving all	Zip Code(s):	40299
SECTION 2 – PROGRAM REQUEST & FINANCIAL INFORMATION			
PROGRAM/PROJECT NAME: Butterfly Garden & Gazebo Construction Project			
Total Request: (\$)	29,500.00	Total Metro Award (this program) in previous year: (\$)	--0--
Purpose of Request (check all that apply): <input type="checkbox"/> Operating Funds (generally cannot exceed 33% of agency's total operating budget) <input type="checkbox"/> Programming/services/events for direct benefit to community or qualified individuals <input checked="" type="checkbox"/> Capital Project of the organization (equipment, furnishing, building, etc)			
The Following are Required Attachments:			
<input checked="" type="checkbox"/> IRS Exempt Status Determination Letter <input checked="" type="checkbox"/> Current Year Projected Budget <input checked="" type="checkbox"/> List of Board of Directors (include term & term limits) <input checked="" type="checkbox"/> Current financial statement <input checked="" type="checkbox"/> Most recent IRS Form 990 or 1120-H <input checked="" type="checkbox"/> Articles of Incorporation <input type="checkbox"/> Cost estimates from proposed vendor if request is for capital expense		<input type="checkbox"/> Signed lease if rent costs are being requested <input checked="" type="checkbox"/> IRS Form W9 <input type="checkbox"/> Evaluation forms if used in the proposed program <input type="checkbox"/> Annual audit (if required by organization) <input type="checkbox"/> Faith Based Organization Certification Form, if required <input checked="" type="checkbox"/> Staff including the 3 highest paid staff	
For the current fiscal year ending June 30 , list all funds appropriated and/or received from Louisville Metro Government for this or any other program or expense, including funds received through Metro Federal Grants, from any department or Metro Council Appropriation (Neighborhood Development Funds). Attach additional sheet if necessary.			
Source:	NONE	Amount: (\$)	-- 00--
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Has the applicant contacted the BBB Charity Review for participation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Has the applicant met the BBB Charity Review Standards? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

Applicant's Initials



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 3 – AGENCY DETAILS

Describe Agency's Vision, Mission and Services:

Our mission is preserve Blackacre's natural and historic features, promote outdoor environmental education and share Blackacre's cultural heritage with the community. The organization is dedicated to enhancing environmental literacy and to investigating and celebrating the important link between people, nature and the land.

Blackacre's legacy began in 1790; our historic structures include a two-story brick farm house built in 1844. Since 1981, Blackacre Conservancy, a 501(c) 3 nonprofit organization, has worked to preserve and share nearly three hundred acres of rolling fields, wetlands, forests, and streams surround a working historic homestead dating back to the 1790s that lies at the heart of the Preserve. Today, Blackacre is truly an "island" in the middle of urban development. Our vision includes preserving and interpreting a piece of Kentucky's natural legacy and early settlement history for visitors of all ages, offering a place of peace and refuge, not only for our urban visitors, but for all the preserve's wild inhabitants.

The Articles of Dedication in the conveyance of Blackacre to the Commonwealth of Kentucky recognized that there was a relative lack of opportunity for people living in such population centers as Louisville to conveniently visit natural places for education and recreation. As a State Nature Preserve (SNP), Blackacre is a legally dedicated area that has been recognized for its natural significance and protected by law for scientific and educational purposes.

Our services include strategies founded in methods calculated to maintain the ecological, cultural and historical integrity of the preserve in order to enhance opportunities for environmental education and, where possible, natural recreation in addition to demonstrating the historical impact of this special place on early American frontier life in the Bluegrass State.



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SECTION 4 – PROGRAM/PROJECT NARRATIVE

A: Describe the program/project start and end dates, a description of the program/project and applicable data with regards to specific client population the program will address (attach related flyers, planning minutes, designs, event permits, proposals for services/goods, etc.):

Blackacre's nature preserve and historic homestead includes the growing of food and promoting Farm to Table strategies for the largest Community Garden (300-plots) in Jefferson County. Spread over 12-acres we are removing four contiguous plots for the construction of a Butterfly Garden to include upper land lower ponds or bogs. A professionally graded naturalist and Master Gardener are collaborating on the design and construction to insure this area attracts amphibious creatures including frogs ('peepers'), and salamanders. Last years' census indicated over 270- garden plots were rented for home grown vegetables and fruits.

Blackacre's Community Garden continues bringing people together from a wide variety of different countries and backgrounds (age, race, social class). New immigrants grow traditional crops otherwise unavailable locally and offer a cultural exchange with other gardeners. The majority of over 250+ gardeners at Blackacre are middle-aged with a large percentage retired on fixed income. Everyone remains grateful for full sun in the Community Garden. However, unobstructed mid-day heat especially in July, August, and into early fall can be brutal. This project introduces a large covered area as critical shade for young and old needing a break. Sun and heat are important for growing plants but according to cancer data not so good for prolonged skin exposure. YouthBuild Louisville has embraced this project by providing critical labor. This non-profit organization provides education, counseling and job skills to unemployed young American adults (between ages 16 and 24), who are generally high school dropouts.

Blackacre's Community Garden compliments Goal 10 of the city's strategic plan announced by Mayor Greg Fischer to "Promote the local food economy with expansion of urban agriculture, community gardens..." as part of a healthy, vibrant city initiative. In 2014 Blackacre became the sole manager of Jefferson County's largest Community Garden previously under the supervision of UK Cooperative Extension. Given our mayor's comments and the growing popularity of the Community Garden this project is a unique opportunity to collaborate with YouthBuild. Not only by providing real world construction experience for at risk-youth, but also in creating a newly expanded learning zone of biodiversity for school kids.

B: Describe specifically how the funding will be spent including identification of funding to sub grantee(s):

The total cost for this project is \$29,500.00 We are requesting \$20,000.00 for construction plus \$9,500 for a team of trade apprentices from Youth-Build Louisville. They will be on the construction site for six-weeks digging concrete footers and erecting (while learning carpentry skills) a 12' x 10' linear gazebo / lean to kit in addition to constructing two 10' x 12' decks. The gazebo features an 8' slanted roof with gutters and down spout emptying into a 20-gallon rain barrel providing a passive water supply for Community Gardeners. The budget includes the design and hard scape of the eventual 30' x 120' Butterfly Garden opposite the proposed gazebo. 'Hardscape' means the installation of an arbor and walking path meandering from a large, oval trellised entrance at the access road into a complete loop including the backside. Multiple two-seater park benches line this path in addition to periodic informational signage. So doing enhances the visitor experience from the main lane around the community garden. Features include seating areas, interpretive features (garden identification, plant identification, passive education, and kiosks), teaching areas, the gazebo as a center-piece and other features. Hardscape requires renting a Bobcat to dig connecting shallow upper and lower pools as main hydro-logic features.

Topography indicates water flow will be sufficient for establishing the lower pool as a bog complete with aquatic plants. It will be lined with partially submerged tree limbs or logs intended to sustain amphibious life. Various proven strategies will be employed to insure ecological integrity of this aquatic zone. Therefore this project creates expanded educational opportunities in the new Butterfly Garden for some of the 6,000 school children who visit Blackacre annually. Design plans call for the openness of the shallow pond and bog to allow access to water for swallows and other birds that drink on the wing. The resulting new habitat will significantly benefit nature study enhanced by a covered observation area created by the new linear gazebo. The planting zone will include host and nectar plants for butterflies / hummingbirds and to plant native varieties as much as possible. The garden plan also allows for planting 'habitat oases' around the garden perimeter.

Before we begin this project a long-term master / management plan is being developed for the Community Garden. Overall design includes weed control to insure logical growth, maintenance and curb appeal, hardscaping (including water feature/s) and landscaping areas.



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C: If this request is a fundraiser, please detail how the proceeds will be spent:

N/A

D: For Expenditure Reimbursement Only – The grant award period begins with the Metro Council approval date and ends on June 30 of Metro fiscal year in which the grant is approved. If any part of this funding request is for funds to be spent before the grant award period, identify the applicable circumstances:

Effective October 24, 2013, reimbursements should not be made unless an emergency can be demonstrated by the primary council sponsor. The funding request is a reimbursement of the following expenditures (attach invoices or proof of payment):

- ✓ Attach a copy of invoices and/or receipts to provide proof of purchase of activities associated with the work plan identified in this application.
- ✓ Attach a copy of cancelled checks to provide proof of payment of the invoices or receipts associated with the work plan identified in this application.

The funding request is a reimbursement of the following expenditures that will probably be incurred after the application date, but prior to the execution of the grant agreement:

- ✓ If selecting this option, the invoice, receipt and payment documentation should not be available as of the date of this application.

The Grantee will be required to submit financial reporting in accordance with the reporting schedule provided in the grant agreement.

AF



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

E: Describe the program's benefits to those being served (measurable outcomes). Include the program's process for collecting data and the indicators that will be tracked to measure the benefits to those being served:

Project Goal is to develop a lush ornamental butterfly garden that will serve as a buffer in the community garden space between organic/non-organic gardeners. The garden will become a center of excellence for wildlife restoration and an outdoor classroom for gardening education. The butterfly garden will provide a restful, shady and happy space for gardeners and other community members to enjoy while watching butterflies and hummingbirds flutter from plant to plant.

The butterfly garden will act as a forum to host educational events and programs, school classes, etc. to teach about the importance of gardening to restore natural habitat for butterflies and other of Mother Nature's animals, insects and critters. This section also serves as an important buffer in the community garden space between organic / non-organic gardeners. It effectively restores butterfly habitat and increases the number and variety of butterflies. As an ecological restoration project, all efforts to prepare the soil, plant and maintain the garden are meant to reestablish as near a naturally occurring ecosystem as possible. The butterfly garden will provide a restful, happy space for gardeners, neighborhoods around Blackacre and other community members to enjoy while watching butterflies and hummingbirds flutter from plant to plant.

F: Briefly describe any existing collaborative relationships the organization has with other community organizations. Describe what those partners are bringing to the relationship in general and to this program/project specifically.

Youth Build Louisville (YBL) agreed to provide the labor as a summer job training and pre-apprenticeship program. Project Mgr Joshua Poe will provide close supervision and skills training for young adults enrolled in the YBL Construction career track. YouthBuild is a non-profit organization which provides education, counseling and job skills to unemployed young American adults (between ages 16 and 24), generally high school dropouts. This collaborative venture between Blackacre and YouthBuild embraces several of its five components: construction, education, counseling, leadership, and graduate opportunity. Students spend every other week on a job site, will be learning a trade on this job site located in our popular Community Garden. This gives the students marketable job skills. Many YouthBuild students come directly from the streets or from difficult life situations, so counseling is available to help them deal with anger management, family responsibilities, and other adjustment / life direction issues. Leadership is taught explicitly in YouthBuild programs, based on the philosophy that young people are not a burden, but rather a resource to be tapped. This, combined with ensuring opportunity and placement for graduates, means that many YouthBuild graduates go on to college, work in the non-profit sector, serve on committees, or even run in local politics.

Handwritten initials, possibly "AJ", in black ink.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 5 – PROGRAM/PROJECT BUDGET SUMMARY

THE PROGRAM/PROJECT BUDGET SHOULD REALISTICALLY ESTIMATE WHAT AMOUNT IS NEEDED FROM METRO GOVERNMENT AND WHAT IS EXPECTED FROM OTHER SOURCES.

Program/Project Expenses	Column 1	Column 2	Column (1+2)=3
	Proposed Metro Funds	Non-Metro Funds	Total Funds
A: Personnel Costs Including Benefits			
B: Rent/Utilities			
C: Office Supplies			
D: Telephone			
E: In-town Travel			
F: Client Assistance (Attach Detailed List)			
G: Professional Service Contracts	\$9,500.00		\$9,500.00
H: Program Materials			
I: Community Events & Festivals (Attach Detail List)			
J: Machinery & Equipment	\$2,000.00		\$2,000.00
K: Capital Project	\$18,000.00		\$18,000.00
L: Other Expenses (Attach Detail List)			
*TOTAL PROGRAM/PROJECT FUNDS	\$29,500.00		\$29,500.00
% of Program Budget	100 %	%	100%

List funding sources for total program/project costs in Column 2, Non-Metro Funds:

Other State, Federal or Local Government	
United Way	
Private Contributions (do not include individual donor names)	
Fees Collected from Program Participants	
Other (please specify)	
Total Revenue for Columns 2 Expenses **	-0-

*Total of Column 1 MUST match "Total Request on Page 1, Section 2"

**Must equal or exceed total in column 2.

Harrington, Scott

From: Dale Josey <blackacre1844@gmail.com>
Sent: Wednesday, May 18, 2016 2:52 PM
To: Harrington, Scott
Cc: Cheryl Brandreth
Subject: Blackacre: Notes for Detailed Budget Summary

Good morning Scott ~

Please note Blackacre does not have a formal proposal from a designated vendor for the construction of a large gazebo / shelter and Butterfly Garden. The detailed budget was submitted in cooperation with the construction manager from YouthBuild for building a gazebo and creation of an adjacent Butterfly Garden. It includes cost estimates based upon my research at both Home Depot and Lowe's. Lumber is priced by the linear foot in 12' lengths of 2'x4', 2'x6' and will be required for all framing members including stairs and railings. Lumber estimates includes balusters, and spindles for surrounding railing attached to deck edges. We will also be pouring several bags of pre-mix concrete for all footings. Home Depot and Lowe's also indicate pre-mix comes in 60-pound bags and one bag yields 1/2 cubic foot. They also estimate we'll need 5-pounds of screws (or nails) for every 100 square feet of decking.

Let me know if you need any additional information as I truly appreciate your support in the NDF application process.

Take Care,
Dale

A. Dale Josey
Executive Director
Blackacre Conservancy, Inc
3200 Tucker Station Road
Louisville, KY 40299
502-266-9802
www.BlackacreConservancy.org

Butterfly Garden Detailed Budget

Gazebo / lean –to Kit	\$5,000.00
Grass seed, trees and wildflower plants	2,700
Leasing equipment for excavating wetlands, contouring, path and other construction	2,000
Path material - dense aggregate for underlayment or surface	500
Interpretive signage	3,000
Wood construction materials for construction of elevated walkways and features around wetlands	2,000
Construction material for casual seating (benches)	1,000
Program/meeting area - Pad - dense grade aggregate for underlayment or surface	800
Seating	300
Hand and deck railing including spindles	1,250.00
Two flanking 10' x 12' sun decks (filtered light)	1,450.00
Labor (team / "class" of eight students + Project Mgr.)	9,500.00
	<hr/>
Total	\$ 29,500.00



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail of In-Kind Contributions for this PROGRAM only: Includes Volunteers, Space, Utilities, etc. (Include anything not bought with cash revenues of the agency).

Donor*/Type of Contribution	Value of Contribution	Method of Valuation
(5) 30' x 30' garden plots reserved for this project	\$3,000 over estimated expected use	Assessed value of plot rental fee per year
<i>Total Value of In-Kind</i> (to match Program Budget Line Item. Volunteer Contribution & Other In Kind)		

*** DONOR INFORMATION REFERS TO WHO MADE THE IN KIND CONTRIBUTION. VOLUNTEERS NEED NOT BE LISTED INDIVIDUALLY, BUT GROUPED TOGETHER ON ONE LINE AS A TOTAL NOTING HOW MANY HOURS PER PERSON PER WEEK**

Agency Fiscal Year Start Date: **January 1st**

Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? NO YES

If YES, please explain:



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 6 – CERTIFICATIONS & ASSURANCES

By signing Section 7 of the Grant Application, the authorized official signing for the applicant organization certifies and assures to the best of his or her knowledge and/or belief the following Assurances and Certifications. If there is any reason why one or more of the assurances or certifications listed cannot be certified or assured, please explain in writing and attach to this application.

Standard Assurances

1. Applicant understands this application and its attachments as well as any resulting grant agreement, reports and proof of expenditure is subject to Kentucky's open records law.
2. Applicant will establish safeguards to prohibit employees or any person that receives compensation from awarded funds from using their position for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
3. Applicant and any sub grantee will give Louisville Metro Government access to and the right to examine all paper or electronic records related to the awarded grant for up to five years of the grant agreement date.
4. Applicant assures compliance with the grant requirements and will monitor the performance of any third party (sub-grantee).
5. The Agency is in good standing with the Kentucky Secretary of State, Louisville Metro Government, the Jefferson County Revenue Commission, the Internal Revenue Service, and the Louisville Metro Human Relations Commission.
6. Applicant understands failure to provide the services, programs, or projects included in the agreement will result in funds being withheld or requested to be returned if previously disbursed.
7. Applicant understands they must return to Louisville Metro any unexpended funds by July 31 following the Metro Louisville's fiscal year end
8. Applicant understands they must provide proof of all expenditures (canceled checks, receipts, paid invoices). The Applicant understands the failure to provide proof of expenditures as required in the grant agreement could result in funding being withheld or request to be returned if previously disbursed.
9. Applicant understands if this application is approved, the grant agreement will identify an award period that begins with the Metro Council approval date, and will end with June 30 of the fiscal year in which the grant is approved. Expenditures associated with this award expected to occur prior to the award period (approval date) must be disclosed in this application in order to be considered compliant with the grant agreement.
10. Applicant understands if we choose to incur expenditures prior to the approval of the application by the Metro Council, there is no guarantee that funding will be reimbursed, as the Council may choose not to award the application.
11. Applicant understands if the grant agreement is not returned to Louisville Metro within 90 days of its mailing to the applicant, the approval is automatically revoked.

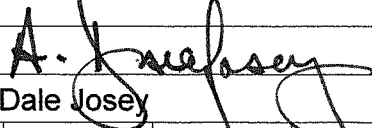

Standard Certifications

1. The Agency certifies it will not use Louisville Metro Government funds for any religious, political or fraternal Activities.
2. The Agency has a written Affirmative Action/Equal Opportunity Policy.
3. The Agency does not discriminate in employment or in provision of any service/program/activity/event based on age, color, disabled status, national origin, race, religion, sex, gender identity or sexual orientation, or Vietnam era veteran status.
4. The Agency certifies it will not require clients, recipients, or beneficiaries to participate in religious, political, fraternal or like activities in order to receive services/benefits provided with Louisville Metro Government funds.
5. The Agency understands the Americans with Disabilities Act (ADA) and makes reasonable accommodations.

Relationship Disclosure: List below any relationship you or any member of your Board of Directors or employees has with any Councilperson, Councilperson's family, Councilperson's staff or any Louisville Metro Government employee.

SECTION 7 – CERTIFICATIONS & ASSURANCES

I certify under the penalty of law the information in this application (including, without limitation, "Certifications and Assurances") is accurate to the best of my knowledge. I am aware my organization will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am legally authorized to sign this application for the applying organization and have initialed each page of the application.

Signature of Legal Signatory:		Date:	9 May 2016
Legal Signatory: (please print):	A. Dale Josey	Title:	Executive Director
Phone:	502.266.9802	Extension:	
Email:	Blackacre1844@gmail.com		



Staff Including the 3 Highest Paid Staff

A Dale Josey / Executive Director

\$ 65,000 - ok AJ

Roseanne Green / Manager, Community Programs & Special Events

431,200 - ok AJ

* Only two-paid staff

Internal Revenue Service
P.O. Box 2508
Cincinnati, OH 45201

Department of the Treasury

Date: MAR 11 2008

BLACKACRE CONSERVANCY INC
3200 TUCKER STATION RD
LOUISVILLE KY 40299-4439

Person to Contact:
Vaida Singleton
ID# 31-03018
Toll Free Telephone Number:
877-829-5500
Employer Identification Number:
[REDACTED]

Dear Sir or Madam:

This is in response to the amendments to your organization's Articles of Incorporation filed with the state on August 9, 2007. We have updated our records to reflect the name change from BLACKACRE FOUNDATION INC to **BLACKACRE CONSERVANCY INC**, as indicated above.


Our records indicate that a determination letter was issued in November 1983 that recognized you as exempt from Federal income tax. Our records further indicate that you are currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records also indicate you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Cindy Westcott
Manager, Exempt Organizations
Determinations

BLACKACRE CONSERVANCY, INC.

FINANCIAL STATEMENTS

Years Ended December 31, 2014 and 2013

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Independent Auditors' Report

To the Board of Directors
Blackacre Conservancy, Inc.
Louisville, Kentucky

We have audited the accompanying financial statements of Blackacre Conservancy, Inc. (a not-for-profit organization), which comprise the statements of assets, liabilities, and net assets - modified cash basis as of December 31, 2014 and 2013, and the related statements of revenues, expenses and changes in net assets - modified cash basis, and statements of cash flows - modified cash basis for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting as described in Note 1; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities, and net assets of Blackacre Conservancy, Inc. as of December 31, 2014 and 2013, and its support, revenues and expenses for the years then ended in accordance with the modified cash basis of accounting as described in Note 1.

Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Deming, Malone, Linsay & Ostroff

Louisville, Kentucky
March 17, 2015

BLACKACRE CONSERVANCY, INC.

STATEMENTS OF ASSETS, LIABILITIES AND
NET ASSETS - MODIFIED CASH BASIS

December 31, 2014 and 2013

Assets	<u>2014</u>	<u>2013</u>
Current Assets		
Cash	\$ 274,024	\$ 315,443
Total current assets	<u>274,024</u>	<u>315,443</u>
Property and Equipment		
Land	2,583,591	2,583,591
Furniture and equipment	<u>43,850</u>	<u>41,975</u>
	2,627,441	2,625,566
Less accumulated depreciation	<u>33,852</u>	<u>31,285</u>
	<u>2,593,589</u>	<u>2,594,281</u>
Other Assets		
Cash - Emmy Smith Fund	57,666	72,190
Investments	<u>1,795,870</u>	<u>1,776,842</u>
	<u>1,853,536</u>	<u>1,849,032</u>
Total assets	<u>\$ 4,721,149</u>	<u>\$ 4,758,756</u>
Liabilities and Net Assets		
Current Liabilities		
Payroll taxes payable	<u>\$ 3,803</u>	<u>\$ 7,275</u>
Net Assets		
Unrestricted	3,663,672	3,681,783
Temporarily restricted	199,490	215,514
Permanently restricted	<u>854,184</u>	<u>854,184</u>
Total net assets	<u>4,717,346</u>	<u>4,751,481</u>
Total liabilities and net assets	<u>\$ 4,721,149</u>	<u>\$ 4,758,756</u>

See Notes to Financial Statements.

BLACKACRE CONSERVANCY, INC.

**STATEMENTS OF REVENUES, EXPENSES AND
CHANGES IN NET ASSETS - MODIFIED CASH BASIS**

Years Ended December 31, 2014 and 2013

	2014		
	Unrestricted	Restricted	Total
Revenues			
Membership dues	\$ 10,704		\$ 10,704
Rent income	31,077		31,077
Contributions	17,148	\$ 38,744	55,892
Public access events	10,533		10,533
Special events	16,316		16,316
Investment income	96,352	22	96,374
	182,130	38,766	220,896
Net assets released from restrictions	54,790	(54,790)	
Total revenues	236,920	(16,024)	220,896
Expenses			
Salaries and wages	96,140		96,140
Repairs and maintenance	48,745		48,745
Special events	17,581		17,581
Bank management fees	14,744		14,744
Public access events	13,621		13,621
Professional fees	13,433		13,433
Office expense	7,791		7,791
Utilities	7,747		7,747
Insurance	7,665		7,665
Payroll taxes	7,415		7,415
Newsletter	5,333		5,333
Miscellaneous	4,412		4,412
Marketing	3,604		3,604
Environmental education	3,468		3,468
Depreciation	2,567		2,567
Membership expense	715		715
Professional development	50		50
Total expenses	255,031		255,031
Net (decrease) increase in total net assets	(18,111)	(16,024)	(34,135)
Net assets at beginning of year	3,681,783	1,069,698	4,751,481
Net assets at end of year	\$ 3,663,672	\$ 1,053,674	\$ 4,717,346

See Notes to Financial Statements.

2013

<u>Unrestricted</u>	<u>Restricted</u>	<u>Total</u>
\$ 7,039		\$ 7,039
37,535		37,535
8,950	\$ 56,500	65,450
16,387		16,387
15,207		15,207
<u>284,228</u>	<u>21</u>	<u>284,249</u>
369,346	56,521	425,867
19,000	(19,000)	
<u>388,346</u>	<u>37,521</u>	<u>425,867</u>
95,448		95,448
14,246		14,246
12,843		12,843
13,865		13,865
11,134		11,134
9,920		9,920
6,805		6,805
5,774		5,774
7,670		7,670
7,373		7,373
4,848		4,848
3,230		3,230
4,653		4,653
5,743		5,743
2,500		2,500
635		635
195		195
<u>206,882</u>		<u>206,882</u>
181,464	37,521	218,985
<u>3,500,319</u>	<u>1,032,177</u>	<u>4,532,496</u>
<u>\$ 3,681,783</u>	<u>\$ 1,069,698</u>	<u>\$ 4,751,481</u>

BLACKACRE CONSERVANCY, INC.

STATEMENTS OF CASH FLOWS - MODIFIED CASH BASIS

Years Ended December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Cash Flows from Operating Activities		
(Decrease) increase in total net assets	\$ (34,135)	\$ 218,985
Adjustments to reconcile net (decrease) increase in total net assets to net cash used in operating activities:		
Depreciation	2,567	2,500
Realized gain on investments	(135,266)	(49,174)
Unrealized loss (gain) on investments	105,995	(179,717)
Change in payroll taxes payable	<u>(3,472)</u>	<u>3,806</u>
Net cash used in operating activities	<u>(64,311)</u>	<u>(3,600)</u>
Cash Flows from Investing Activities		
Purchase of investments	(2,475,084)	(632,291)
Proceeds from sale/redemption of investments	2,483,452	649,915
Decrease (increase) in Emmy Smith Fund	<u>14,524</u>	<u>(15,021)</u>
Net cash provided by investing activities	<u>22,892</u>	<u>2,603</u>
Net decrease in cash	(41,419)	(997)
Cash at beginning of year	<u>315,443</u>	<u>316,440</u>
Cash at end of year	<u>\$ 274,024</u>	<u>\$ 315,443</u>

See Notes to Financial Statements.

BLACKACRE CONSERVANCY, INC.

NOTES TO FINANCIAL STATEMENTS

Note 1. Nature of Activities and Summary of Significant Accounting Policies

Nature of activities:

Blackacre Conservancy, Inc. (Blackacre) was created to raise and dispense funds for the maintenance and day-to-day operations of Blackacre State Nature Preserve and Historic Homestead with special emphasis on the historic buildings. Blackacre State Nature Preserve and Historic Homestead is located in eastern Jefferson County, Kentucky. Blackacre supports the nature preserve for its historical significance and as an environmental education center for the community at large as well as the Jefferson County Public Schools. Blackacre's programs include environmental education for non-JCPS schools; community programs on nature; Kentucky pioneer life; Blackacre history; and other events related to Blackacre's mission, all of which are funded by contributions and grants, fundraising revenue from special events, and investment revenue on the permanently restricted endowment fund. Blackacre also rents certain home sites on the preserve as residential properties, and rents certain of the other facilities on the preserve for weddings, receptions and other special events as an additional means of financial support.

Summary of significant accounting policies:

This summary of significant accounting policies of Blackacre is presented to assist in understanding Blackacre's financial statements. The financial statements are representations of Blackacre's management who is responsible for the integrity and objectivity of the financial statements. These accounting policies conform to the modified cash basis of accounting as described herein and have been consistently applied in the preparation of the financial statements.

Basis of presentation:

The financial statements have been prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Under this basis, certain revenues and the related assets are recognized when received rather than when earned and certain expenses are recognized when paid rather than when the obligations are incurred. Consequently, Blackacre has not recognized pledges receivable from donors, accounts receivable from member dues, accounts payable to vendors, and their related effects on the change in net assets in the accompanying financial statements.

NOTES TO FINANCIAL STATEMENTS

Blackacre has generally adopted the financial statement display provisions applicable to not-for-profit organizations which consist primarily of recording contributions received as unrestricted, temporarily restricted, or permanently restricted depending on the existence and/or nature of any donor restrictions. Blackacre also reports investments at fair market value and record donations other than cash at their fair market value.

Functional classification:

Total expenses reported on the statement of revenues, expenses and changes in net assets - modified cash basis are as follows:

	<u>2014</u>	<u>2013</u>
Program services	\$171,755	\$133,796
Management and general	55,314	49,863
Fund-raising	<u>27,962</u>	<u>23,223</u>
	<u>\$255,031</u>	<u>\$206,882</u>

Income taxes:

Blackacre is exempt from federal, Kentucky and local income taxes as a not-for-profit organization as described under Internal Revenue Code Section 501(c)(3). Blackacre files informational tax returns with the U.S. federal jurisdiction and with the Kentucky Office of the Attorney General. However, income from certain activities not directly related to Blackacre's tax exempt purpose may be subject to taxation as unrelated business income. Management does not believe that Blackacre has unrelated business income for the years ended December 31, 2014 and 2013.

As of December 31, 2014 and 2013, Blackacre did not have any accrued interest or penalties related to income tax liabilities, and no interest or penalties have been charged to operations for the years then ended. Tax years ending on or after December 31, 2011, remain subject to IRS review and change. Tax years still open under state statute of limitations remain subject to review and change.

Investments:

Investments are recorded at fair market value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair market value measurements.

NOTES TO FINANCIAL STATEMENTS

Property, equipment and depreciation:

Blackacre's policy is to capitalize asset purchases in excess of \$500. Property and equipment are recorded at cost if purchased, or at fair market value as of the date of donation, if donated, and are being depreciated on the straight-line method over their estimated useful lives.

Advertising and marketing costs:

Advertising costs related to the newsletter and fundraising activities are expensed as incurred.

Cash:

For purposes of statement of cash flows, Blackacre considers unrestricted checking and savings accounts to be cash.

Donations other than cash:

Donations other than cash are recorded at their fair market value as of the date of donation. Donated services must meet the specific expertise requirements and would normally have been purchased before they are recorded. Donations of long-lived assets with explicit restrictions that specify how the assets are to be used and donations of cash or other assets that must be used to acquire long-lived assets are reported as temporarily restricted support. Absent explicit donor stipulations about how long these long-lived assets must be maintained, Blackacre reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

Volunteers from the general public and local community and school groups donate their time to Blackacre by providing general maintenance and upkeep of the nature preserve building and grounds and also various related materials and supplies. Management estimates approximately \$30,000 of donated services and materials were received during each year of 2014 and 2013 that are not recorded in the financial statements.

Estimates:

The preparation of financial statements in conformity with the modified cash basis of accounting requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS

Subsequent events:

Subsequent events have been evaluated through March 17, 2015, which is the date the financial statements were available to be issued.

Note 2. Investments

Investments are held and managed by Stock Yards Bank & Trust Company under an investment objectives and guidelines agreement.

Cost and market value of investments as of December 31, 2014 and 2013 are as follows:

	2014		Net Unrealized Gain (Loss)
	Cost	Market Value	
Cash and cash equivalents	\$ 41,064	\$ 41,064	
Equity securities and funds:			
Common stocks:			
Energy	47,294	50,899	\$ 3,605
Basic materials	6,035	15,936	9,901
Industrials	47,569	56,485	8,916
Consumer discretionary	52,848	76,252	23,404
Consumer staples	38,489	56,116	17,627
Financials	79,432	107,170	27,738
Technology	101,508	151,679	50,171
Healthcare	60,089	81,147	21,058
Telecommunications	11,963	14,309	2,346
Utilities	15,717	17,696	1,979
	460,944	627,689	166,745
Mutual funds:			
Large cap blend	153,401	172,670	19,269
Large cap value	175,000	171,792	(3,208)
Mid cap value	39,436	46,701	7,265
Small cap value	57,622	56,298	(1,324)
International	104,831	120,676	15,845
Emerging markets	35,000	35,139	139
	565,290	603,276	37,986
Total equity funds	1,026,234	1,230,965	204,731

NOTES TO FINANCIAL STATEMENTS

	2014		
	<u>Cost</u>	<u>Market Value</u>	<u>Net Unrealized Gain (Loss)</u>
Fixed income securities and funds:			
U.S. Government bonds	25,303	25,077	(226)
Corporate bonds	<u>113,454</u>	<u>113,632</u>	<u>178</u>
Mutual funds:			
Core plus fund	140,523	141,134	611
Total return	178,961	177,352	(1,609)
High income	35,950	33,156	(2,794)
Global bond	<u>35,000</u>	<u>33,490</u>	<u>(1,510)</u>
	<u>390,434</u>	<u>385,132</u>	<u>(5,302)</u>
 Total fixed income funds	 <u>529,191</u>	 <u>523,841</u>	 <u>(5,350)</u>
 Total investments	 <u>\$1,596,489</u>	 <u>\$1,795,870</u>	 <u>\$ 199,381</u>
	2013		
	<u>Cost</u>	<u>Market Value</u>	<u>Net Unrealized Gain (Loss)</u>
Cash and cash equivalents	\$ 58,603	\$ 58,603	
Equity securities and funds:			
Common stocks:			
Energy	45,861	52,809	\$ 6,948
Basic materials	16,507	29,942	13,435
Industrials	42,408	49,723	7,315
Consumer discretionary	41,923	60,045	18,122
Consumer staples	23,832	32,776	8,944
Financials	74,377	97,469	23,092
Technology	59,989	103,926	43,937
Healthcare	37,644	57,074	19,430
Telecommunications	9,666	12,658	2,992
Utilities	<u>7,995</u>	<u>13,585</u>	<u>5,590</u>
	<u>360,202</u>	<u>510,007</u>	<u>149,805</u>
Mutual funds:			
Exchange traded	8,826	18,469	9,643
Large cap blend	251,451	338,465	87,014
Mid cap value	57,234	73,241	16,007
Small cap growth	42,762	51,425	8,663
Small cap value	42,165	53,820	11,655
International	104,831	128,118	23,287
Emerging markets	<u>35,000</u>	<u>37,612</u>	<u>2,612</u>
	<u>542,269</u>	<u>701,150</u>	<u>158,881</u>
 Total equity funds	 <u>902,471</u>	 <u>1,211,157</u>	 <u>308,686</u>

NOTES TO FINANCIAL STATEMENTS

	2013		
	<u>Cost</u>	<u>Market Value</u>	<u>Net Unrealized Gain (Loss)</u>
Fixed income securities and funds:			
U.S. Government bonds	<u>77,949</u>	<u>78,793</u>	<u>844</u>
Taxable municipal bonds	<u>50,468</u>	<u>51,074</u>	<u>606</u>
Mutual funds:			
Inflation protected	55,000	54,869	(131)
Total return	251,608	249,056	(2,552)
Low duration	50,367	48,535	(1,832)
Global bond	<u>25,000</u>	<u>24,755</u>	<u>(245)</u>
	<u>381,975</u>	<u>377,215</u>	<u>(4,760)</u>
Total fixed income funds	<u>510,392</u>	<u>507,082</u>	<u>(3,310)</u>
Total investments	<u>\$1,471,466</u>	<u>\$1,776,842</u>	<u>\$ 305,376</u>

Note 3. Fair Value Measurement

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described as follows:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted market prices for identical assets or liabilities in active markets that the Organization has the ability to access.
- Level 2 – Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active or inactive markets; inputs other than quoted prices that are observable for the asset or liability; inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.
- Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

NOTES TO FINANCIAL STATEMENTS

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs.

All assets have been valued using a market approach. Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at December 31, 2014 and 2013.

Cash equivalent funds – valued at face value of the account at year end.

Common stocks – valued at the closing price reported on the active market in which the individual securities are traded.

Mutual funds – valued at the net asset value of shares held by the Organization at year end.

U.S. government securities and municipal bonds – units held are valued using interest rates and benchmark yields at commonly quoted intervals.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although Blackacre believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTES TO FINANCIAL STATEMENTS

The following table sets forth by level, within the fair value hierarchy, Blackacre's assets at fair value as of December 31, 2014 and 2013:

	December 31, 2014		
	Level 1	Level 2	Total
Cash and cash equivalents	\$ 41,064		\$ 41,064
Common stocks:			
Energy	50,899		50,899
Basic materials	15,936		15,936
Industrials	56,485		56,485
Consumer discretionary	76,252		76,252
Consumer staples	56,116		56,116
Financials	107,170		107,170
Technology	151,679		151,679
Healthcare	81,147		81,147
Telecommunications	14,309		14,309
Utilities	17,696		17,696
Mutual funds:			
Large cap blend	172,670		172,670
Large cap value	171,792		171,792
Mid cap value	46,701		46,701
Small cap value	56,298		56,298
International	120,676		120,676
Emerging markets	35,139		35,139
Fixed income securities and funds:			
U.S. Government bonds		\$ 25,077	25,077
Corporate bonds		113,632	113,632
Mutual funds:			
Core plus bond fund	141,134		141,134
Total return bond fund	177,352		177,352
High income fund	33,156		33,156
Global bond fund	33,490		33,490
Total assets at fair value	\$1,657,161	\$138,709	\$1,795,870

NOTES TO FINANCIAL STATEMENTS

	December 31, 2013		
	Level 1	Level 2	Total
Cash and cash equivalents	\$ 58,603		\$ 58,603
Common stocks:			
Energy	52,809		52,809
Basic materials	29,942		29,942
Industrials	49,723		49,723
Consumer discretionary	60,045		60,045
Consumer staples	32,776		32,776
Financials	97,469		97,469
Technology	103,926		103,926
Healthcare	57,074		57,074
Telecommunications	12,658		12,658
Utilities	13,585		13,585
Mutual funds:			
Exchange traded	18,469		18,469
Large cap blend	338,465		338,465
Mid cap value	73,241		73,241
Small cap growth	51,425		51,425
Small cap value	53,820		53,820
International	128,118		128,118
Emerging markets	37,612		37,612
Fixed income securities and funds:			
U.S. Government bonds		\$ 78,793	78,793
Taxable municipal bonds		51,074	51,074
Mutual funds:			
Inflation protected fund	54,869		54,869
Total return fund	249,056		249,056
Low duration fund	48,535		48,535
Global bond fund	24,755		24,755
	\$1,646,975	\$129,867	\$1,776,842
Total assets at fair value	\$1,646,975	\$129,867	\$1,776,842

NOTES TO FINANCIAL STATEMENTS

Note 4. Endowment Funds

Blackacre's endowment funds consist of investments held in Stock Yards Trust Company investment accounts (see Note 2). These investments include both Board designated funds and donor funds which are permanently restricted. As required by generally accepted accounting principles, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions. The endowment net asset composition for type of fund as of December 31, 2014 and 2013 is as follows:

	2014		
	<u>Unrestricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor-restricted endowment funds		\$854,184	\$ 854,184
Board-designated endowment funds	<u>\$941,686</u>	_____	<u>941,686</u>
	<u>\$941,686</u>	<u>\$854,184</u>	<u>\$1,795,870</u>
	2013		
	<u>Unrestricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor-restricted endowment funds		\$854,184	\$ 854,184
Board-designated endowment funds	<u>\$922,658</u>	_____	<u>922,658</u>
	<u>\$922,658</u>	<u>\$854,184</u>	<u>\$1,776,842</u>

Changes in endowment net assets for the years ended December 31, 2014 and 2013 are as follows:

	2014		
	<u>Unrestricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning of year	\$922,658	\$854,184	\$1,776,842
Investment return:			
Interest and dividends	66,385		66,385
Unrealized gains	(105,995)		(105,995)
Realized gains	135,266		135,266
Net transfers to operations	(63,546)		(63,546)
Trustee fees	<u>(13,082)</u>	_____	<u>(13,082)</u>
Endowment net assets, end of year	<u>\$941,686</u>	<u>\$854,184</u>	<u>\$1,795,870</u>

NOTES TO FINANCIAL STATEMENTS

	2013		
	Unrestricted	Permanently Restricted	Total
Endowment net assets, beginning of year	\$711,391	\$854,184	\$1,565,575
Investment return:			
Interest and dividends	54,712		54,712
Unrealized losses	179,717		179,717
Realized gains	49,174		49,174
Net transfers to operations	(59,894)		(59,894)
Trustee fees	(12,442)		(12,442)
Endowment net assets, end of year	<u>\$922,658</u>	<u>\$854,184</u>	<u>\$1,776,842</u>

Interpretation of relevant law:

Blackacre has interpreted the Kentucky Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, Blackacre classifies as permanently restricted assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulation to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of any donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by Blackacre in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, Blackacre considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds, (2) the purposes of the donor-restricted endowment funds, (3) general economic conditions, (4) the possible effect of inflation and deflation, (5) the expected total return from income and the appreciation of investments, (6) other resources of Blackacre, and (7) Blackacre's investment policies.

NOTES TO FINANCIAL STATEMENTS

Return objectives and risk parameters:

Blackacre has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that Blackacre must hold in perpetuity or for a donor-specified period as well as board-designated funds. Under its Summary of Investment Objectives and Guidelines policy adopted in 2008, the endowment assets are invested in a manner that is intended to preserve principal in terms of its purchasing power to serve Blackacre's needs over the long term; produce sufficient income to meet those needs; and provide long-term growth in assets and be fairly balanced by the need for reasonable income and investment risk. These objectives shall be met through a balanced strategy of fixed income, equities, and cash investments with a focus on total return in a risk-averse manner. It is intended that the investment manager achieve performance objectives over a seven year period.

Strategies employed for achieving objectives:

To satisfy its long-term rate-of-return objectives, Blackacre relies on a total return strategy in which investment returns are achieved both through capital appreciation (realized and unrealized) and current yield (interest and dividends). Blackacre targets a diversified asset allocation.

Spending policy and how the investment objectives relate to spending policy:

Blackacre has a policy making quarterly income distributions deemed necessary to support their mission. In establishing this policy, Blackacre considered the long-term expected return on its endowment. Income distributions are determined by a total return system. The amounts distributed are based on a twelve quarter moving average of the market value of the total fund, multiplied by an amount not to exceed 4%. This policy is consistent with the Blackacre's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return.

NOTES TO FINANCIAL STATEMENTS

Note 5. Changes in Restricted Net Assets

Changes in temporarily restricted net assets are as follows:

	<u>Balance</u> <u>12/31/13</u>	<u>Contributions</u>	<u>Released</u>	<u>Interest</u> <u>Income</u>	<u>Balance</u> <u>12/31/14</u>
Visitor center	\$100,000				\$100,000
Emmy Smith Memorial Fund	72,190	\$ 500	\$(15,046)	\$22	57,666
Environmental Education Center	4,574				4,574
Gwynne projects	10,000				10,000
Watershed conservation	5,000				5,000
Pond restoration	1,250				1,250
Future operations	12,500		(12,500)		
Salary supplement	10,000	10,000	(10,000)		10,000
Various programs		13,800	(2,800)		11,000
Repairs and maintenance	_____	<u>14,444</u>	<u>(14,444)</u>	_____	_____
	<u>\$215,514</u>	<u>\$38,744</u>	<u>\$(54,790)</u>	<u>\$ 22</u>	<u>\$199,490</u>

	<u>Balance</u> <u>12/31/12</u>	<u>Contributions</u>	<u>Released</u>	<u>Interest</u> <u>Income</u>	<u>Balance</u> <u>12/31/13</u>
Visitor center	\$100,000				\$100,000
Emmy Smith Memorial Fund	57,169	\$15,000		\$21	72,190
Environmental Education Center	4,574				4,574
Gwynne projects	10,000				10,000
Watershed conservation	5,000				5,000
Pond restoration	1,250				1,250
Future operations		12,500			12,500
Salary supplement		10,000			10,000
Various programs		15,000	\$(15,000)		
Shed roof	_____	<u>4,000</u>	<u>(4,000)</u>	_____	_____
	<u>\$177,993</u>	<u>\$56,500</u>	<u>\$(19,000)</u>	<u>\$ 21</u>	<u>\$215,514</u>

Permanently restricted net assets of \$854,184 represent the initial endowment contributions received in 1985 of which the income from this endowment is to be used to fund operations of Blackacre.

NOTES TO FINANCIAL STATEMENTS

Note 6. **Rental Income**

Blackacre leases certain of the buildings to individuals who live in these buildings as their primary residence. The leases are for one year terms and are renewable at the option of Blackacre. Two of these leases were terminated in 2014. Blackacre also leases certain of the facilities to the general public for special events.

Note 7. **Concentration of Credit Risk**

Blackacre maintains cash balances at several financial institutions located in Kentucky. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. At December 31, 2014, there were no uninsured cash balances.

Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the value of the investment securities will occur in the near term and that such change could materially affect the financial condition of Blackacre.

Note 8. **Agreements and Commitments**

In October 1996, Blackacre entered into an agreement with the Kentucky State Nature Preserves Commission and the Jefferson County Board of Education. This agreement stipulates various responsibilities to be undertaken by each of the parties to the agreement. Blackacre's role is to maintain and manage Blackacre State Nature Preserve and Historic Homestead. The agreement was extended in 2012 for an additional term of ten years.

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990 and its instructions is at www.irs.gov/form990

A For the 2014 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization BLACKACRE CONSERVANCY, INC.		D Employer identification number [REDACTED]
	Doing business as		E Telephone number 502-266-9802
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	
	3200 TUCKER STATION ROAD		G Gross receipts \$ 1,391,517.
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40299		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
F Name and address of principal officer: DALE JOSEY SAME AS C ABOVE		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	
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		If "No," attach a list. (see instructions)	
J Website: WWW.BLACKACRECONSERVANCY.ORG		H(c) Group exemption number ▶	
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: 1983	M State of legal domicile: KY

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: SUPPORT OF BLACKACRE STATE NATURE PRESERVE AND HISTORIC HOMESTEAD FOR ITS HISTORICAL	
	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 13
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 13
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5 4
	6 Total number of volunteers (estimate if necessary)	6 65
	7 a 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 83,542. Current Year 65,228.
	9 Program service revenue (Part VIII, line 2g)	14,264. 21,237.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	104,532. 202,368.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	28,722. 20,476.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	231,060. 309,309.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0. 0.
	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)	103,821. 103,555.
	16 a Professional fundraising fees (Part IX, column (A), line 11e)	0. 0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 10,381.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	86,651. 133,895.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	190,472. 237,450.	
19 Revenue less expenses. Subtract line 18 from line 12	40,588. 71,859.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 4,758,756. End of Year 4,721,149.
	21 Total liabilities (Part X, line 26)	7,275. 3,803.
	22 Net assets or fund balances. Subtract line 21 from line 20	4,751,481. 4,717,346.

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			
	DALE JOSEY, EXECUTIVE DIRECTOR				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN [REDACTED]
	JEFFREY MCCAFFREY				
Preparer Use Only	Firm's name ▶	Firm's EIN ▶			
	DEMING MALONE LIVESAY & OSTROFF PSC	[REDACTED]			
Firm's address ▶		Phone no. (502) 426-9660			
9300 SHELBYVILLE RD STE 1100					
LOUISVILLE, KY 40222-5187					

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 or note to any line in this Part III

1 Briefly describe the organization's mission: TO PRESERVE BLACKACRE'S NATURAL AND HISTORIC FEATURES, PROMOTE OUTDOOR ENVIRONMENTAL EDUCATION, AND SHARE BLACKACRE'S CULTURAL HERITAGE WITH THE COMMUNITY.

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 \$ 171,755. including grants of \$) (Revenue \$ 21,237.) BLACKACRE CONSERVANCY MANAGES THE 170 ACRE BLACKACRE STATE NATURE PRESERVE AND HISTORIC SETTLEMENT FOR, AND IN PARTNERSHIP WITH, THE KENTUCKY STATE NATURE PRESERVE COMMISSION. THE SETTLEMENT INCLUDES A NUMBER OF STRUCTURES BUILT BETWEEN 1795 AND 1844. THE CONSERVANCY ALSO MANAGES 130 ACRES OF CONSERVANCY AND EASEMENT LAND, TWO BUILDINGS USED FOR EDUCATIONAL PURPOSES AND THREE RENTAL PROPERTIES. THE JEFFERSON COUNTY PUBLIC SCHOOL BOARD IS A THIRD PARTNER. JCPS SUPPORTS TWO TEACHERS AND BRINGS OVER 8,000 STUDENTS TO STUDY ENVIRONMENTAL EDUCATION. THE BLACKACRE CONSERVANCY OFFERS PROGRAMS FOR NON JCPS SCHOOLS AND THE COMMUNITY.

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 171,755.

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 other assistance to or for any foreign organization? <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 other assistance to or for foreign individuals? <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 <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government 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 or other assistance to or for domestic individuals 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 25a</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), 501(c)(4), and 501(c)(29) 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 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <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 or note to any line in this Part V



Main form table with columns for question number, Yes, and No. Includes questions 1a through 14b regarding IRS filings and tax compliance.

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 or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members of the governing body at the end of the tax year (13); 1b Enter the number of voting members included in line 1a, above, who are independent (13); 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? (X); 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? (X); 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? (X); 5 Did the organization become aware during the year of a significant diversion of the organization's assets? (X); 6 Did the organization have members or stockholders? (X); 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? (X); 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? (X); 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body? (X); b Each committee with authority to act on behalf of the governing body? (X); 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O (X).

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 Did the organization have local chapters, branches, or affiliates? (X); 10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?; 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? (X); 11b Describe in Schedule O the process, if any, used by the organization to review this Form 990.; 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 (X); 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? (X); 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done (X); 13 Did the organization have a written whistleblower policy? (X); 14 Did the organization have a written document retention and destruction policy? (X); 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? a The organization's CEO, Executive Director, or top management official (X); b Other officers or key employees of the organization (X); If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).; 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? (X); 16b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

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. [] 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, address, and telephone number of the person who possesses the organization's books and records: BLACKACRE CONSERVANCY, INC. - 502-266-9802 3200 TUCKER STATION ROAD, LOUISVILLE, KY 40299

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

Check if Schedule O contains a response or note to any line 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) COLIN LINDSAY PRESIDENT	1.00	X						0.	0.	0.
(2) ANN T. NEVILS DIRECTOR	1.00	X						0.	0.	0.
(3) JOELLEN JOHNSTON SECRETARY	1.00	X						0.	0.	0.
(4) STEVEN D. KERRICK ASSISTANT TREASURER	1.00	X						0.	0.	0.
(5) DOUG WEAVER TREASURER	1.00	X						0.	0.	0.
(6) STUART BENSON DIRECTOR	1.00	X						0.	0.	0.
(7) CHRIS MORRIS DIRECTOR	1.00	X						0.	0.	0.
(8) TRACY CUTTING DIRECTOR	1.00	X						0.	0.	0.
(9) SAM LORD DIRECTOR	1.00	X						0.	0.	0.
(10) ELMER BLACKBURN DIRECTOR	1.00	X						0.	0.	0.
(11) KATIE GREENE VICE PRESIDENT	1.00	X						0.	0.	0.
(12) VIC BITTER DIRECTOR	1.00	X						0.	0.	0.
(13) TOM GARRITY DIRECTOR	1.00	X						0.	0.	0.
(14) DALE JOSEY EXECUTIVE DIRECTOR	40.00			X				65,016.	0.	0.
(15) MATT LATHROP DIRECTOR	1.00							0.	0.	0.
(16) DON DOTT DIRECTOR	1.00							0.	0.	0.
(17) JIM DUCKWORTH DIRECTOR	1.00							0.	0.	0.

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			
1b Sub-total							65,016.	0.	0.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							65,016.	0.	0.	

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 or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c	9,336.				
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	55,892.				
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f		65,228.				
	Program Service Revenue	2 a MEMBERSHIP DUES	Business Code 900099	10,704.	10,704.		
		b PUBLIC ACCESS EVENTS	900099	10,533.	10,533.		
c							
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f			21,237.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		67,102.			67,102.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	31,077.				
		(ii) Personal	0.				
		b Less: rental expenses	31,077.				
		c Rental income or (loss)					
	d Net rental income or (loss)		31,077.			31,077.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	1,199,893.				
		(ii) Other					
		b Less: cost or other basis and sales expenses	1,064,627.				
		c Gain or (loss)	135,266.				
	d Net gain or (loss)		135,266.			135,266.	
	8 a Gross income from fundraising events (not including \$ 9,336. of contributions reported on line 1c). See Part IV, line 18	a	6,980.				
		b Less: direct expenses	17,581.				
c Net income or (loss) from fundraising events			<10,601.>			<10,601.>	
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.			309,309.	21,237.	0.	222,844.	



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 or note to any line 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 domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	65,016.	48,762.	9,752.	6,502.
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	31,124.	23,343.	4,669.	3,112.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	7,415.	5,561.	1,112.	742.
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	3,231.		3,231.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	14,744.		14,744.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	10,202.		10,202.	
12 Advertising and promotion	8,937.	8,937.		
13 Office expenses	7,791.	4,675.	3,116.	
14 Information technology				
15 Royalties				
16 Occupancy	15,412.	8,505.	6,907.	
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	2,567.	2,310.	257.	
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 REPAIRS AND MAINTENANCE	48,745.	48,745.		
b PUBLIC ACCESS	13,621.	13,621.		
c MISCELLANEOUS	4,412.	3,088.	1,324.	
d ENVIRONMENTAL EDUCATION	3,468.	3,468.		
e All other expenses	765.	740.		25.
25 Total functional expenses. Add lines 1 through 24e	237,450.	171,755.	55,314.	10,381.
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 or note to any line in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1		1		
	2	387,633.	2	331,690.	
	3		3	0.	
	4		4		
	5		5		
	6		6		
	7		7		
	8		8		
	9		9		
	10a	2,627,441.			
	10b	33,852.	2,594,281.	10c	2,593,589.
	11		1,776,842.	11	1,795,870.
	12			12	
	13			13	
	14			14	
	15			15	
16	Total assets. Add lines 1 through 15 (must equal line 34)	4,758,756.	16	4,721,149.	
Liabilities	17	7,275.	17	3,803.	
	18		18		
	19		19		
	20		20		
	21		21		
	22		22		
	23		23		
	24		24		
	25		25		
	26	Total liabilities. Add lines 17 through 25	7,275.	26	3,803.
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	3,681,783.	27	3,663,672.	
	28	215,514.	28	199,490.	
	29	854,184.	29	854,184.	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30		30		
	31		31		
	32		32		
	33	4,751,481.	33	4,717,346.	
	34	4,758,756.	34	4,721,149.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	309,309.
2	Total expenses (must equal Part IX, column (A), line 25)	2	237,450.
3	Revenue less expenses. Subtract line 2 from line 1	3	71,859.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,751,481.
5	Net unrealized gains (losses) on investments	5	<105,994.>
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	4,717,346.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other		
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 checked="" type="checkbox"/> Separate basis <input 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.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization **BLACKACRE CONSERVANCY, INC.** Employer identification number XXXXXXXXXX

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 in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations

(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 listed in your governing document?		(v) Amount of monetary support (see Instructions)	(vi) Amount of other support (see Instructions)
			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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	107,000.	83,421.	53,955.	90,581.	66,596.	401,553.
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	107,000.	83,421.	53,955.	90,581.	66,596.	401,553.
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)						
6 Public support. Subtract line 5 from line 4.						109,454.
						292,099.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4	107,000.	83,421.	53,955.	90,581.	66,596.	401,553.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	170,190.	97,395.	113,847.	141,897.	233,446.	756,775.
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 VI.)	2,202.	3,914.	17,503.	7,959.	<1,265.>	30,313.
11 Total support. Add lines 7 through 10						1188641.
12 Gross receipts from related activities, etc. (see instructions)					12	29,389.

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**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f))	14	24.57 %
15 Public support percentage from 2013 Schedule A, Part II, line 14	15	36.78 %

16a **33 1/3% support test - 2014.** 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

b **33 1/3% support test - 2013.** 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

17a **10% -facts-and-circumstances test - 2014.** 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

b **10% -facts-and-circumstances test - 2013.** 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

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

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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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 VI.)						
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 2014 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2013 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2014. 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 - 2013. 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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

- 1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No" describe in **Part VI** how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.
- 2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in **Part VI** how the organization determined that the supported organization was described in section 509(a)(1) or (2).
- 3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.
 - b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in **Part VI** when and how the organization made the determination.
 - c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in **Part VI** what controls the organization put in place to ensure such use.
- 4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.
 - b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in **Part VI** how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.
 - c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in **Part VI** what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.
- 5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in **Part VI**, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).
 - b **Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?
 - c **Substitutions only.** Was the substitution the result of an event beyond the organization's control?
- 6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in **Part VI**.
- 7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).
- 8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990).
- 9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in **Part VI**.
 - b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in **Part VI**.
 - c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in **Part VI**.
- 10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer (b) below.
 - b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)

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



Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally-Integrated Supporting Organizations

- 1** Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):
 - a** The organization satisfied the Activities Test. Complete **line 2** below.
 - b** The organization is the parent of each of its supported organizations. Complete **line 3** below.
 - c** The organization supported a governmental entity. Describe in **Part VI** how you supported a government entity (see instructions).

2 Activities Test. Answer (a) and (b) below.

	Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2014 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1 Distributable amount for 2014 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3 Excess distributions carryover, if any, to 2014:			
a			
b			
c			
d			
e From 2013			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2014 distributable amount			
i Carryover from 2009 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2014 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2014 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6 Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7 Excess distributions carryover to 2015. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a			
b			
c			
d Excess from 2013			
e Excess from 2014			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Lined area for supplemental information.

FILE COPY

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

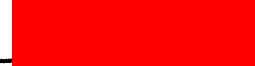
OMB No. 1545-0047

2014

Name of the organization

BLACKACRE CONSERVANCY, INC.

Employer identification number



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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

Caution. An organization that 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 its Form 990-PF, Part I, line 2, 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) (2014)

Name of organization

Employer identification number

BLACKACRE CONSERVANCY, INC.



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	THE CROW FARM FOUNDATION 85316 COYOE CREEK ROAD VENETA, OR 97487	\$ 21,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	THE PETTUS FOUNDATION 1175 MILL CROSSING DRIVE, 100 CREVE COEUR, MO 63141	\$ 12,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	LOUISVILLE/JEFFERSON COUNTY METRO GOVERNMENT 611 W. JEFFERSON STREET LOUISVILLE, KY 40202	\$ 6,774.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

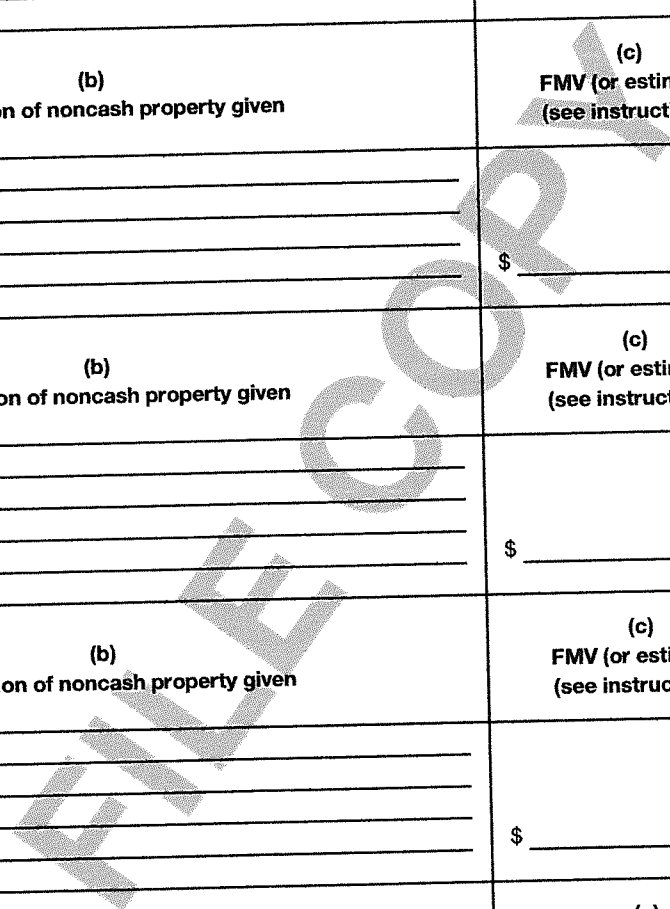
Employer identification number

BLACKACRE CONSERVANCY, INC.



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
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____



Name of organization

Employer identification number

BLACKACRE CONSERVANCY, INC.



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

(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.

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization

BLACKACRE CONSERVANCY, INC.

Employer identification number

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	2	
2 Aggregate value of contributions to (during year)	500.	
3 Aggregate value of grants from (during year)	15,000.	
4 Aggregate value at end of year	157,666.	

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? Yes 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? Yes 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)
 - Protection of natural habitat
 - Preservation of open space
 - Preservation of a historically important land area
 - Preservation of a certified historic structure
- 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 | 1 |
| b Total acreage restricted by conservation easements | 1.00 |
| c Number of conservation easements on a certified historic structure included in (a) | |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register | |
- 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 ▶ 1
- 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) Revenue 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 Revenue 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, for escrow or custodial account liability? 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	1,776,842.	1,565,575.	1,488,306.	1,518,040.	1,395,293.
b Contributions					
c Net investment earnings, gains, and losses	95,656.	283,603.	145,672.	37,982.	162,894.
d Grants or scholarships					
e Other expenditures for facilities and programs	76,628.	72,336.	68,403.	67,716.	40,147.
f Administrative expenses					
g End of year balance	1,795,870.	1,776,842.	1,565,575.	1,488,306.	1,518,040.

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment 52.00 %
 - b Permanent endowment 48.00 %
 - 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:
- | | Yes | No |
|-----------------------------|--------------------------|-------------------------------------|
| (i) unrelated organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (ii) related organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
- b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?
- 3b
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. 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		2,583,591.		2,583,591.
b Buildings				
c Leasehold improvements				
d Equipment		43,850.	33,852.	9,998.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				2,593,589.



Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

Table with 3 columns: (a) Description of security or category, (b) Book value, (c) Method of valuation. Rows include Financial derivatives, Closely-held equity interests, and Other (A-H).

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

Table with 3 columns: (a) Description of investment, (b) Book value, (c) Method of valuation. Rows numbered 1 through 9.

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

Table with 2 columns: (a) Description, (b) Book value. Rows numbered 1 through 9.

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

Table with 2 columns: (a) Description of liability, (b) Book value. Row 1 includes Federal income taxes and rows 2-9.

2. Liability for uncertain tax positions. 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 [X]

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	220,896.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	<105,994.>	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	17,581.	
e	Add lines 2a through 2d	2e		<88,413.>
3	Subtract line 2e from line 1	3		309,309.
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		0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5		309,309.

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	255,031.
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	17,581.	
e	Add lines 2a through 2d	2e		17,581.
3	Subtract line 2e from line 1	3		237,450.
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		0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5		237,450.

Part XIII Supplemental Information.

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 III, LINE 1A:

THE ORGANIZATION, AS PART OF ITS MISSION, OVERSEES, MANAGES AND MAINTAINS CERTAIN HISTORIC BUILDINGS, LAND AND ARTIFACTS. THESE ITEMS ARE NOT UNDER THE OWNERSHIP OF THE ORGANIZATION AND ACCORDINGLY ARE NOT REPORTED AS ASSETS OF THE ORGANIZATION ON ITS FINANCIAL STATEMENTS.

PART V, LINE 4:

ENDOWMENT FUNDS ARE PRIMARILY USED TO PROVIDE ADDITIONAL FUNDING FOR PROGRAM AND OPERATING COSTS.

PART X, LINE 2:

BLACKACRE IS EXEMPT FROM FEDERAL, KENTUCKY AND LOCAL INCOME TAXES AS A

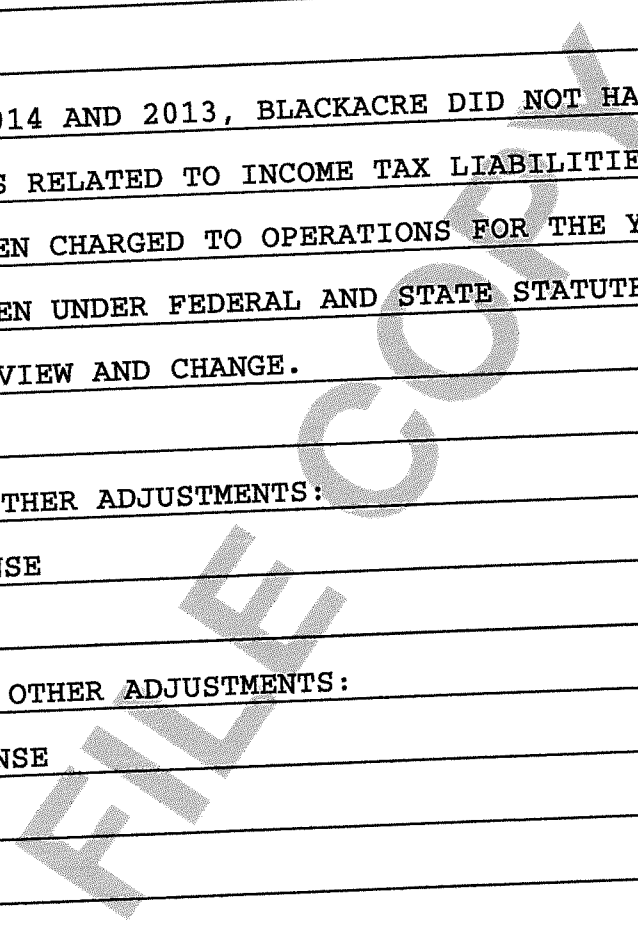
Part XIII Supplemental Information (continued)

NOT-FOR-PROFIT ORGANIZATION AS DESCRIBED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3). BLACKACRE FILES INFORMATIONAL TAX RETURNS WITH THE U.S. FEDERAL JURISDICTION AND WITH THE KENTUCKY OFFICE OF THE ATTORNEY GENERAL. HOWEVER, INCOME FROM CERTAIN ACTIVITIES NOT DIRECTLY RELATED TO BLACKACRE'S TAX EXEMPT PURPOSE MAY BE SUBJECT TO TAXATION AS UNRELATED BUSINESS INCOME.

AS OF DECEMBER 31, 2014 AND 2013, BLACKACRE DID NOT HAVE ANY ACCRUED INTEREST OR PENALTIES RELATED TO INCOME TAX LIABILITIES, AND NO INTEREST OR PENALTIES HAVE BEEN CHARGED TO OPERATIONS FOR THE YEARS THEN ENDED. TAXES YEARS STILL OPEN UNDER FEDERAL AND STATE STATUTE OF LIMITATIONS REMAIN SUBJECT TO REVIEW AND CHANGE.

PART XI, LINE 2D - OTHER ADJUSTMENTS:
SPECIAL EVENTS EXPENSE 17,581.

PART XII, LINE 2D - OTHER ADJUSTMENTS:
SPECIAL EVENTS EXPENSE 17,581.



SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities
Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ.
▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

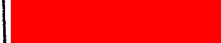
2014

Open to Public Inspection

Name of the organization

BLACKACRE CONSERVANCY, INC.

Employer identification number



Part I

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations

- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			

Total ▶

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$10,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events NONE	(d) Total events (add col. (a) through col. (c))
		DONOR PARTY (event type)	(event type)	(total number)	
Revenue	1	16,316.			16,316.
	2	9,336.			9,336.
	3	6,980.			6,980.
Direct Expenses	4				
	5				
	6				
	7	6,980.			6,980.
	8				
	9	10,601.			10,601.
	10	Direct expense summary. Add lines 4 through 9 in column (d) ▶			17,581.
	11	Net income summary. Subtract line 10 from line 3, column (d) ▶			<10,601.>

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1				
Direct Expenses	2				
	3				
	4				
	5				
	6	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7	Direct expense summary. Add lines 2 through 5 in column (d) ▶				
8	Net gaming income summary. Subtract line 7 from line 1, column (d) ▶				

9 Enter the state(s) in which the organization conducts gaming activities: _____ Yes No

a Is the organization licensed to conduct gaming activities in each of these states? _____

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? _____ Yes No

b If "Yes," explain: _____

- 11 Does the organization conduct gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity conducted in:

13a		%
13b		%

 - a The organization's facility
 - b An outside facility
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.

c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

- Director/officer
- Employee
- Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).



Part IV Supplemental Information *(continued)*

Lined area for supplemental information.

FILE COPY

SCHEDULE O
(Form 990 or 990-EZ)

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

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

E Employer identification number

Name of the organization

BLACKACRE CONSERVANCY, INC.

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

SIGNIFICANCE AS AN ENVIRONMENTAL EDUCATION CENTER FOR THE COMMUNITY AT LARGE AS WELL AS THE JEFFERSON COUNTY, KENTUCKY PUBLIC SCHOOLS.

FORM 990, PART VI, SECTION B, LINE 11:

THE AUDIT FIRM PREPARES THE FORM 990 WITH THE GUIDANCE AND ASSISTANCE OF MANAGEMENT AND THE EXECUTIVE DIRECTOR. THE EXECUTIVE DIRECTOR PROVIDES THE SIGNIFICANT NARRATIVE EXPLANATIONS AND DISCLOSURES AND CAREFULLY REVIEWS ALL OTHER REPORTED ITEMS OF FINANCIAL OPERATIONS AND ALL OTHER DISCLOSURES INCLUDED IN THE FORM 990. THE FORM 990 IS DISCUSSED WITH THE BOARD AND COPIES ARE AVAILABLE TO THE BOARD FOR THEIR REVIEW IF REQUESTED.

FORM 990, PART VI, SECTION B, LINE 15:

COMPENSATION OF THE EXECUTIVE DIRECTOR IS DETERMINED BY THE BOARD OF DIRECTORS. THE FINANCE COMMITTEE ASSISTS WITH THE DETERMINATION OF THE SALARY RANGE. COMPENSATION OF OTHER KEY STAFF IS DETERMINED BY THE EXECUTIVE DIRECTOR, FINANCE COMMITTEE AND APPROVED BY THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION C, LINE 19:

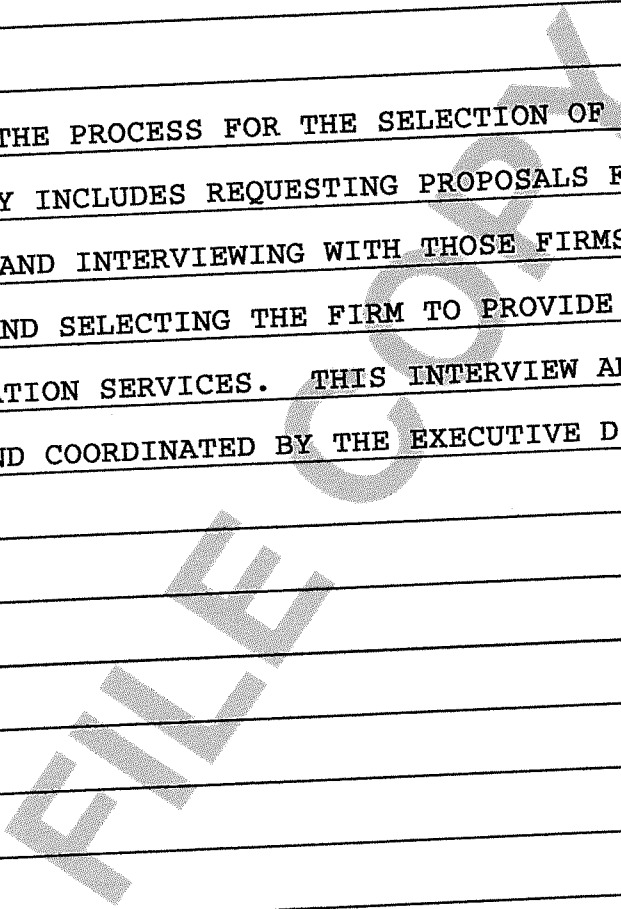
BLACKACRE CONSERVANCY, INC. PREPARES AN ANNUAL REPORT WHICH INCLUDES FINANCIAL STATEMENTS. THIS IS AVAILABLE TO THE PUBLIC. INFORMATION ON WHO MAKES GOVERNING DOCUMENTS AND HOW THE CONFLICT OF INTEREST POLICY IS ESTABLISHED IS IN THE BY-LAWS OF THE BLACKACRE CONSERVANCY, INC. THIS IS INFORMATION IS AVAILABLE TO THE PUBLIC UPON REQUEST.

Name of the organization **BLACKACRE CONSERVANCY, INC.**

FORM 990, PART XI, LINE 2C,

THE EXECUTIVE DIRECTOR HAS PRIMARY RESPONSIBILITY FOR THE OVERSIGHT OF THE AUDIT AND TAX PREPARATION PROCESS WITH THE AUDIT FIRM AND REPORTS TO THE BOARD. UPON COMPLETION OF THE AUDIT, THE AUDIT FIRM PRESENTS THE AUDIT REPORT TO THE ENTIRE BOARD FOR CONSIDERATION, REVIEW AND APPROVAL.

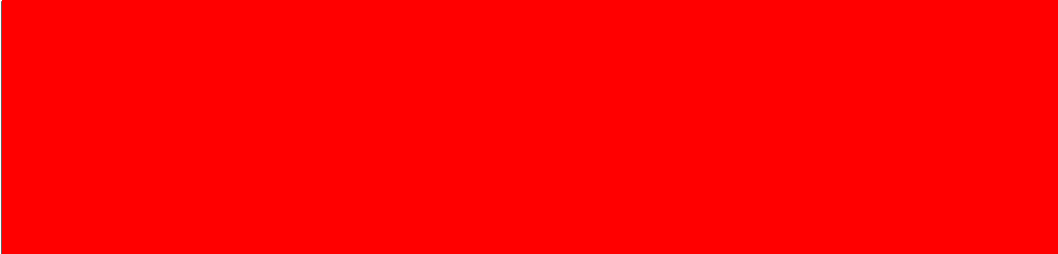
THE BOARD DECIDES ON THE PROCESS FOR THE SELECTION OF THE AUDIT FIRM. THIS PROCESS GENERALLY INCLUDES REQUESTING PROPOSALS FROM SELECTED AUDIT FIRMS, MEETING AND INTERVIEWING WITH THOSE FIRMS WHO HAVE PROVIDED PROPOSALS, AND SELECTING THE FIRM TO PROVIDE THE REQUESTED AUDIT AND TAX PREPARATION SERVICES. THIS INTERVIEW AND SELECTION PROCESS IS MANAGED AND COORDINATED BY THE EXECUTIVE DIRECTOR.



Blackacre Conservancy, Inc.
Board of Directors- 05-06-15

PRESIDENT

Steven D. Kerrick



EXECUTIVE DIRECTOR

A. Dale Josey



TREASURER

Doug Weaver



BOARD MEMBERS:

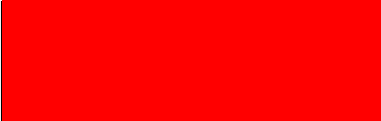
Stuart Benson



Email: stuart.benson@louisvilleky.gov
Work: City Hall – Metro Councilman District 20
601 West Jefferson St.
Phone: Work: 502-574-1120

BOARD MEMBERS CONTINUED:

Vic Bitter



*Board voted in January 2016 subject
to 3 year term (expiration 2019).
ok, *[Signature]*

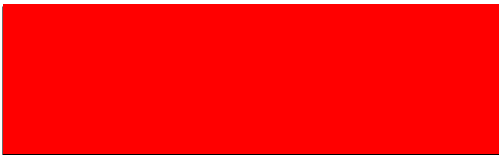
Blackacre Conservancy, Inc.
Board of Directors- 05-06-15



Kelly Bittle



Elmer H. Blackburn



Jim Duckworth



Audra Eckerle, Circuit Judge
30th Judicial Circuit, Division 7



Katie Greene



BOARD MEMBERS CONTINUED:

Matthew P. Lathrop

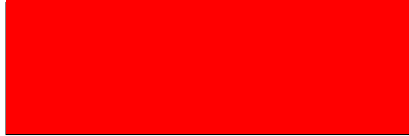


Work: Director of Government Affairs
Yum! Brands, Inc.

Blackacre Conservancy, Inc.
Board of Directors- 05-06-15



Kate Lindsay



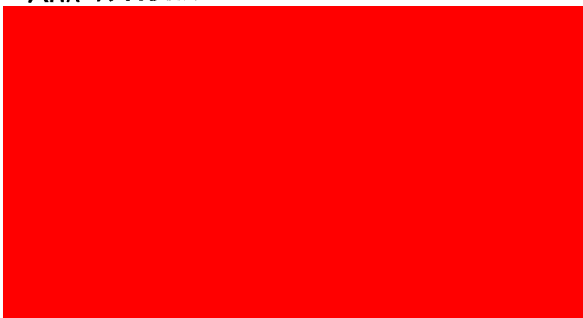
Sarah McKenna



Chris Morris



Ann T. Nevils DVM



BOARD MEMBERS CONTINUED:

Chris Robinson



Blackacre Conservancy, Inc.
Board of Directors- 05-06-15



KSNPC / AD HOC MEMBER

Don Dott



Work: Director
KY State Nature Preserve Commission



Blackacre Conservancy Inc., Advisors

Edith Bingham



Senator Julie Denton



Blackacre Conservancy, Inc. Advisors Continued:

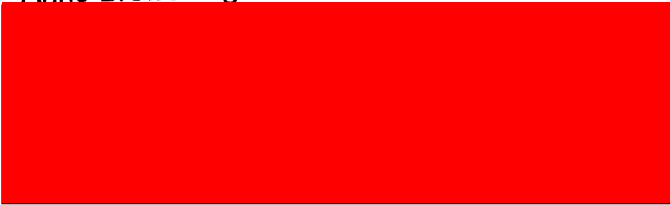
Stephen Lannert
523 Country Lane
Louisville, KY 40207

Sam Lord

Blackacre Conservancy, Inc.
Board of Directors- 05-06-15



Anne Brewer Ogden



DIRECTOR EMERITUS

Linda C. Walker



Blackacre Conservancy, Inc., hereafter referred to as Blackacre, is an Equal Opportunity/Affirmative Action Employer. Equal opportunity means treating all persons who are similarly situated the same in terms of employment opportunity and other personnel actions. Affirmative Action is any specific step or program designed to eliminate or overcome present discrimination or the present effects of past discrimination against racial and religious minority group members, women, and all persons who are covered by federal, state and local civil rights anti-discrimination laws. Blackacre strives to provide equal employment opportunity on the basis of merit and without unlawful discrimination in terms of race, color, religion, national origin, sex, age 40 and older, disability, pregnancy, gender identity, sexual orientation and smoker or nonsmoker status. . It is the intent of Blackacre to interact with applicants and employees as provided for under the Americans with Disabilities Act of 1990, as amended, for the purpose of identifying any reasonable accommodation that might apply.

##END##

BLACKACRE CONSERVANCY
Profit & Loss Prev Year Comparison
January through March 2016

5:36 PM
 04/17/16
 Accrual Basis

	Jan - Mar 16	Jan - Mar 15	\$ Change	% Change
Ordinary Income/Expense				
Income				
Membership and admissions			42.00	16.3%
3700 · Family	300.00	258.00	165.00	165.0%
3701 · Individual	265.00	100.00	-75.00	-100.0%
3702 · Cedar Guide	0.00	75.00	-4.00	-3.9%
3703 · Tulip Poplar Stand	100.00	104.00	-316.00	-76.0%
3708 · Photo	100.00	416.00		
Total Membership and admissions	<u>765.00</u>	<u>953.00</u>	<u>-188.00</u>	<u>-19.7%</u>
Rent income			0.00	0.0%
3415 · 3202 Tucker Station	2,175.00	2,175.00	-1,647.00	-36.4%
3420 · Community gardens	2,883.00	4,530.00	1,398.86	116.6%
3435 · Homestead rentals	2,598.86	1,200.00	-165.00	-68.8%
3440 · Rental deposits	75.00	240.00		
Total Rent income	<u>7,731.86</u>	<u>8,145.00</u>	<u>-413.14</u>	<u>-5.1%</u>
Contribution income			2,046.13	746.4%
3520 · General operations	2,320.27	274.14	-750.00	-100.0%
3530 · Annual fund gifts	0.00	750.00	-10,774.31	-100.0%
3600 · Restricted grants income	0.00	10,774.31	-570.00	-100.0%
7211 · Memorial Contrubutions	0.00	570.00		
Total Contribution income	<u>2,320.27</u>	<u>12,368.45</u>	<u>-10,048.18</u>	<u>-81.2%</u>
Public access events			25.00	100.0%
3880 · Country christmas	25.00	0.00	-72.00	-100.0%
3900 · Field trip fees	0.00	72.00		
Total Public access events	<u>25.00</u>	<u>72.00</u>	<u>-47.00</u>	<u>-65.3%</u>
Special events			-5,200.00	-95.4%
Best Bloomin	250.00	5,450.00	230.00	100.0%
3823 · Raptor Rehab	230.00	0.00	40.00	100.0%
3821 · American Girl	40.00	0.00	-45.00	-37.5%
3822 · Summer Camp	75.00	120.00		
Total Special events	<u>595.00</u>	<u>5,570.00</u>	<u>-4,975.00</u>	<u>-89.3%</u>
Investment income			-16,102.25	-100.0%
3010 · Endowment fund transfers	0.00	16,102.25	47.19	38.8%
3020 · Interest-checking & investments	168.69	121.50		
Total Investment income	<u>168.69</u>	<u>16,223.75</u>	<u>-16,055.06</u>	<u>-99.0%</u>
Total Income	<u>11,605.82</u>	<u>43,332.20</u>	<u>-31,726.38</u>	<u>-73.2%</u>
Total Income	<u>11,605.82</u>	<u>43,332.20</u>	<u>-31,726.38</u>	<u>-73.2%</u>
Gross Profit				
Expense				
Salaries and wages			2,625.00	17.1%
4250 · Executive Director	18,003.72	15,378.72	-16.95	-0.3%
6290 · Volunteer & Program Coordinator	5,715.00	5,731.95		
Total Salaries and wages	<u>23,718.72</u>	<u>21,110.67</u>	<u>2,608.05</u>	<u>12.4%</u>
Payroll taxes			3,616.97	222.2%
6376 · Payroll taxes expense	5,244.73	1,627.76	3,616.97	222.2%
Total Payroll taxes	<u>5,244.73</u>	<u>1,627.76</u>	<u>3,616.97</u>	<u>222.2%</u>
Repairs and maintenance			-829.62	-100.0%
4006 · Port a Pottie	0.00	829.62	106.02	100.0%
4000 · Tractor & mower maintenance	106.02	0.00	3,178.63	757.4%
4050 · General Maintenance	3,598.33	419.70	-106.94	-47.5%
4110 · Stone cottage	118.31	225.25	-5.59	-100.0%
4120 · JCPS office / weaving shed	0.00	5.59	1,023.00	100.0%
4130 · 3202 Tucker Station Road	1,023.00	0.00	172.72	100.0%
4150 · Nature center complex	172.72	0.00	-69.79	-100.0%
8480 · Signage	0.00	69.79		
Total Repairs and maintenance	<u>5,018.38</u>	<u>1,549.95</u>	<u>3,468.43</u>	<u>223.8%</u>

5:36 PM

04/17/16

Accrual Basis

BLACKACRE CONSERVANCY
Profit & Loss Prev Year Comparison
January through March 2016

	Jan - Mar 16	Jan - Mar 15	\$ Change	% Change
Bank management fees				
6000 · Bank & credit card process fees	341.46	195.13	146.33	75.0%
Total Bank management fees	341.46	195.13	146.33	75.0%
Insurance				
4310 · Liability & property	2,657.00	2,697.00	-40.00	-1.5%
4320 · Work comp staff	563.00	566.00	-3.00	-0.5%
4330 · Directors and office	1,379.00	0.00	1,379.00	100.0%
Total Insurance	4,599.00	3,263.00	1,336.00	40.9%
Professional fees				
5515 · Rental manager	1,790.63	0.00	1,790.63	100.0%
6100 · Audit	0.00	6,000.00	-6,000.00	-100.0%
6140 · Accounting	950.00	250.00	700.00	280.0%
Total Professional fees	2,740.63	6,250.00	-3,509.37	-56.2%
Utilities				
4170 · Fuel oil, water, LG&E	1,668.53	3,447.59	-1,779.06	-51.6%
6410 · Telephone/internet	1,124.66	685.24	439.42	64.1%
Total Utilities	2,793.19	4,132.83	-1,339.64	-32.4%
Office expense				
6401 · Business Cards/Stationary	0.00	434.25	-434.25	-100.0%
6951 · Meals & Entertainment	438.95	206.80	232.15	112.3%
5200 · Professional Membership	55.00	15.00	40.00	266.7%
6400 · Office expense	392.42	597.96	-205.54	-34.4%
6420 · Subscriptions	41.34	41.34	0.00	0.0%
6460 · Misc. postage	830.61	248.97	581.64	233.6%
6490 · IT support	720.14	475.94	244.20	51.3%
6500 · Mileage & parking reimb	0.00	137.56	-137.56	-100.0%
6950 · Miscellaneous other	163.91	86.73	77.18	89.0%
Total Office expense	2,642.37	2,244.55	397.82	17.7%
Newsletters				
5130 · Newsletter	109.03	0.00	109.03	100.0%
Total Newsletters	109.03	0.00	109.03	100.0%
Environmental education				
3835 · Environmental education-other	281.25	150.00	131.25	87.5%
Total Environmental education	281.25	150.00	131.25	87.5%
Public access expenses				
Little Sprouts	997.71	0.00	997.71	100.0%
4450 · Community programs	744.00	0.00	744.00	100.0%
4620 · Community gardens	1,133.75	78.58	1,055.17	1,342.8%
4780 · Country christmas	0.00	76.27	-76.27	-100.0%
Total Public access expenses	2,875.46	154.85	2,720.61	1,756.9%
Marketing				
5140 · Constant contact	180.00	180.00	0.00	0.0%
5150 · Marketing, General	530.00	0.00	530.00	100.0%
5155 · Mktg postage/newslet direct mail	0.00	2,053.58	-2,053.58	-100.0%
5160 · Website update / hosting	540.00	29.85	510.15	1,709.1%
5450 · Website	417.00	667.00	-250.00	-37.5%
7570 · Brochure	150.00	0.00	150.00	100.0%
Total Marketing	1,817.00	2,930.43	-1,113.43	-38.0%

5:36 PM

04/17/16

Accrual Basis

BLACKACRE CONSERVANCY
Profit & Loss Prev Year Comparison
January through March 2016

	Jan - Mar 16	Jan - Mar 15	\$ Change	% Change
Fundraising & Special Events				
Best Bloomin	11.13	175.00	-163.87	-93.6%
3810 · Corn Island	675.00	35.78	639.22	1,786.5%
3811 · American Girl	400.00	27.36	372.64	1,362.0%
3812 · Summer Camp	85.00	79.99	5.01	6.3%
4770 · Bourbon Expenses	0.00	240.68	-240.68	-100.0%
Total Fundraising & Special Events	1,171.13	558.81	612.32	109.6%
Total Expense	53,352.35	44,167.98	9,184.37	20.8%
Net Ordinary Income	-41,746.53	-835.78	-40,910.75	-4,894.9%
Other Income/Expense				
Other Expense				
Unknown expense	396.03	0.00	396.03	100.0%
Total Other Expense	396.03	0.00	396.03	100.0%
Net Other Income	-396.03	0.00	-396.03	-100.0%
Net Income	-42,142.56	-835.78	-41,306.78	-4,942.3%

B 15052
Exemption Number

Blackacre Conservancy, Inc
Name of Exempt Institution

PURCHASE EXEMPTION
CERTIFICATE

Check Applicable Block
Blanket
Single Purchase

Important—Certificate not
valid unless completed.

I hereby certify that Blackacre Conservancy, Inc is a Kentucky resident, nonprofit educational.


charitable or religious institution, or Kentucky historical site, located at: 3200 TUCKER STATION ROAD, Kentucky
and that the tangible personal property or services to be purchased from _____ Name of Vendor

Address
will be used solely within the exempt function of a charitable, educational or religious institution or historical site.
Description of property to be purchased: _____

In the event that the property purchased is not used for an exempt purpose, it is understood that I am required to pay the tax measured by the purchase price of the property.
Any official or employee who uses this certificate to make tax-free purchases for his own personal use or that of any other person will be subject to the penalties provided in KRS 139.990 and other applicable laws.

Under penalties of perjury, I swear or affirm that the information on this certificate is true and correct as to every material matter.
A. [Signature] Authorized Signature
Executive Director Title
25 October 2012 Date

CAUTION TO SELLER: This certificate cannot be issued or used in any way by a construction contractor to purchase property to be used in fulfilling a contract with an exempt institution. Sellers accepting certificates for such purchases will be held liable for the sales or use tax.

REVENUE CABINET
Frankfort, Kentucky 40620
51A126 (6-92) 

Request for Taxpayer Identification Number and Certification

**Give Form to the
 requester. Do not
 send to the IRS.**

Print or type See Specific Instructions on page 2.	Name (as shown on your income tax return) Blackacre Conservancy Inc.	
	Business name/disregarded entity name, if different from above	
	Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input checked="" type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ _____ <input type="checkbox"/> Other (see instructions) ▶ _____	Exemptions (see instructions): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____
	Address (number, street, and apt. or suite no.) 3200 Tucker Station Rd.	Requester's name and address (optional)
	City, state, and ZIP code Louisville, KY 40299	
List account number(s) here (optional)		

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number										
<table border="1" style="width: 100%; height: 20px;"> <tr> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> </tr> </table>										
Employer identification number										

Part II Certification

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. citizen or other U.S. person (defined below), and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.

Sign Here	Signature of U.S. person ▶ <i>A. [Signature]</i>	Date ▶ <i>16 October 2014</i>
------------------	--	-------------------------------

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. The IRS has created a page on www.irs.gov/w9 for information about Form W-9, at www.irs.gov/w9. Information about any future developments affecting Form W-9 (such as legislation enacted after we release it) will be posted on that page.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, payments made to you in settlement of payment card and third party network transactions, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and

4. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct.

Note. If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid section 1446 withholding on your share of partnership income.

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

FRANCES JONES MILLS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF INCORPORATION OF NON-STOCK, NON-PROFIT CORPORATION

I, FRANCES JONES MILLS, Secretary of State of the Commonwealth of Kentucky certify that there has been delivered to my office articles of incorporation of

BLACKACRE FOUNDATION, INC.

The name and address of the registered agent of this corporation is

DAVID WICKS

NAME

3200 TUCKER STATION ROAD

STREET ADDRESS

JEFFERSONTOWN, KENTUCKY

CITY STATE

NOW, THEREFORE, finding that these articles of incorporation conform to law and that all fees therefore having been paid as prescribed by law, I, FRANCES JONES MILLS, Secretary of State, issue this Certificate of Incorporation.



Issued this 16th day of MAY, 19 33,

at Frankfort, Kentucky.

Frances Jones Mills

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY
FILED AND RECORDED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

MAY 16 1983

Don
James J. Miller
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
BLACKACRE FOUNDATION, INC.

SECRETARY OF STATE
RECEIVED
MAY 16 1983

Ellen M. Pedley
Commonwealth of Kentucky

297953

I, the undersigned, Ellen M. Pedley, 3300 First National Tower, Louisville, Jefferson County, Kentucky 40292, do hereby incorporate a non-profit corporation without capital stock or stockholders, under the provisions of KRS 273.161 to KRS 273.390, and for that purpose adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be Blackacre Foundation, Inc.

ARTICLE II

OBJECTS AND POWERS

Any provision of these Articles to the contrary notwithstanding, the Corporation shall not have any purpose or object, nor have or exercise any power, nor engage in any activity, which in any way contravenes, or is in conflict with, the provisions of Paragraph 1 of Article II of these Articles of Incorporation.

The objects and purposes of the Corporation, and the powers it shall have and may exercise are as follows:

1. To conduct and carry on its work, not for profit, but exclusively for charitable, scientific and educational

purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent Federal tax law) in such manner (i) that no part of its income or property shall inure to the private benefit of any donor, director or individual having a personal or private interest in the activities of the Corporation, and in such manner that it shall not directly or indirectly engage in carrying on propaganda or otherwise attempting to influence legislation.

2. To make gifts, grants and to expend funds to promote and to assist in the support, maintenance and development of "Blackacre Nature Preserve," Jefferson County, Kentucky, for (a) its historical significance, (b) a nature preserve, and (c) an environmental and historical education center;

3. To engage in any and all activities related to the aforementioned purposes, including but not limited to raising funds, coordinating activities of the Kentucky Nature Preserves Commission and the Jefferson County Board of Education, Louisville, Kentucky, promoting education and community involvement in and at the Blackacre Nature Preserve, Jefferson County, Kentucky, and acquiring additional real property reasonably proximate to the Blackacre Nature Preserve to protect it for its dedicated uses; provided, however, that no such activities shall contravene the articles of dedication of Blackacre Nature Preserve or the Nature

Preserve Act as set forth in KRS 146.410 to 146.530 (or in corresponding provisions of any subsequent Kentucky law);

4. In furtherance of the aforesaid purposes, enterprises, activities and projects, the Corporation shall have the following powers:

(a) To solicit and acquire by gift, exchange, contributions, endowment or otherwise, property of any and all kind, and to sell, transfer and otherwise dispose of any property it so acquires;

(b) To invest and reinvest any such property and the increment, avails or proceeds of any such property;

(c) To give, sell, dispose of, donate and contribute to any of the activities the Corporation may elect to sponsor, or in furtherance of any of the aforesaid purposes for which the Corporation is organized, such money or property, or both, as the Corporation's Board of Directors may from time to time determine;

(d) To take title to, and hold in its own name, such real or personal property, or both, and such interests in either such type of property as the Corporation may acquire, for the purposes herein set out, and to sell, transfer and dispose of any such property or reinvest the proceeds thereof as herein permitted;

(e) To accept gifts, grants, bequests or devises of property of any kind which any person, firm, corporation,

government, governmental instrumentality or governmental agency may make to the Corporation, upon the terms, trusts and conditions set forth in deed of gift, will, contract or other instrument or writing, executed by any such donor or testatory, but only for the purposes and upon the terms and conditions with the powers set forth in these Articles of Incorporation;

(f) To do any and all things which the Corporation's Board of Directors may determine, consistent with the provisions hereof, to be necessary or appropriate to effectuate the purposes for which the Corporation is organized, as herein set forth, to the extent that the doing of such act or thing is not inconsistent with the provisions of Chapter 273 of the Kentucky Revised Statutes, or any other applicable law or statute of the Commonwealth of Kentucky, or Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent federal tax law).

5. Notwithstanding any provision heretofore stated herein, if at any time the Corporation is determined to be a private foundation as defined in Section 509 of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent federal tax law), then:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of

1954, or by corresponding provisions of any subsequent federal law.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or under corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not engage in any willful repeated acts (or failure to act) as defined in Chapter 42 of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws.

ARTICLE III

PLACE OF BUSINESS AND AGENT FOR PROCESS

Until otherwise changed, the location and address in Kentucky of the principal office of the Corporation

shall be 3200 Tucker Station Road, Jeffersontown, Kentucky, 40299 and the name and address of its resident agent for service of process is:

✓ David Wicks
3200 Tucker Station Road
Jeffersontown, Kentucky 40299

ARTICLE IV

CAPITAL STOCK

There shall be no capital stock and no private pecuniary profit shall ever be derived from the Corporation by any officer, director, or other person, except such compensation as may be allowed for services actually rendered.

ARTICLE V

MEMBERS

Members of the Corporation may be provided by the By-Laws; provided, however, members shall not be entitled to participate in the management of the Corporation or vote on any matter.

ARTICLE VI

BOARD OF DIRECTORS

1. (a) The affairs of the Corporation shall be conducted by a Board of Directors and by such committess, including an Executive Committee, and officers as shall be provided in the By-Laws.

(b) The Board of Directors shall consist of not less than three (3) persons and, until otherwise fixed by the By-Laws, shall consist of five (5) persons. The directors shall elect successor directors, and the election of directors shall take place at the annual meeting of the Board of Directors, or as otherwise provided by the By-Laws.

(c) The term of office of each director shall be as provided by the Corporation's By-Laws. Each director so elected shall hold office for his term and until his respective successor shall have been duly elected and shall have accepted office.

2. The annual meeting of the Corporation's Board of Directors shall be held at the Corporation's office aforesaid or at such other place and at such time as may be fixed by the Corporation's By-Laws.

3. The duties and powers of the Board of Directors, committees, including an Executive Committee, and officers of the Corporation shall, except as herein otherwise specifically provided, be such as are usually incident to similar Boards of Directors, committees, including Executive Committees, and similar officers, and in addition, shall be such as may be conferred upon said Board of Directors or upon any such officer by law or by amendment to the Articles of Incorporation or By-Laws or by appropriate corporate resolution.

4. The names and addresses of the Corporation's directors who are to serve until the first annual meeting of its Board of Directors, or until the first meeting called to elect the Board of Directors are:

Brainard Palmer-Ball
8207 Westport Road
Louisville, Kentucky 40222

Duryea Morton
454 Swing Lane
Louisville, Kentucky 40207

Elizabeth Jones
Room 400
Jefferson County Court House
Louisville, Kentucky 40202

David Wicks
3200 Tucker Station Road
Jeffersontown, Kentucky 40299

Judge Boyce Martin
U. S. Courthouse
Room 214
601 West Broadway
Louisville, Kentucky 40202

ARTICLE VII

PRIVATE PROPERTY EXEMPT FROM CORPORATE LIABILITIES

The private property of members of the Board of Directors or other officers or employees of the Corporation shall not be subject to any of the Corporation's debts and liabilities.

ARTICLE VIII

DURATION

The duration of the Corporation shall be perpetual unless sooner dissolved as provided by law. In the event of dissolution of the Corporation, the assets of this Corporation shall be applied and distributed as follows:

1. All liabilities and obligations of this Corporation shall be paid and discharged, or adequate provision shall be made therefor;

2. Assets held by this Corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution shall be returned, transferred or conveyed in accordance with such requirements;

3. Assets which have been received and are held by this Corporation subject to limitations permitting their use only for charitable, educational or similar purposes and which are not held upon a condition requiring return, transfer or conveyance by reason of dissolution, shall be transferred or conveyed to one or more corporations, societies or organizations, organized under the laws of any state, which are described in Section 501(c)(3) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws, pursuant to a plan of distribution adopted as provided by law.

4. Other assets, if any, shall be transferred or conveyed to one or more corporations, societies or organizations, organized under the laws of any state, which are described in Section 501(c)(3) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws, pursuant to a plan of distribution adopted as provided by law.

ARTICLE IX

INDEMNIFICATION

Indemnification of directors, officers, employees and agents of the Corporation may be as provided for in the By-Laws; provided, however, such indemnification is not otherwise in conflict with the provisions of Article II of these Articles of Incorporation.

ARTICLE X

AMENDMENT

The Corporation's Articles of Incorporation may be amended in the manner provided by law.

IN TESTIMONY WHEREOF, witness the signature of the undersigned this 13th day of May, 1983.

✓ William M. Feller

COMMONWEALTH OF KENTUCKY)

) SS:

COUNTY OF JEFFERSON)

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, on this day appeared Ellen M. Pedley, and she acknowledged and delivered the foregoing instrument of writing to be the Articles of said Corporation and to her act and deed as incorporator thereof.

My notarial commission will expire the ~~15~~ day of

~~May~~ April, 1987

(SEAL)

Mary Mitchell Gravel
Notary Public, Kentucky

I Certify That I Prepared The Foregoing Instrument.

Ellen M. Pedley
Ellen M. Pedley
GREENEBAUM DOLL & McDONALD
3300 First National Tower
Louisville, Kentucky 40202

GREENEBAUM DOLL & McDONALD

(A PARTNERSHIP INCLUDING PROFESSIONAL SERVICE CORPORATIONS)

3300 FIRST NATIONAL TOWER
LOUISVILLE, KENTUCKY 40202
TELEPHONE (502) 589-4200
TELECOPIER (502) 589-4412
TELEX 214029

May 13, 1983

Secretary of State
Capitol Building
Frankfort, KY 40601

ATTENTION: Corporate Division

Dear Madam:

Enclosed for filing are triplicate originals of the Articles of Incorporation of Blackacre Foundation, Inc., a non-profit Kentucky corporation, along with a check in the amount of \$4.00 to cover filing fees.

Please file these Articles and return two originals, stamped as filed, to my attention.

Thank you for your assistance.

Sincerely,

Mary Gravelly
Mary Gravelly
Legal Assistant

dm

Enclosure

S.L. GREENEBAUM (1902-1973)
ANGUS W. McDONALD (1912-1980)
W. VAN METER ALFORD (1916-1981)

A. ROBERT DOLL*
ROBERT F. MATTHEWS
WILLIAM C. BOONE, JR.
LARAMIE L. LEATHERMAN*
EDWIN H. HERRY
IRWIN J. EISINGER
DONALD H. BALLEISEN
THOMAS A. BROWN
MARVIN J. HIRN
MICHAEL G. SHAIKUN*
MARTIN S. WEINBERG*
IVAN M. DIAMOND
MICHAEL M. FLEISHMAN*
ELLEN M. PEDLEY
LAWRENCE K. BANKS
PHILLIP D. SCOTT
R. VAN YOUNG
EDWARD H. WEINBERG*
RONALD D. RAY
CHARLES FASSLER
RICHARD S. HOET
JOHN A. WEST
MICHAEL I. ADES
JERRY E. ABRAMSON
W. PLUMER WISEMAN, JR.
ERIC L. ISON
JOHN S. REED, II
JOHN H. STITES, III
RICHARD A. GETTY

ROBERT C. STILZ, JR.
JOHN R. CUMMINS
JAMES E. MILLIMAN
P. RICHARD ANDERSON, JR.
LLOYD R. CRESS
CHARLES J. LAVELLE
MARK S. AMENT
DAVID M. ROTH
MARCUS P. MCGRAW
RAYMOND F. BROWN
DOROTHY M. PITT
JAMES R. COX
JOHN S. SAWYER
JOHN V. WHARTON
C. JUNE NALLEY
SARA NOYES REISZ
GARY R. WEITKAMP
DAVID W. HARPER
STEPHEN D. BERGER
ALEX P. HERRINGTON, JR.
PATRICIA W. BALLARD
SCOTT W. BEINKMAN
LISABETH HUGHES
ERIC C. OLSON
HIRAM ELY, III
ANNE A. CHESNUT
HENRY C. T. RICHMOND, III
LOIS T. CALVERT
PAULA S. HOSKINS

ALAN C. PARSONS
JOHN E. SELENT
SCHUYLER I. OLT
PATRICK A. NEPUTE
GARRISON R. COX
BARRY J. SOBERING
BARBARA P. HAFTUNG
FORREST W. RAGSDALE, III
JANE I. TUDOR
RICHARD S. CLARY
NICHOLAS R. GLANCY
STUART O. BAESSEL
HARTWELL P. MORSE, III
MILHAEL C. SLONE
KATHLEEN A. McDONOUGH
MARGARET E. KEANE
ELOISE D. BRADSHAW
ELIZABETH A. GALLOWAY
RICHARD T. BROIDA
CARMIN D. GRANDINETTI
WILLIAM L. MONTAGUE
JANET P. JAKUBOWICZ

OF COUNSEL
LILLIAN M. FLEISCHER
LEXINGTON OFFICE
1400 VINE CENTER TOWER
P.O. BOX 1808
LEXINGTON, KENTUCKY 40593

SECRETARY OF STATE
RECEIVED

MAY 16 1983

COMMONWEALTH OF KENTUCKY

BLACKACRE CONSERVANCY, INC.**General Information**

Organization Number	0177969
Name	BLACKACRE CONSERVANCY, INC.
Profit or Non-Profit	N - Non-profit
Company Type	KCO - Kentucky Corporation
Status	A - Active
Standing	G - Good
State	KY
File Date	5/16/1983
Organization Date	5/16/1983
Last Annual Report	3/21/2016
Principal Office	3200 TUCKER STATION ROAD LOUISVILLE, KY 40299
Registered Agent	A. DALE JOSEY 3200 TUCKER STATION ROAD LOUISVILLE, KY 40299

Current Officers

President	<u>STEVE KERRICK</u>
Treasurer	<u>DOUG WEAVER</u>
Director	<u>Doug Weaver</u>
Director	<u>Steven D Kerrick</u>
Director	<u>KATE LINDSAY</u>

Individuals / Entities listed at time of formation

Director	<u>BRAINARD PALMER-BALL</u>
Director	<u>DURYEA MORTON</u>
Director	<u>ELIZABETH JONES</u>
Director	<u>DAVID WICKS</u>
Director	<u>JUDGE BOYCE MARTIN</u>
Incorporator	<u>ELLEN M PEDLEY</u>

Images available online

Documents filed with the Office of the Secretary of State on September 15, 2004 or thereafter are available as scanned images or PDF documents. Documents filed prior to September 15, 2004 will become available as the images are created.

<u>Reinstatement Certificate of Existence</u>	3/21/2016 1:41:14 PM	2 pages	<u>PDF</u>
<u>Reinstatement</u>	3/21/2016 1:40:03 PM	2 pages	<u>PDF</u>
<u>Reinstatement Approval Letter Revenue</u>	3/21/2016 12:00:05 PM	1 page	<u>PDF</u>
<u>Administrative Dissolution</u>	9/12/2015	1 page	<u>PDF</u>

Annual Report	5/21/2014	1 page	PDF	
Registered Agent name/address change	4/24/2013 10:20:18 AM	1 page	PDF	
Annual Report	4/24/2013	1 page	PDF	
Annual Report	2/13/2012	1 page	PDF	
Registered Agent name/address change	12/13/2011 2:49:43 PM	1 page	PDF	
Annual Report Amendment	2/11/2011	1 page	PDF	
Annual Report	2/9/2011	1 page	PDF	
Annual Report	3/9/2010	1 page	PDF	
Registered Agent name/address change	10/15/2009	1 page	tiff	PDF
Annual Report	10/13/2009	1 page	PDF	
Annual Report	7/23/2008	1 page	PDF	
Amendment	8/9/2007	1 page	tiff	PDF
Annual Report	8/9/2007	1 page	tiff	PDF
Principal Office Address Change	8/9/2007	1 page	tiff	PDF
Statement of Change	8/9/2007	1 page	tiff	PDF
Annual Report	3/23/2006	1 page	tiff	PDF
Annual Report	5/24/2005	1 page	tiff	PDF
Annual Report	9/23/2004	1 page	tiff	PDF
Sixty Day Notice	1/24/2004	1 page	tiff	PDF
Agent Resignation	10/24/2003	1 page	tiff	PDF
Annual Report	7/22/2003	1 page	tiff	PDF
Statement of Change	4/24/2003	1 page	tiff	PDF
Annual Report	6/4/2002	1 page	tiff	PDF
Annual Report	5/30/2001	1 page	tiff	PDF
Annual Report	6/8/2000	1 page	tiff	PDF
Statement of Change	6/11/1999	1 page	tiff	PDF
Annual Report	5/25/1999	1 page	tiff	PDF
Annual Report	5/13/1998	1 page	tiff	PDF
Annual Report	7/1/1997	1 page	tiff	PDF
Statement of Change	8/2/1996	1 page	tiff	PDF
Annual Report	7/1/1996	1 page	tiff	PDF
Annual Report	7/1/1995	2 pages	tiff	PDF
Annual Report	7/1/1994	1 page	tiff	PDF
Annual Report	3/17/1993	1 page	tiff	PDF
Annual Report	7/1/1992	1 page	tiff	PDF
Annual Report	7/1/1991	1 page	tiff	PDF
Annual Report	7/1/1990	2 pages	tiff	PDF
Annual Report	7/1/1989	2 pages	tiff	PDF
Articles of Incorporation	5/16/1983	13 pages	tiff	PDF

Assumed Names

Activity History

Filing	File Date	Effective Date	Org. Referenced
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Reinstatement	3/21/2016 1:41:11 PM	3/21/2016	
Application For Reinstatement	3/21/2016 10:35:16 AM	3/21/2016	
Application For Reinstatement	2/8/2016 10:07:39 AM	2/8/2016	
Admin Dis. A. report not in	9/12/2015	9/12/2015	
Annual report	5/21/2014 11:17:52 AM	5/21/2014 11:17:52 AM	
Annual report	4/24/2013 10:49:33 AM	4/24/2013 10:49:33 AM	
Registered agent address change	4/24/2013 10:20:18 AM	4/24/2013 10:20:18 AM	
Annual report	2/13/2012 1:41:12 PM	2/13/2012 1:41:12 PM	
Registered agent address change	12/13/2011 2:49:43 PM	12/13/2011 2:49:43 PM	
Amendment to annual report	2/11/2011 10:46:51 AM	2/11/2011 10:46:51 AM	
Annual report	2/9/2011 2:37:59 PM	2/9/2011 2:37:59 PM	
Annual report	3/9/2010 2:20:08 PM	3/9/2010 2:20:08 PM	
Registered agent address change	10/15/2009 2:52:42 PM	10/15/2009	
Annual report	10/13/2009 1:57:21 PM	10/13/2009 1:57:21 PM	
Annual report	7/23/2008 3:26:12 PM	7/23/2008 3:26:12 PM	
Amendment - Change name	8/9/2007 3:14:52 PM	8/9/2007	<u>BLACKACRE FOUNDATION, INC.</u>

Microfilmed Images

Microfilm images are not available online. They can be ordered by faxing a Request For Corporate Documents to the Corporate Records Branch at 502-564-5687.

Annual Report

5/20/2005

1 page