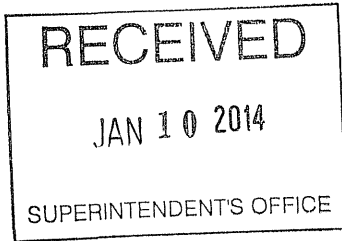


THE GHEENS FOUNDATION INC.

705 ONE RIVERFRONT PLAZA
401 WEST MAIN STREET
LOUISVILLE, KENTUCKY 40202
(502) 584-4650 FAX (502) 584-4652
WWW.GHEENSFOUNDATION.ORG



January 9, 2014

Dr. Donna M. Hargens
Jefferson County Public Schools
Van Hoose Education Center
P. O. Box 34020
Louisville, KY 40232-4020

Dear Dr. Hargens,

We are pleased to inform you that a grant in the amount of \$10,000.00 has been approved by our Trustees for the purpose of providing funds for the Making Music Concerts with the Louisville Orchestra. It may be used only for the purposes set forth in the grant proposal; in order that you may receive these funds, please complete and SIGN the enclosed Condition of Grant form and return it to our office as soon as possible. We will then sign the Condition form and transmit a copy back to you for your file; payment will be forwarded to you as set out in the Condition of Grant form.

If you have any questions concerning this Condition of Grant agreement or the reports we are requiring from you, please feel free to contact our office.

Yours very truly,

A handwritten signature in cursive script, reading "Carl M. Thomas". The signature is written in dark ink and is positioned above the printed name and title.

Carl M. Thomas
President

THE GHEENS FOUNDATION INC.

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P. O. Box 34020
Louisville, KY 40232-4020

RE: Conditions of the Gheens Foundation, Inc. for Making Grants and
Recipient's Agreement to Said Conditions.

Grant of: \$10,000.00

Payable: When Form is Returned

1. The funds awarded by the Foundation must be used for the specific purposes stated in the application. Use for any other purpose is unauthorized and will subject the recipient to a refund claim by the Foundation. According to the application for grant, the grant awarded herein must be used for:

Making Music Concerts with the Louisville Orchestra.

2. This statement of condition sets forth the terms and conditions upon which the grant is made. Under the laws of the United States applicable to foundations, all grants, including this one, must be expended solely for religious, charitable, scientific, literary, or educational purposes. Thus, the grant is made only for such purpose and is further limited to the above referenced purpose. The grant funds may not be expended any other purpose without the Foundation's prior approval in writing. The laws of the United States applicable to foundations also require that certain restrictions be placed upon the use of grant funds. Thus, the grant is subject to the restrictions enumerated below, and is made upon the condition that the Grantee complies with the reporting conditions enumerated below.

General Conditions

Grantee agrees to the following conditions:

1. Repayment-Grantee shall repay any portion of the amount including interest earned which was not used for the purpose of the grant.
2. Financial and Program Reports which relate to the goals and objectives as presented in the grant proposal will be submitted on the following schedule and will take the form described below.

FINANCIAL: By May 31, 2014, please send a financial report showing all income by source and amount and all expenses by line item for the Making Music Concerts for the 2013-14 school year.

PROGRAM: With the financial report, please send a list of the performance dates, the schools attending, the number of students in each audience, the number of ensemble visits to the schools, and examples of ways in which the program fulfills academic expectations in assisting the students to achieve the desired learning goals.*

PLEASE NOTE: Reports can be mailed to us OR sent by e-mail to grantsad@gheensfoundation.org.

*These reports are usually prepared by the Louisville Orchestra.

If the foregoing correctly sets forth your understanding of the terms and conditions under which this grant is being made, please so indicate below on this letter and return it to the Foundation; it will constitute our agreement with respect to the subject matter thereof. Upon receipt of the properly executed document, the Foundation will forward funds pursuant to the terms of the grant, as shown on Page 1.

The foregoing conditions are accepted
and agreed to this _____ day of _____, _____.

NAME OF ORGANIZATION:

By: _____

Title: _____

Federal I.D. # _____

Very truly yours,

The Gheens Foundation, Inc.

By: _____

Carl M. Thomas
President

Please return to:

THE GHEENS FOUNDATION, INC.

One Riverfront Plaza, Suite 705

401 West Main Street

Louisville, KY 40202