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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2008

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning

, and ending

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

WILLARD STEPHENSON FOUNDATION 108129-02

Number and street (or P O box number if mail is not delivered to street address)

FIRSTMERIT BANK 106 S. MAIN ST., 16TH F

City or town, state, and ZIP code

AKRON, OH 44308

A Employer identification number

34-1635094

B Telephone number

330-764-7263

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 475,566.

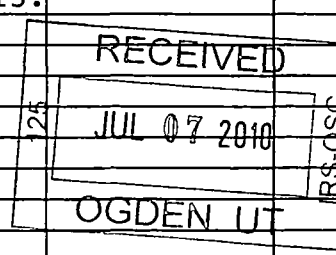
J Accounting method: ☐ Cash ☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ☒ If the foundation is not required to attach Sch. B interest on savings and temporary cash investments				
3				
4 Dividends and interest from securities	18,709.	18,709.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-1,224.			STATEMENT 1
b Gross sales price for all assets on line 6a 23,530.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	67.	67.		STATEMENT 3
12 Total. Add lines 1 through 11	17,552.	18,776.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	6,287.	4,715.		1,572.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	200.	0.		200.
24 Total operating and administrative expenses. Add lines 13 through 23	6,487.	4,715.		1,772.
25 Contributions, gifts, grants paid	29,524.			29,524.
26 Total expenses and disbursements. Add lines 24 and 25	36,011.	4,715.		31,296.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-18,459.			
b Net investment income (if negative, enter -0-)		14,061.		
c Adjusted net income (if negative, enter -0-)			N/A	



LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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8 6/19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
					(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		-7,881.			
	2	Savings and temporary cash investments		15,254.	7,588.		7,588.
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations	STMT 5	134,353.	134,491.		143,841.
	b	Investments - corporate stock	STMT 6	389,159.	394,596.		228,017.
	c	Investments - corporate bonds	STMT 7	135,712.	111,463.		96,120.
Liabilities	11	Investments - land, buildings, and equipment, basis ▶					
		Less: accumulated depreciation ▶					
	12	Investments - mortgage loans					
	13	Investments - other					
	14	Land, buildings, and equipment, basis ▶					
		Less: accumulated depreciation ▶					
	15	Other assets (describe ▶)					
	16	Total assets (to be completed by all filers)		666,597.	648,138.		475,566.
	17	Accounts payable and accrued expenses					
	18	Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)		0.	0.		
		Foundations that follow SFAS 117, check here ▶ ☐					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here ▶ ☒					
	27	Capital stock, trust principal, or current funds		666,597.	648,138.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
	30	Total net assets or fund balances		666,597.	648,138.		
	31	Total liabilities and net assets/fund balances		666,597.	648,138.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	666,597.
2	Enter amount from Part I, line 27a	2	-18,459.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	648,138.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	648,138.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 1,749.373 SHS LOOMIS SAYLES BOND FUND	P	VARIOUS	12/18/08
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 17,441.		24,754.	-7,313.
b 6,089.			6,089.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-7,313.
b			6,089.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-1,224.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	36,150.	694,096.	.052082
2006	27,280.	660,858.	.041280
2005	29,305.	579,378.	.050580
2004	26,463.	526,171.	.050294
2003	23,234.	460,203.	.050486

2 Total of line 1, column (d)	2	.244722
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048944
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	584,986.
5 Multiply line 4 by line 3	5	28,632.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	141.
7 Add lines 5 and 6	7	28,773.
8 Enter qualifying distributions from Part XII, line 4	8	31,296.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)	1	141.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	141.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	141.
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	2,278.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,278.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,137.
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax ☒ 2,137. Refunded ☒ 0.	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of FIRSTMERIT BANK, NA Located at 39 PUBLIC SQUARE, MEDINA, OH Telephone no. 330-764-7263 ZIP+4 44256			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No If "Yes," list the years N/A b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		6,287.	0.	0.

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

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

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



0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	587,638.
b	Average of monthly cash balances	1b	6,256.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	593,894.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	593,894.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,908.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	584,986.
6	Minimum investment return. Enter 5% of line 5	6	29,249.

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

1	Minimum investment return from Part X, line 6	1	29,249.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	141.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	141.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,108.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	29,108.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	29,108.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	31,296.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,296.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	141.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,155.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				29,108.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			2.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	410.			
b From 2004	570.			
c From 2005	1,922.			
d From 2006				
e From 2007				
f Total of lines 3a through e	2,902.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$	31,296.			
a Applied to 2007, but not more than line 2a			2.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				29,108.
e Remaining amount distributed out of corpus	2,186.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	5,088.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	410.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	4,678.			
10 Analysis of line 9:				
a Excess from 2004	570.			
b Excess from 2005	1,922.			
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	2,186.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

Form 990-PF (2008)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 9				
Total			▶ 3a	29,524.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
1,749.373 SHS LOOMIS SAYLES BOND FUND	PURCHASED	VARIOUS	12/18/08	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,441.	24,754.	0.	0.	-7,313.
CAPITAL GAINS DIVIDENDS FROM PART IV				6,089.
TOTAL TO FORM 990-PF, PART I, LINE 6A				-1,224.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	24,798.	6,089.	18,709.
TOTAL TO FM 990-PF, PART I, LN 4	24,798.	6,089.	18,709.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION PROCEEDS	67.	67.	
TOTAL TO FORM 990-PF, PART I, LINE 11	67.	67.	

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OHIO FILING FEE	200.	0.		200.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED FIRSTMERIT STATEMENT	X		134,491.	143,841.
TOTAL U.S. GOVERNMENT OBLIGATIONS			134,491.	143,841.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			134,491.	143,841.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED FIRSTMERIT STATEMENT	394,596.	228,017.
TOTAL TO FORM 990-PF, PART II, LINE 10B	394,596.	228,017.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED FIRSTMERIT STATEMENT	111,463.	96,120.
TOTAL TO FORM 990-PF, PART II, LINE 10C	111,463.	96,120.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FIRSTMERIT BANK, NA 39 PUBLIC SQ MEDINA, OH 44256	TRUSTEE 4.00	6,287.	0.	0.
JAMES SHIELDS 39 PUBLIC SQ MEDINA, OH 44256	TRUSTEE 1.00	0.	0.	0.
JANE LEAVER 39 PUBLIC SQ MEDINA, OH 44256	TRUSTEE 1.00	0.	0.	0.
WILLARD STEPHENSON 39 PUBLIC SQ MEDINA, OH 44256	TRUSTEE 1.00	0.	0.	0.
DON MIKSCH 39 PUBLIC SQ MEDINA, OH 44256	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		6,287.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS STATEMENT 9
 PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
LET'S MAKE A DIFFERENCE , MEDINA, OHIO	NONE SUPPLIES FOR AFTER SCHOOL PROGRAM	N/A	2,300.
LEADERSHIP MEDINA COUNTY , MEDINA, OHIO	NONE TUITION ASSISTANCE	N/A	4,500.
HANDS FOUNDATION , MEDINA, OHIO	NONE VOUCHERS FOR PURCHASE OF FOOD	N/A	2,000.

PROJECT LEARN , CLEVELAND, OHIO	NONE OPENING OF A BOOKSTORE	N/A	3,000.
SHARON TOWNSHIP FIREFIGHTERS ASSOC , MEDINA, OHIO	NONE CHIRSTMAS PROGRAM	N/A	2,000.
HOSPICE OF MEDINA COUNTY , MEDINA, OHIO	NONE GENERAL CONTRIBUTION	N/A	2,500.
JUNIOR ACHIEVEMENT OF AKRON , AKRON, OHIO	NONE PROGRAM FUNDING	N/A	2,500.
CATHOLIC CHARITIES OF MEDINA COUNTY , MEDINA, OHIO	NONE TEEN SEXUAL AWARENESS PROGRAMS	N/A	3,250.
LODI COMMUNITY HOSPITAL , LODI, OHIO	NONE COMMUNITY HEALTH PROGRAM	N/A	3,000.
MEDINA CITY SCHOOLS , MEDINA, OHIO	NONE PROGRAM FUNDING	N/A	3,474.
KIDNEY FOUNDATION OF MEDINA COUNTY , MEDINA, OHIO	NONE PROGRAM FUNDING	N/A	1,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			29,524.

EIN: 34-1635094

2008 FORM 990-PF

BALANCE SHEET ATTACHMENT

PAGE: 3

ASSET SUMMARY

AS OF 12/31/08

W STEPHENSON FND
ACCOUNT 108129-02

ASSET CATEGORY	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>						
MONEY MARKET FUNDS	7,588.02	1.60 %	7,588.02	0.00	129	1.70 %
DOMESTIC EQUITY MUTUAL FUNDS	163,068.06	34.29 %	281,701.45	118,633.39-	2,986	1.83 %
GLOBAL EQUITY MUTUAL FUNDS	22,472.72	4.73 %	40,000.00	17,527.28-	0	0.00 %
INTL EQUITY MUTUAL FUNDS	42,476.18	8.93 %	72,894.59	30,418.41-	1,299	3.06 %
TAXABLE FIXED INCOME FUNDS	239,961.16	50.46 %	245,954.06	5,992.90-	12,383	5.16 %
PRINCIPAL PORTFOLIO TOTAL	<u>475,566.14</u>	<u>100.00 %</u>	<u>648,138.12</u>	<u>172,571.98-</u>	<u>16,796</u>	<u>3.53 %</u>
TOTAL ASSETS	<u>475,566.14</u>	<u>100.00 %</u>	<u>648,138.12</u>	<u>172,571.98-</u>	<u>16,796</u>	<u>3.53 %</u>

WILLARD STEPHENSON FOUNDATION 108129-02

EIN: 34-1635094

2008 FORM 990-PF

BALANCE SHEET ATTACHMENT

LIST OF ASSETS

W STEPHENSON FND
ACCOUNT. 108129-02

PAGE 4

AS OF 12/31/08

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>							
<u>MONEY MARKET FUNDS</u>							
7,588.02	FEDERATED AUTOMATED GOVERNMENT CASH RESERVES	7,588.02 1.000	1.60 %	7,588.02	0.00	129	1.70 %
<u>DOMESTIC EQUITY MUTUAL FUNDS</u>							
2,715.344	AMERICAN GROWTH FUND OF AMERICA	55,230.10 20.340	11.61 %	85,614.24	30,384.14-	654	1.18 %
749.719	COLUMBIA ACORN FUND	13,277.52 17.710	2.79 %	22,358.78	9,081.26-	11	0.08 %
743.666	DODGE & COX STOCK FUND	55,306.44 74.370	11.63 %	112,393.38	57,086.94-	1,368	2.47 %
1,209.779	HOMESTEAD VALUE FUND	26,651.43 22.030	5.60 %	43,005.71	16,354.28-	703	2.64 %
617.773	VANGUARD INDEX TRUST SMALL CAPITALIZATION STOCK FUND	12,602.57 20.400	2.65 %	18,329.34	5,726.77-	250	1.98 %
	TOTAL DOMESTIC EQUITY MUTUAL FUNDS	163,068.06	34.29 %	281,701.45	118,633.39-	2,986	1.83 %
<u>GLOBAL EQUITY MUTUAL FUNDS</u>							
2,424.242	COLUMBIA MARSICO 21ST CENTURY FUND COLUMBIA FUNDS SERIES TRUST	22,472.72 9.270	4.73 %	40,000.00	17,527.28-	0	0.00 %

WILLARD STEPHENSON FOUNDATION 108129-02
 EIN: 34-1635094
 2008 FORM 990-PF
 BALANCE SHEET ATTACHMENT

LIST OF ASSETS
 AS OF 12/31/08
 W STEPHENSON FND
 ACCOUNT: 108129-02
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>INTL EQUITY MUTUAL FUNDS</u>							
457	ARTIO INTERNATIONAL EQUITY FUND	11,228.49 24.570	2.36 %	22,148.10	10,919.61-	257	2.29 %
683.41	DODGE & COX INTERNATIONAL STOCK FD	14,966.68 21.900	3.15 %	21,169.57	6,202.89-	642	4.29 %
1,316.169	FIDELITY ADVISOR DIVERSIFIED INTERNATIONAL FUND	16,281.01 12.370	3.42 %	29,576.92	13,295.91-	399	2.45 %
TOTAL INTL EQUITY MUTUAL FUNDS				72,894.59	30,418.41-	1,299	3.06 %
<u>TAXABLE FIXED INCOME FUNDS</u>							
8,211.131	FEDERATED SHORT TERM INCOME FUND	64,950.05 7.910	13.66 %	69,252.47	4,302.42-	2,899	4.46 %
9,394.037	FEDERATED TOTAL RETURN GOVT BD FD SH BEN INT INSTL SHS	109,064.77 11.610	22.93 %	101,004.65	8,060.12	4,932	4.52 %
2,309.186	GOLDMAN SACHS GOVERNMENT INCOME FUND	34,776.34 15.060	7.31 %	33,486.56	1,289.78	1,529	4.40 %
3,000	LOOMIS SAYLES BOND FUND	31,170.00 10.390	6.55 %	42,210.38	11,040.38-	3,024	9.70 %
TOTAL TAXABLE FIXED INCOME FUNDS				245,954.06	5,992.90-	12,383	5.16 %

WILLARD STEPHENSON FOUNDATION-108129-02

EIN: 34-1635094

2008 FORM 990-PF

BALANCE SHEET ATTACHMENT

LIST OF ASSETS

W STEPHENSON FND
ACCOUNT: 108129-02

AS OF 12/31/08

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
		475,566.14	100.00 %	648,138.12	172,571.98-	16,796	3.53 %
		475,566.14	100.00 %	648,138.12	172,571.98-	16,796	3.53 %
	PRINCIPAL PORTFOLIO TOTAL						
	TOTAL ASSETS						

**Power of Attorney
and Declaration of Representative**
▶ Type or print. ▶ See the separate instructions.

OMB No. 1545-0150
For IRS Use Only
Received by _____
Name _____
Telephone _____
Function _____
Date _____

Part 1 Power of Attorney

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS

1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address

WILLARD STEPHENSON FOUNDATION 108129-02
106 S. MAIN ST., 16TH FL
AKRON, OH 44308

Social security number(s)

Employer identification
number

34-1635094

Plan number (if applicable)

Daytime telephone number

330-764-7263

hereby appoint(s) the following representative(s) as attorney(s)-in-fact

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address

LAURA B. CULP
1735 MERRIMAN RD
AKRON, OH 44313-9007

CAF No. 3205-22891R

Telephone No. (330)-864-6661

Fax No. 330-864-6918

Check if new Address ☐ Telephone No. ☐ FAX No. ☐

Name and address

CAF No. _____

Telephone No. _____

Fax No. _____

Check if new Address ☐ Telephone No. ☐ FAX No. ☐

Name and address

CAF No. _____

Telephone No. _____

Fax No. _____

Check if new Address ☐ Telephone No. ☐ FAX No. ☐

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters

3 Tax matters

Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
EXCISE	990PF	2008, 2009

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. Specific uses not recorded on CAF ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative or add additional representatives, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 1 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Treasury Department Circular No. 230 (Circular 230). An enrolled retirement plan administrator may only represent taxpayers to the extent provided in section 10.3(e) of Circular 230. See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (levels k and l) authority is limited (for example, they may only practice under the supervision of another practitioner)

List any specific additions or deletions to the acts otherwise authorized in this power of attorney _____

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here _____ and list the name of that representative below.

Name of representative to receive refund check(s) ▶ _____

- 7 Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.
- a** If you also want the second representative listed to receive a copy of notices and communications, check this box ☐
- b** If you do not want any notices or communications sent to your representative(s), check this box ☐
- 8 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here. ☐
- YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.
- ▶ **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.**

Donald M. Miksch *06/30/2010* *VICE PRESIDENT*

Signature Date Title (if applicable)

DONALD M. MIKSCH ☐ ☐ ☐ ☐ ☐ **WILLARD STEPHENSON FOUNDATION 108129-02**

Print Name PIN Number Print name of taxpayer from line 1 if other than individual

Signature Date Title (if applicable)

☐ ☐ ☐ ☐ ☐

Print Name PIN Number

Part II Declaration of Representative

Caution: Students with a special order to represent taxpayers in qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program (levels k and l), see the instructions for Part II

Under penalties of perjury, I declare that

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service,
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others,
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there, and
- I am one of the following
 - a** Attorney - a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b** Certified Public Accountant - duly qualified to practice as a certified public accountant in the jurisdiction shown below.
 - c** Enrolled Agent - enrolled as an agent under the requirements of Circular 230.
 - d** Officer - a bona fide officer of the taxpayer's organization
 - e** Full-Time Employee - a full-time employee of the taxpayer.
 - f** Family Member - a member of the taxpayer's immediate family (for example, spouse, parent, child, brother, or sister).
 - g** Enrolled Actuary - enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230)
 - h** Unenrolled Return Preparer - the authority to practice before the Internal Revenue Service is limited by Circular 230, section 10.7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See **Unenrolled Return Preparer** on page 1 of the instructions.
 - k** Student Attorney - student who receives permission to practice before the IRS by virtue of their status as a law student under section 10.7(d) of Circular 230.
 - l** Student CPA - student who receives permission to practice before the IRS by virtue of their status as a CPA student under section 10.7(d) of Circular 230.
 - r** Enrolled Retirement Plan Agent - enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

▶ **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED.** See the Part II instructions.

Designation - Insert above letter (a-r)	Jurisdiction (state) or identification	Signature	Date
B	OHIO	<i>[Signature]</i>	<i>6/25/10</i>