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Return of Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: **Dr. Frank Vecchio and Helen Williams Vecchio Foundation**

Number and street (or P O box number if mail is not delivered to street address): **925 Euclid Avenue**

Room/suite: **1150**

City or town, state, and ZIP code: **Cleveland, OH 44115-1414**

A Employer identification number: **34-1422252**

B Telephone number: **216-696-2877**

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 foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 1,219,096.** (Part I, column (d) must be on cash basis)

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

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		210.	210.		Statement 1
4 Dividends and interest from securities		19,196.	19,196.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<100,094.>			
b Gross sales price for all assets on line 6a		179,716.			
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		642.	0.		Statement 3
12 Total Add lines 1 through 11		<80,046.>	19,406.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		8,850.	8,850.		0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 5		150.	150.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		4,417.	4,417.		0.
24 Total operating and administrative expenses Add lines 12 through 23		13,417.	13,417.		0.
25 Contributions, gifts, grants paid		100,000.			100,000.
26 Total expenses and disbursements Add lines 24 and 25		113,417.	13,417.		100,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<193,463.>			
b Net investment income (if negative, enter -0-)			5,989.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Dr. Frank Vecchio and Helen Williams

Form 990-PF (2009)

Vecchio Foundation

34-1422252

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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			
	2 Savings and temporary cash investments	127,484.	114,451.	114,451.
	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 7	199,000.	199,000.	199,000.
	b Investments - corporate stock Stmt 8	1,086,487.	906,057.	886,145.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	19,500.	19,500.	19,500.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,432,471.	1,239,008.	1,219,096.
	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.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,567,017.	1,567,017.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<134,546.>	<328,009.>	
30 Total net assets or fund balances	1,432,471.	1,239,008.		
31 Total liabilities and net assets/fund balances	1,432,471.	1,239,008.		

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	1,432,471.
2 Enter amount from Part I, line 27a	2	<193,463.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,239,008.
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	1,239,008.

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				
b See Attached Statement				
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			
b			
c			
d			
e 179,716.		279,810.	<100,094.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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			
b			
c			
d			
e			<100,094.>

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	<100,094.>
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))
2008	114,249.	1,473,262.	.077548
2007	120,000.	1,816,127.	.066075
2006	80,750.	1,730,401.	.046665
2005	20,750.	1,622,271.	.012791
2004	56,500.	1,588,615.	.035566

2 Total of line 1, column (d)	2	.238645
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	.047729
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,109,811.
5 Multiply line 4 by line 3	5	52,970.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	60.
7 Add lines 5 and 6	7	53,030.
8 Enter qualifying distributions from Part XII, line 4 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.	8	100,000.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	60.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	60.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	60.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	21.	
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	21.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	39.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

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
1b 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
1c 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) <input type="checkbox"/> 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 2009 or the taxable year beginning in 2009 (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?	13	X	

Website address **▶ N/A**

14 The books are in care of **▶ Michael E. Elliott** Telephone no. **▶ 216-696-2877**
 Located at **▶ 925 Euclid Avenue, Suite 1150, Cleveland, OH** ZIP+4 **▶ 44115-1414**

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
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	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 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 2009.) 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 2009?	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 "Yes" to 6b, 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
Charles J. O'Toole	Co-Trustee			
1300 East Ninth Street, 20th Floor				
Cleveland, OH 44114	0.00	0.	0.	0.
Michael E. Elliott	Co-Trustee			
925 Euclid Avenue, Suite 1150				
Cleveland, OH 44115	0.00	0.	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

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

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	1,003,675.
b	Average of monthly cash balances	1b	123,037.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,126,712.
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	1,126,712.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,901.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,109,811.
6	Minimum investment return. Enter 5% of line 5	6	55,491.

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	55,491.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	60.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	60.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	55,431.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	55,431.
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	55,431.

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	100,000.
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	100,000.
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	60.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	99,940.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				55,431.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 930.				
f Total of lines 3a through e 930.	930.			
4 Qualifying distributions for 2009 from Part XII, line 4: \$ 100,000.				
a Applied to 2008, but not more than line 2a			0.	
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 2009 distributable amount				55,431.
e Remaining amount distributed out of corpus 44,569.	44,569.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) 0.	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 45,499.	45,499.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7 0.	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 45,499.	45,499.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 930.	930.			
e Excess from 2009 44,569.	44,569.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

- a The name, address, and telephone number of the person to whom applications should be addressed:

See Statement 10

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

- c Any submission deadlines:

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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)				
<i>a Paid during the year</i>				
St. Martin dePorres 6111 Lausche Avenue Cleveland, OH 44103		Public Charity	General	2,500.
Benedictine Order of Cleveland 10510 Buckeye Road Cleveland, OH 44104		Public Charity	General	2,500.
Gilmour Academy Cedar Road & SOM Center Road Gates Mills, OH 44040		Public Charity	General	40,000.
John Carroll University 20700 N. Park Blvd. University Heights, OH 44118		Public Charity	General	40,000.
St. Edward High School 13500 Detroit Avenue Lakewood, OH 44107		Public Charity	General	5,000.
Ursuline College 2550 Lander Road Pepper Pike, OH 44124		Public Charity	General	10,000.
Total			▶ 3a	100,000.
<i>b Approved for future payment</i>				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	210.	
4 Dividends and interest from securities				14	19,196.	
5 Net rental income or (loss) from real estate:						
a	Debt-financed property					
b	Not debt-financed property					
6 Net rental income or (loss) from personal property						
7 Other investment income				14	642.	
8 Gain or (loss) from sales of assets other than inventory				18	<100,094.>	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0.		<80,046.>	0.
13 Total Add line 12, columns (b), (d), and (e)						

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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 S/T Loss - See Fifth Third Statement Attached		P		
b L/T Loss - See Fifth Third Statement Attached		P		
c S/T Gain - See MorganStanley SmithBarney Statemen		P		
d L/T Loss - See MorganStanley SmithBarney Statemen		P		
e Capital Gains Dividends				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,556.		8,474.	<4,918.>
b 55,747.		82,409.	<26,662.>
c 121.		111.	10.
d 119,988.		188,816.	<68,828.>
e 304.			304.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<4,918.>
b			<26,662.>
c			10.
d			<68,828.>
e			304.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<100,094.>
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

2009 Tax Information Statement

Page 7 of 20

Account Number: 010002499507
 Recipient's Tax ID number: XX-XXX2252
 Payer's Federal ID number: 31-0676865
 Questions? (800)336-6782 ext 5476
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
 FRANK AND HELEN VECCHIO
 FOUNDATION
 925 EUCLID AVENUE STE 1150
 CLEVELAND, OH 44115

Payer's Name and Address
 FIFTH THIRD BANK
 P O BOX 630858
 CINCINNATI, OH 45263-0858

2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
(Box 5) (Box 1b) (Box 7) (Box 1a)								
Short Term Sales Reported on 1099-B								
60.0000	78463X863	SPDR DJ WILSHIRE INTL REAL ESTAT	07/10/2008	02/27/2009	1,219.14	2,753.40	-1,534.26	0.00
55.0000	78463X863	SPDR DJ WILSHIRE INTL REAL ESTAT	04/15/2008	02/27/2009	1,117.54	2,911.81	-1,794.27	0.00
60.0000	78463X863	SPDR DJ WILSHIRE INTL REAL ESTAT	08/06/2008	02/27/2009	1,219.14	2,808.60	-1,589.46	0.00
Total Short Term Sales Reported on 1099-B					3,555.82	8,473.81	-4,917.99	0.00
Long Term 15% Sales Reported on 1099-B								
25.0000	002824100	ABBOTT LABS	07/11/2003	01/29/2009	1,366.03	1,025.72	340.31	0.00
93.7080	025082108	AMER CENT INTL BOND FUND-INV	05/28/2008	10/13/2009	1,410.31	1,429.05	-18.74	0.00
150.0000	060505104	BANK OF AMERICA CORP	03/09/2007	01/20/2009	889.45	7,642.78	-6,753.33	0.00
0000	CARDINAL-SLP	CARDINAL HEALTH SECURITY LITIGATION PAYMENT		09/10/2009	264.82	0.00	264.82	0.00
5000	14170T101	CAREFUSION CORP	04/03/2002	09/15/2009	10.44	20.24	-9.80	0.00
75.0000	166764100	CHEVRONTXACO CORP	02/10/2000	10/13/2009	5,564.11	2,873.09	2,691.02	0.00
110.0000	25746U109	DOMINION RESOURCES INC/VA	11/22/2002	10/26/2009	3,903.59	2,791.62	1,111.97	0.00
25.0000	302182100	EXPRESS SCRIPTS INC-CL A	01/28/2008	10/13/2009	2,034.94	1,575.48	459.46	0.00
200.0000	369604103	GENERAL ELEC CO	04/03/2002	03/05/2009	1,321.53	7,340.00	-6,018.47	0.00
175.0000	369604103	GENERAL ELEC CO	07/10/2002	03/05/2009	1,156.34	4,830.49	-3,674.15	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

2009 Tax Information Statement

Page 8 of 20

Account Number: 010002499507
 Recipient's Tax ID number: XX-XXX2252
 Payer's Federal ID number: 31-0676865
 Questions? (800)336-6782 ext 5476
☐ Corrected ☐ 2nd TIN notice

Payer's Name and Address
 FIFTH THIRD BANK
 P O BOX 630858
 CINCINNATI, OH 45263-0858

Recipient's Name and Address
 FRANK AND HELEN VECCHIO
 FOUNDATION
 925 EUCLID AVENUE STE 1150
 CLEVELAND, OH 44115

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
(Box 5)	(Box 1b)	(Box 7)	(Box 1a)	(Box 2)	(Box 4)			
323.0000	464287465	ISHARES MSCI EAFE INDEX FUND	01/19/2005	02/27/2009	11,114.72	16,774.47	-5,659.75	0.00
195.0000	464287465	ISHARES MSCI EAFE INDEX FUND	01/27/2005	02/27/2009	6,710.13	10,187.45	-3,477.32	0.00
246.0000	464287465	ISHARES MSCI EAFE INDEX FUND	02/02/2005	02/27/2009	8,465.09	13,007.66	-4,542.57	0.00
36.0000	464287465	ISHARES MSCI EAFE INDEX FUND	02/22/2005	02/27/2009	1,238.79	1,937.04	-698.25	0.00
225.0000	464287234	ISHARES TR MSCI EMERGING MKTS INDEX FD	02/02/2005	01/21/2009	4,872.40	5,075.50	-203.10	0.00
105.0000	464287234	ISHARES TR MSCI EMERGING MKTS INDEX FD	01/27/2005	01/21/2009	2,273.78	2,309.53	-35.75	0.00
162.6180	784924664	SSGA HIGH YIELD BOND FUND	08/27/2008	09/23/2009	1,214.76	1,235.90	-21.14	0.00
75.0000	882508104	TEXAS INSTRUMENTS INC	03/06/2007	08/06/2009	1,818.93	2,352.80	-533.87	0.00
	TYCO/SLP	TYCO INTL- SECURITY LITIGATION PAYMENT	11/11/1911	03/16/2009	116.34		116.34	0.00
Total Long Term 15% Sales Reported on 1099-B						82,408.82	-26,662.32	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Ref: 00000463 00004546

DR. FRANK VECCHIO &
Account Number 710-23202-10 024

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000110	7.836	MORGAN STANLEY PACIFIC GROWTH FUND INC CLASS A CONFIRM #500091200165318	12/31/08	04/30/09	\$ 120.60	\$ 110.88		\$ 9.72
Total					\$ 120.60	\$ 110.88		\$ 9.72

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	165.426	AIM DEVELOPING MARKETS FUND CLASS A CONFIRM #500092170237012	02/12/99	08/05/09	\$ 4,000.00	\$ 1,261.11		\$ 2,738.89 ^c
125000020	453.721	DELAWARE EMERGING MARKETS FUND C CONFIRM #500092170237046	05/14/02	08/05/09	5,000.00	3,670.60		1,329.40 ^c
125000030	147.939 45.693	DELAWARE SMALL CAP VALUE FUND -C- CONFIRM #500092170237053	01/28/99 12/22/03	08/05/09	3,438.10 1,061.90	3,751.73 1,453.04	(313.63) ^c (391.14) ^c	
125000040	361.795	FIDELITY ADVISOR MID CAP FUND CL C CONFIRM #500092170237087	05/14/02	08/05/09	5,000.00	6,845.16	(1,845.16) ^c	
125000050	745.084 5.999 206.754 479.863	FIDELITY ADVISOR INTERNATIONAL CAPITAL APPREC FD CL C CONFIRM #500091200165243	09/27/05 12/20/05 03/30/06	04/30/09	4,664.22 37.55 1,294.28 3,003.95	12,442.90 93.40 3,219.15 8,076.10	(7,778.68) (55.85) (1,924.87) (5,072.15)	
125000060	114.314 372.304	FIDELITY ADVISOR INTERNATIONAL CAPITAL APPREC FD CL C CONFIRM #500092170237103	03/30/06 05/26/06	08/05/09	939.66 3,060.34	1,923.90 6,195.14	(984.24) (3,134.80)	

2 0 0 9 Y E A R E N D S U M M A R Y



Ref: 00000463 00004547

DR. FRANK VECCHIO &

Account Number 710-23202-10 024

Details of Long Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000070	326	HOST HOTELS & RESORTS INC	04/11/06	08/05/09	\$ 3,136.75	\$ 6,662.15	(\$ 3,525.40)	
125000080	200	JOHNSON & JOHNSON	05/02/03	08/05/09	11,865.00	11,411.84		453.16 c
125000090	62.5	LIVE NATION INC	09/05/03	08/05/09	374.46	957.13	(582.67) c	
	37.5		11/10/05		224.68	400.16	(175.48)	
125000100	179.854	MFS GROWTH FUND CL C	11/25/98	08/05/09	5,008.94	7,159.99	(2,151.05) c	
	179.212	CONFIRM #500092170237152	01/28/99		4,991.06	8,241.96	(3,250.90) c	
125000110	123.81	MORGAN STANLEY PACIFIC GROWTH	10/20/93	04/30/09	1,905.44	2,435.77	(530.33) c	
	4.641	FUND INC CLASS A	12/23/93		71.42	106.93	(35.51) c	
	13.449	CONFIRM #500091200165318	12/23/93		206.98	309.87	(102.89) c	
	11.307		12/22/94		174.01	216.15	(42.14) c	
	56.004		12/22/94		861.90	1,070.57	(208.67) c	
	31.781		12/21/95		489.11	608.50	(119.39) c	
	21.806		12/23/96		335.59	430.14	(94.55) c	
	23.979		12/23/97		369.04	282.06		
	2.758		12/20/99		42.45	46.56	(4.11) c	86.98 c
	4.585		06/22/01		70.56	52.13		
	532.785		03/30/06		8,199.56	10,069.63	(1,870.07)	18.43 c
	1.774		12/29/06		27.30	36.70	(9.40)	
	3.879		01/02/08		59.70	101.97	(42.27)	
125000120	.2667	PNC FINANCIAL SERVICES GROUP	05/21/02	01/02/09	12.77	230.05	(217.28) c	
	.5333	MERGER 12/31/08 635405103000	11/21/07		25.55	265.62	(240.07)	
125000130	19.3333	PNC FINANCIAL SERVICES GROUP	05/21/02	08/05/09	740.69	16,679.02	(15,938.33) c	
	38.6667		11/21/07		1,481.37	19,257.22	(17,775.85)	
125000140	500	POWERSHARES QQQ TR SER 1	02/21/01	11/06/09	20,822.25	26,199.98	(5,377.73) c	
		CGMI AND/OR ITS AFFILIATES						
125000150	533	STARWOOD HOTELS & RESORTS	01/21/92	08/05/09	14,163.69	2,094.69		12,069.00 c
		WORLDWIDE INC -NEW						
125000160	.6666	TIME WARNER INC	11/19/98	03/27/09	14.62	33.58	(18.96) c	
		REVSPLT 03/27/09 887317105000						
125000170	366	TIME WARNER INC	11/19/98	08/05/09	9,761.94	18,437.74	(8,675.80) c	
125000180	.037	TIME WARNER CABLE INC	11/19/98	03/30/09	1.01	2.45	(1.44) c	
		CASH IN LIEU OF .03700						
		RECORD 03/12/09 PAY 03/27/09						
		FROM: 887317105000 (SPINOFF)						

2 0 0 9 Y E A R E N D S U M M A R Y



Ref: 00000463 00004548

DR. FRANK VECCHIO &
Account Number 710-23202-10 024

Details of Long Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000190	92	TIME WARNER CABLE INC	11/19/98	08/05/09	\$ 3,050.43	\$ 6,083.57	(\$ 3,033.14) ^c	
Total					\$ 119,988.27	\$ 188,816.36	(\$ 85,523.95)	\$ 16,695.86

^c Based on information supplied by Client or other financial institution, not verified by us.

2009 YEAR END SUMMARY



Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Fifth Third	16.
Huntington Bank	164.
Morgan Stanley Smith Barney	30.
Total to Form 990-PF, Part I, line 3, Column A	210.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Fifth Third	10,768.	304.	10,464.
Morgan Stanley Smith Barney	8,732.	0.	8,732.
Total to Fm 990-PF, Part I, ln 4	19,500.	304.	19,196.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Securities litigation settlement	537.	0.	
Partnership Distribution	105.	0.	
Total to Form 990-PF, Part I, line 11	642.	0.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tucker Ellis & West LLP	8,850.	8,850.		0.
To Fm 990-PF, Pg 1, ln 16a	8,850.	8,850.		0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign tax withheld	150.	150.		0.	
To Form 990-PF, Pg 1, ln 18	150.	150.		0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
12/31/08 State of Ohio Filing Fee	200.	200.		0.	
Fairport Management Fee	3,547.	3,547.		0.	
Fifth Third Fee	545.	545.		0.	
Morgan Stanley Smith Barney Annual Fee	125.	125.		0.	
To Form 990-PF, Pg 1, ln 23	4,417.	4,417.		0.	

Form 990-PF	U.S. and State/City Government Obligations			Statement	7
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value	
U.S. Series H Savings Bonds	X		199,000.	199,000.	
Total U.S. Government Obligations			199,000.	199,000.	
Total State and Municipal Government Obligations					
Total to Form 990-PF, Part II, line 10a			199,000.	199,000.	

Form 990-PF	Corporate Stock	Statement	8
Description	Book Value	Fair Market Value	
800 shares AT&T	19,713.	22,424.	
500 shares BP PLC Spons ADR	20,735.	28,985.	
1,000 shares Cisco Sys	18,887.	23,940.	
1,000 shares Citigroup	39,775.	3,310.	
500 shares Dow Chemical	17,330.	13,815.	
500 shares EMC Corp - Mass	15,426.	8,735.	
1,000 shares General Electric	31,506.	15,130.	
1,500 shares Intel Corp	31,318.	30,600.	
300 shares Johnson & Johnson	17,118.	19,323.	
1,200 shares Microsoft Corp	33,938.	36,576.	
500 shares Oracle Corp	10,070.	12,265.	
1,000 shares Pactiv Corp	23,297.	24,140.	
100 shares Diamonds Trust Ser 1	10,170.	10,407.	
170 shares iShares S&P 100 Index Fund	9,819.	8,747.	
514.606 shares Aim Developing Markets Fund	5,118.	14,152.	
881.606 shares Delaware Emerging Markets Fund C	12,044.	11,399.	
483.374 shares Delaware Small Cap Value Fund	15,878.	12,708.	
805.317 shares Fidelity Advisor Mid Cap Fund Cl C	16,789.	12,370.	
1,857.902 shares Fidelity Advisor International Capital Apprec Fd Cl A	25,245.	16,554.	
677.3 shares MFS Growth Fund Cl C	30,218.	21,619.	
29.935 shares Amer Cent Intl Bond Fund	432.	432.	
279.109 shares Amer Cent Intl Bond Fund	4,252.	4,027.	
103.97 shares SSGA High Yield Bond Fund	685.	802.	
521.593 shares SSGA High Yield Bond Fund	3,964.	4,021.	
202.254 shares Vanguard GNMA Fd #36	2,141.	2,152.	
3,910.433 shares Vanguard GNMA Fd #36	40,394.	41,607.	
139.434 shares Vanguard Intm-Term Inv Grade Fd #71	1,245.	1,341.	
2,134.949 shares Vanguard Intm-Term Inv Grade Fd #71	18,788.	20,538.	
250 shares AT&T	9,862.	7,007.	
100 shares Abbott Labs	4,360.	5,399.	
75 shares Air Prod & Chems	3,352.	6,079.	
100 shares Apache Corp	3,863.	10,317.	
140 shares Automatic Data Processing	4,359.	5,995.	
235 shares Bank of New York Mellon Corp	10,295.	6,573.	
115 shares Baxter Intl	2,574.	6,748.	
175 shares Cardinal Health	8,615.	5,642.	
350 shares Cisco Systems	6,103.	8,379.	
150 shares Coca Cola	6,212.	8,550.	
425 shares Corning	9,401.	8,207.	
65 shares Danaher	4,766.	4,888.	
800 shares E M C Corp - Mass	12,254.	13,976.	
200 share Equifax	7,444.	6,178.	
75 shares Express Scripts	4,726.	6,482.	

160 shares Federated Invs	3,486.	4,400.
50 shares Fedex Corporation	2,518.	4,173.
15 shares Google	7,088.	9,300.
75 shares International Business Machs	7,312.	9,818.
100 shares McDonalds Corp	5,203.	6,244.
100 shares Medtronic	5,303.	4,398.
275 shares Microsoft	7,610.	8,382.
85 shares Nike	5,279.	5,616.
200 shares Omnicom Group	8,830.	7,830.
100 shares Procter & Gamble	3,056.	6,063.
100 shares Schlumberger	2,407.	6,509.
100 shares Sherwin Williams	5,758.	6,165.
75 shares Stryker Corp	3,522.	3,778.
150 shares Sysco Corp	5,028.	4,191.
200 shares Texas Instrs	6,274.	5,212.
125 shares 3M Co	9,417.	10,334.
135 shares Wells Fargo	3,411.	3,644.
416.409 shares Driehas Emerging Mkts Gr Fd	7,200.	12,176.
150 shares iShares Cohen & Steers Realty	11,710.	7,878.
275 shares iShares S&P Midcap 400 Growth	22,514.	21,370.
275 shares iShares Russell 2000 Value Index Fund	19,445.	15,961.
190 shares iShares Barclays 3-7 Year Treasury Bd Fd	20,516.	20,930.
270 shares Midcap SPDR Trust Ser 1	39,549.	35,570.
330.041 shares Rydex Ser Fds Mgd Futr Str H	9,400.	8,858.
335.679 shares Thornburg Intl Value Fd A	6,200.	8,328.
1,463.034 shares Scout Small Cap Fund	21,500.	18,668.
500 shares iShares Trftse Xinhua Hk China 25 Index	16,331.	21,130.
300 shares Alcoa	4,013.	4,836.
60 shares American Express	2,123.	2,431.
87 shares Carefusion Corp	3,393.	2,176.
100 shares Deere & Co	4,451.	5,409.
125 shares Gamestop Corp	3,514.	2,743.
60 shares L-3 Communications Hldgs	4,692.	5,217.
100 shares Peabody Energy	3,631.	4,521.
195 shares iShares MSCI CDA Index Fd	4,963.	5,134.
265 shares iShares MSCI Pacific Ex-Japan Index Fd	8,026.	10,963.
860 shares iShares MSCI United Kingdom Index Fd	13,070.	13,932.
360 shares Powershares DB Commodity Ind	8,494.	8,863.
255 shares Vanguard Emerging Market ETF	5,339.	10,455.
Total to Form 990-PF, Part II, line 10b	906,057.	886,145.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
Peninsula Drilling Program	COST	19,500.	19,500.
Total to Form 990-PF, Part II, line 13		19,500.	19,500.

Form 990-PF	Grant Application Submission Information	Statement	10
	Part XV, Lines 2a through 2d		

Name and Address of Person to Whom Applications Should be Submitted

Michael E. Elliott
925 Euclid Avenue. Suite 1150
Cleveland, OH 44115

Telephone Number

216-592-5000

Form and Content of Applications

Applicants should submit all requests in letter form to Charles J. O'Toole and Michael E. Elliott and should include an outline of the proposed use of the requested funds.

Any Submission Deadlines

Applications are accepted at any time.

Restrictions and Limitations on Awards

Preference is given to education, religious and medical non-profit institutions primarily in the Northeast Ohio area.

Name and Address of Person to Whom Applications Should be Submitted

Charles J. O'Toole
1300 East Ninth Street, 20th Floor
Cleveland, OH 44114

Telephone Number

216-621-7860

Form and Content of Applications

Any Submission Deadlines

Restrictions and Limitations on Awards