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Return of Private Foundation

OMB No 1545-0052

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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 2010, 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

Name of foundation RUTH J. & ROBERT A. CONWAY FOUNDATION, INC.		A Employer identification number 31-1575184
Number and street (or P O box number if mail is not delivered to street address) 5799 MARIEMONT AVENUE	Room/suite	B Telephone number (513) 271-2349
City or town, state, and ZIP code CINCINNATI, OH 45227		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 16,637,011.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		8,575.		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					
4 Dividends and interest from securities		486,546.	483,120.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,278,819.			
b Gross sales price for all assets on line 6a		12,466,910.			
7 Capital gain net income (from Part IV, line 2)			1,278,819.		
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		5,053.	6,135.		STATEMENT 2
12 Total. Add lines 1 through 11		1,778,993.	1,768,074.		
13 Compensation of officers, directors, trustees, etc		12,000.	0.		12,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		10,815.	5,407.		5,408.
c Other professional fees					
17 Interest					
18 Taxes		3,510.	3,300.		210.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		77,038.	66,701.		10,337.
24 Total operating and administrative expenses. Add lines 13 through 23		103,363.	75,408.		27,955.
25 Contributions, gifts, grants paid		1,312,635.			1,312,635.
26 Total expenses and disbursements. Add lines 24 and 25		1,415,998.	75,408.		1,340,590.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		362,995.			
b Net investment income (if negative, enter -0-)			1,692,666.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-07-10

LHA For Paperwork Reduction Act Notice, see the instructions.

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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		9,663.	9,663.
	2 Savings and temporary cash investments	1,184,116.	936,213.	936,213.
	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	5,919,296.	297,669.	265,850.
	b Investments - corporate stock STMT 8	3,777,217.	4,594,727.	5,987,200.
	c Investments - corporate bonds STMT 9	1,450,755.	6,509,150.	6,671,786.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	2,476,970.	2,757,783.	2,766,299.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	14,808,354.	15,105,205.	16,637,011.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	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			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	14,808,354.	15,105,205.	
30 Total net assets or fund balances	14,808,354.	15,105,205.		
31 Total liabilities and net assets/fund balances	14,808,354.	15,105,205.		

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	14,808,354.
2 Enter amount from Part I, line 27a	2	362,995.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	15,171,349.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	66,144.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,105,205.

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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 12,466,910.		11,188,091.	1,278,819.

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			1,278,819.

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	1,278,819.
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))
2009	1,648,906.	15,938,906.	.103452
2008	1,211,665.	18,508,725.	.065465
2007	1,057,619.	19,058,812.	.055492
2006	1,156,448.	18,064,685.	.064017
2005	1,046,396.	17,774,343.	.058871

2 Total of line 1, column (d)	2	.347297
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	.069459
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	15,669,757.
5 Multiply line 4 by line 3	5	1,088,406.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,927.
7 Add lines 5 and 6	7	1,105,333.
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	1,340,590.

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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)			
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		1	16,927.
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	16,927.
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	16,927.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	34,005.	
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	34,005.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,078.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 17,078. Refunded <input type="checkbox"/>	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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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?	X	
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 checked="" 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 2010 or the taxable year beginning in 2010 (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

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>ROBERT A. CONWAY</u> Telephone no. ► <u>(513) 271-2349</u> Located at ► <u>5799 MARIEMONT AVENUE, CINCINNATI, OH</u> ZIP+4 ► <u>45227</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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 checked="" type="checkbox"/> Yes <input 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 2010 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 2010)	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 2010?	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

▶ ☐

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
SEE STATEMENT 11		12,000.	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 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	15,889,703.
b	Average of monthly cash balances	1b	18,680.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,908,383.
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	15,908,383.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	238,626.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,669,757.
6	Minimum investment return. Enter 5% of line 5	6	783,488.

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	783,488.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	16,927.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,927.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	766,561.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	766,561.
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	766,561.

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	1,340,590.
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	1,340,590.
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	16,927.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,323,663.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				766,561.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	130,251.			
e From 2009	1,653,224.			
f Total of lines 3a through e	1,783,475.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	1,340,590.			
a Applied to 2009, 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) **	1,340,590.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	766,561.			766,561.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,357,504.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				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 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,357,504.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	1,016,914.			
e Excess from 2010	1,340,590.			

** SEE STATEMENT 12

Form 990-PF (2010)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ... **▶**

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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(j)(3)(B)(ii)				
(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).)

SEE STATEMENT 13

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:

MR. ROBERT A. CONWAY, SR., (513) 271-2349
5799 MARIEMONT AVENUE, CINCINNATI, OH 45227

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

APPLICATION MUST BE REQUESTED IN WRITING

c Any submission deadlines:

NONE

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

RECIPIENTS MUST BE PUBLIC CHARITIES UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).

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 Paid during the year SEE STATEMENT 14	NONE	501(C)(3)	GENERAL SUPPORT	1,312,635.
Total			3a	1,312,635.
b Approved for future payment	NONE			
Total			3b	0.

[illegible]

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
---------------	---

▼

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

JACOUELYN C. OTTO

Jacqueline C. Otto

11/10/2011

Firm's name ► DELOITTE TAX LLP

Firm's EIN ▶

Firm's address ► 250 EAST FIFTH, SUITE 1900
CINCINNATI, OH 45202

Phone no. (513) 784-7100

Form 990-PF (2010)

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	SHORT TERM US BANK	P		
b	LONG-TERM US BANK	P		
c	5AM VENTURES II, LP	P		
d	FORT WASHINGTON IV	P		
e	INDIA CAPITAL FUND	P		
f	KW REDHAWK LLC	P		
g	KW REDHAWK LLC	P		
h	FORT WASHINGTON IV	P		
i	FHLB DEB 5.500% 12/11/13	P	03/01/02	08/17/10
j	FNMA DEB 6.125% 3/15/12	P	03/22/02	08/13/10
k	CAPITAL GAINS DIVIDENDS			
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	7,238,696.	6,972,425.	266,271.
b	2,697,632.	2,095,796.	601,836.
c	83,314.		83,314.
d	34,004.		34,004.
e	12,567.		12,567.
f	2,530.		2,530.
g	112.		112.
h	<2.>		<2.>
i	1,310,966.	1,121,250.	189,716.
j	1,086,669.	998,620.	88,049.
k	422.		422.
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			266,271.
b			601,836.
c			83,314.
d			34,004.
e			12,567.
f			2,530.
g			112.
h			<2.>
i			189,716.
j			88,049.
k			422.
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	1,278,819.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
5AM VENTURES II, LP INTEREST	373.	0.	373.	
AMERICAN STOCK TRANSFER AND TRUS	2,112.	0.	2,112.	
BAY CAPITAL PARTNERS, LP INTEREST	2.	0.	2.	
DIVIDENDS FROM INVESTMENTS	238,615.	422.	238,193.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. DIVIDENDS	3,963.	0.	3,963.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. INTEREST	1,497.	0.	1,497.	
INTEREST FROM INVESTMENTS	230,055.	0.	230,055.	
KERN MEDICAL DIVIDENDS	1.	0.	1.	
KERN MEDICAL II DIVIDENDS	1.	0.	1.	
KERN MEDICAL III DIVIDENDS	9.	0.	9.	
LIFFEY THAMES GROUP, LEGAL INTEREST	3,857.	0.	3,857.	
NONTAXABLE DIVIDENDS	3,426.	0.	3,426.	
OID INTEREST	3,023.	0.	3,023.	
RD CRIMSTONE, LP INTEREST	1.	0.	1.	
SOUTHEAST LANDCO INTEREST	33.	0.	33.	
TOTAL TO FM 990-PF, PART I, LN 4	486,968.	422.	486,546.	

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
LIFFEY THAME GROUP, LLC ORDINARY INCOME	<1,082.>	0.		
RD CRIMSTONE, LP	3,822.	3,822.		
ALPINE MOUNTAIN RANCH AT STEAMBOAT SPRINGS, LLLP ORDINARY INCOME	<22,244.>	<22,244.>		
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV L.P. ORDINARY INCOME	2,051.	2,051.		
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV L.P. NET ROYALTY INCOME	233.	233.		
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV L.P. OTHER INCOME	91.	91.		
RD CRIMSTONE 1231 GAIN	146.	146.		
BAY CAPITAL RENTAL INCOME	633.	633.		
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV L.P. SECTION 1231 GAIN	4,731.	4,731.		

SOUTHEAST LANDCO ORDINARY INCOME
BP PRUDHOE BAY RTY TR

<5,831.> <5,831.>
22,503.22,503.

TOTAL TO FORM 990-PF, PART I, LINE 11

5,053. 6,135.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	10,815.	5,407.		5,408.
TO FORM 990-PF, PG 1, LN 16B	10,815.	5,407.		5,408.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TREASURER OF STATE OF OHIO	200.	0.		200.
STATE OF CALIFORNIA	10.	0.		10.
FOREIGN TAX PAID	3,300.	3,300.		0.
TO FORM 990-PF, PG 1, LN 18	3,510.	3,300.		210.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES-CUSTODIAN AND MANAGEMENT FEES	944.	944.		0.
INVESTMENT FEES	35,727.	35,727.		0.
LIFFEY THAMES-CASH CONTRIBUTIONS	26.	0.		26.
5AM VENTURES-PORTFOLIO DEDUCTIONS	4,863.	4,863.		0.
FORT WASHINGTON-CHARITABLE CONTRIBUTIONS (CASH AND NON-CASH)	14.	0.		14.
RD CRIMSTONE CHARITABLE CONTRIBUTIONS	283.	0.		283.

SOUTHEAST LANDCO	1,936.	1,936.	0.
ADR FEES	367.	367.	0.
KERN MEDICAL II - PORTFOLIO DEDUCTIONS	49.	49.	0.
FORT WASHINGTON - INVESTMENT INTEREST EXPENSE	404.	404.	0.
FORT WASHINGTON - PORTFOLIO DEDUCTIONS	11,486.	11,486.	0.
FORT WASHINGTON - SECTION 59 EXPENSE	547.	547.	0.
FORT WASHINGTON - FOREIGN TAXES PAID	51.	51.	0.
SOUTHEAST LANDCO - INVESTMENT INT. EXPENSE	201.	201.	0.
KW REDHAWK - PORTFOLIO DEDUCTIONS	1,501.	1,501.	0.
CINCINNATI FOUNDATION FEES-GRANT REVIEW	10,000.	0.	10,000.
KERN MEDICAL I - PORTFOLIO DEDUCTIONS	7.	7.	0.
KERN MEDICAL III	1,554.	1,554.	0.
SOUTHEAST LANDCO - CHARITABLE CONTRIBUTION	2.	0.	2.
ALPINE MOUNTAIN RANCH - CHARITABLE CONTRIBUTION	12.	0.	12.
BAY CAPITAL-OTHER DEDUCTIONS-754 DEPRECIATION	7,064.	7,064.	0.
TO FORM 990-PF, PG 1, LN 23	77,038.	66,701.	10,337.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION

AMOUNT

BOOK-TAX DIFFERENCES, SCHEDULES K-1
PRIOR PERIOD ADJUSTMENT

61,523.
4,621.

TOTAL TO FORM 990-PF, PART III, LINE 5

66,144.

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. GOVERNMENT OBLIGATIONS	X		296,429.	264,610.
ACCRUED INTEREST PAID	X		1,240.	1,240.
TOTAL U.S. GOVERNMENT OBLIGATIONS			297,669.	265,850.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			297,669.	265,850.

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS			4,589,143.	5,981,616.
ACCRUED INCOME-DIVIDENDS			5,584.	5,584.
TOTAL TO FORM 990-PF, PART II, LINE 10B			4,594,727.	5,987,200.

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS			1,989,035.	2,071,239.
BOND MUTUAL FUNDS			4,519,151.	4,599,583.
ACCRUED INCOME-INTEREST			964.	964.
TOTAL TO FORM 990-PF, PART II, LINE 10C			6,509,150.	6,671,786.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VENTURE CAPITAL	COST	1,676,068.	1,675,738.
REAL ESTATE	COST	1,064,008.	1,070,705.
PARTNERSHIPS	COST	17,707.	19,856.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,757,783.	2,766,299.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RUTH J. CONWAY (DECEASED) DOD 8/28/10 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	CHAIRMAN AND PRESIDENT 5.00	0.	0.	0.
ROBERT A. CONWAY, SR. 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	TREASURER 5.00	0.	0.	0.
THOMAS H. CLARK 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	SECRETARY 5.00	0.	0.	0.
WILLIAM T. SENA, SR. 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	ASST. SECRETARY/TREASURER 5.00	0.	0.	0.
JOSEPH A. CONWAY 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	TRUSTEE 5.00	3,000.	0.	0.
SISTER JEAN PATRICE HARRINGTON 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	TRUSTEE 5.00	0.	0.	0.
WILLIAM J. KEATING 5799 MARIEMONT AVENUE CINCINNATI, OH 45227	TRUSTEE 5.00	3,000.	0.	0.

RUTH J. & ROBERT A. CONWAY FOUNDATION, I

31-1575184

TIMOTHY J. CONWAY	TRUSTEE			
5799 MARIEMONT AVENUE	5.00	0.	0.	0.
CINCINNATI, OH 45227				
SHEILA M. CONWAY	TRUSTEE			
5799 MARIEMONT AVENUE	5.00	0.	0.	0.
CINCINNATI, OH 45227				
KATHLEEN CONWAY BELL	TRUSTEE			
5799 MARIEMONT AVENUE	5.00	3,000.	0.	0.
CINCINNATI, OH 45227				

SEAN P. CONWAY	TRUSTEE			
5799 MARIEMONT AVENUE	5.00	0.	0.	0.
CINCINNATI, OH 45227				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

12,000.0.	0.
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FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 12

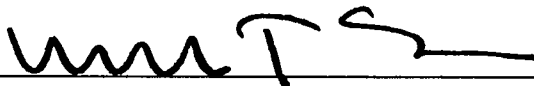
ELECTION TO TREAT QUALIFYING DISTRIBUTIONS AS COMING FROM CORPUS
PURSUANT TO CODE SEC. 4942(H)(2) AND REG. SEC. 53.4942(A)-3(D)(2)RUTH J. AND ROBERT A. CONWAY FOUNDATION
C/O ROBERT A CONWAY
5799 MARIE MONT AVENUE
CINCINNATI, OH 45227

EIN: 31-1575184

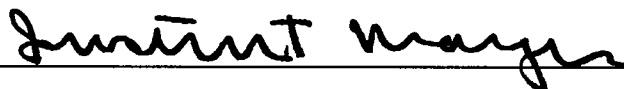
TAX YEAR END: DECEMBER 31, 2010

PURSUANT TO A CODE SEC. 4942(H)(2) AND REG. SEC. 53.4942(A)-3(D)(2),
THE RUTH J. AND ROBERT A. CONWAY FOUNDATION ELECTS TO TREAT CURRENT
YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING
TAX YEAR'S UNDISTRIBUTED INCOME AS COMING FROM CORPUS.

NAME:



TITLE:



FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

RUTH J. CONWAY (DECEASED) DOD 8/28/10
ROBERT A. CONWAY, SR.

Ruth J. and Robert A. Conway Foundation
EIN 31-1575184
For The Year Ended December 31, 2010

Date	Organization	Amount
1/18/2010	American Heart Association	100
1/18/2010	Cincinnati Union Bethel	250
1/20/2010	Catholic Medical Mission Board	300
1/20/2010	Bread of the World	500
1/20/2010	HOME	300
1/20/2010	Guest House	250
1/22/2010	Alzheimers Disease Research	300
1/27/2010	Memorial Sloan-Kettering Cancer Center	30
2/3/2010	Maryknoll Sisters	50
2/4/2010	Bridges For a Just Community	1,000
2/4/2010	Food For The Poor	250
2/4/2010	Fort Scott Alumni Fund	100
2/5/2010	Greater Cincinnati Behavioral Health Serv.	500
2/5/2010	Center For Closing The Health Gap	500
2/11/2010	People Working Cooperatively	500
2/18/2010	Maryknoll Fathers And Brothers	100
2/22/2010	Purcell Marian High School	250
3/1/2010	Christ The King Church	2,000
3/1/2010	St Benedicts Abbey	300
3/1/2010	National Catholic Reporter	500
3/3/2010	Mission Office Archdiocese Of Cincinnati	500
3/9/2010	National Pro-Life Alliance	500
3/11/2010	Bishop Fenwick High School	1,000
3/16/2010	Guest House	350
3/22/2010	UC Foundation	50
3/24/2010	Women's Alliance, Inc	500
3/31/2010	Mercy Franciscan At St. John	500
4/1/2010	Cincinnati Public Radio	1,000
4/5/2010	Cathedral Of St. Peter In Chains	1,000
4/13/2010	National Wildlife Federation	250
4/15/2010	Freestore Food bank	500
4/20/2010	Hillside Trust	500
4/20/2010	America	1,000
4/20/2010	Cincinnati Zoo and Botanical Gardens	1,000
4/23/2010	St Peter In Chains Cathedral	212
4/23/2010	American Cancer Society	200
4/26/2010	Pax Christi USA	250
4/26/2010	College Of The Holy Cross	1,000
5/6/2010	Christian Appalachian Project	500
5/10/2010	Bayley Place	250
5/10/2010	Make a Wish Foundation	250
5/10/2010	Sisters Of Notre Dame De Namur	1,000
5/11/2010	Lower Price Hill Community School	300
5/11/2010	Legal Aid Society Gr. Cincinnati	250

5/14/2010	Athenaeum Of Ohio	500
5/14/2010	St Joseph's Indian School	250
5/19/2010	Hospice Of Cincinnati	250
5/20/2010	St Vincent De Paul	500
5/21/2010	Monastery of St. Clare	500
6/4/2010	Over the Rhine Foundation	250
6/4/2010	Ursulines Of Brown County	300
6/4/2010	Alzheimers Disease Research	100
6/8/2010	YWCA	500
6/16/2010	American Cancer Society	300
6/16/2010	ST Margaret Of Cortona	1,000
7/7/2010	Mary Rose Mission	500
7/7/2010	Findlay Market Foundation	500
7/7/2010	Birthright Pregnancy Center	250
7/12/2010	Special Olympics Ohio	50
7/15/2010	Nativity Alumni Association	250
7/15/2010	Sisters of Charity of Nazareth	1,000
7/16/2010	Food For The Poor	250
7/28/2010	Alzheimers Disease Research	375
8/10/2010	Treasure Coast Wild Life Hosp	250
8/10/2010	Cincinnati Right To Life	500
8/20/2010	Doctors Without Borders	300
8/20/2010	Freedom Alliance	500
10/6/2010	Hillside Trust	500
10/6/2010	Cumberland College	500
10/6/2010	Christian Appalachian Project	250
10/8/2010	Alzheimers Association Of Gr Cincinnati	250
10/12/2010	Mercy Franciscan At St. John	300
10/15/2010	Right to Life Greater Cinti	500
10/15/2010	Bread For The World	375
10/19/2010	Saint Martin De Oirres High School	500
10/19/2010	Charter Research Institute	4,000
10/25/2010	Catholic Medical Mission Board	300
11/4/2010	Prevent Blindness Ohio	500
11/4/2010	Price Hill Will	500
11/9/2010	Sisters Of Notre Dame DeNamur	200
11/9/2010	Lower Price Hill Community School	250
11/10/2010	Freestore Food bank	500
11/19/2010	St Joseph School	500
11/19/2010	The Salvation Army	100
12/3/2010	Bayley Place	1,000
12/3/2010	Hebrew Union College	250
12/3/2010	Legal Aid Society Gr. Cinti	250
12/3/2010	Drop Inn Center	500
12/3/2010	Working In Neighborhoods (WIN)	300
3/3/2010	University of Cincinnati Foundation	200,000
3/11/2010	Medical Mission Sisters	1,000
3/11/2010	Kenzi's Closet	2,500
3/11/2010	Our Daily Bread	2,500
3/11/2010	People Working Cooperatively	3,000
3/11/2010	Cincinnati Ballet	5,000
3/11/2010	Cincinnati Works	5,000

3/11/2010	Pro Kids	5,000
3/11/2010	St Joseph Infant & Maternity Home	5,000
3/11/2010	Holy Trinity Child Development Center	6,700
3/11/2010	Elder High School	8,500
3/11/2010	Bethany House	10,000
3/11/2010	St. Xavier High School Annual Fund Drive	10,000
3/11/2010	Tom Geiger Guest House	10,000
3/11/2010	Cincinnati/Ham County Care for Homeless	20,000
3/11/2010	Corryville Catholic School	20,000
3/11/2010	Weathering the Economic Storm	25,000
3/11/2010	St. Vincent DePaul Society	30,000
3/11/2010	Baley Place	75,000
4/7/2010	XU Institute for Jesuit Education	200,000
4/21/2010	St. Boniface School	5,000
5/17/2010	Bishop Fenwick High School	5,000
5/17/2010	Cinti Symphony Orchestra	5,000
5/17/2010	Dress for Success	5,000
5/17/2010	Northside Comm.	5,000
5/17/2010	Catholic Social Services	6,000
5/17/2010	Saint Clement School	20,000
6/2/2010	Catholic Ministries Appeal	3,000
6/2/2010	St. Vincent DePaul Benches	6,268
6/17/2010	Northside Comm.	5,000
6/18/2010	UCATS Jefferson Sports Complex	25,000
7/14/2010	Cincinnati Chamber Orchestra	5,000
8/6/2010	Ursuline Academy	4,000
8/6/2010	Cise Fund	6,000
8/13/2010	Athenaeum of Ohio	25,000
9/17/2010	Gas Steamer Purchase-Little Sisters of the Poor	15,225
9/21/2010	Athenaeum of Ohio	100,000
10/25/2010	Our Daily Bread	2,500
10/25/2010	Washington United	2,500
10/25/2010	Friar's Club	5,000
10/25/2010	Healthy Beginnings	5,000
10/25/2010	Little Brothers	5,000
10/25/2010	OTR/Walnut Hills	5,000
10/25/2010	XU - Sister Rose	5,000
10/25/2010	Santa Maria	8,000
10/25/2010	Literacy Center West	10,000
10/25/2010	Purcell	10,000
10/25/2010	St. Aloysius Orphanage	10,000
10/25/2010	Mercy N. Ministries	15,000
10/25/2010	Mercy Foundation	25,000
11/8/2010	United Way Tocqueville Society	10,000
11/8/2010	Springer School	1,000
11/8/2010	Chatfield College	2,500
11/8/2010	East End Adult Ed	3,000
11/8/2010	Mercy Annual Fund	3,000
11/8/2010	Int. Missionaries	5,000
11/10/2010	St. Francis Xavier Society	10,000
11/10/2010	Seton High School	50,000
11/22/2010	Xavier University	5,000

11/23/2010	Acute Care Mercy Anderson	25,000
12/1/2010.	Mount Notre Dame	5,000
12/2/2010	Prince of Peace Catholic School	25,000
12/22/2010	Backstretch Works	2,500
12/22/2010	St. Walburg Monastery	2,500
12/22/2010	L. Price Hill Comm School	3,000
12/22/2010	Madisonville Ed. Center	3,000
12/22/2010	St. Peter Latin School	3,000
12/22/2010	Chatfield College	5,000
12/22/2010	Fran. Daughters of Mary	10,000
12/22/2010	Nativity School	15,000
12/22/2010	Taft Museum	25,000
12/23/2010	The Jesuits Chicago	1,000
12/23/2010	Santa Maria Jordan Center	1,500
12/23/2010	Urban Appalachian Council	2,000
12/23/2010	Ursuline Brown Co	2,500
12/23/2010	St. Ursula High School	3,000
12/23/2010	Cincinnati Shakespeare	5,000
12/23/2010	Notre Dame Denamur	5,000
12/23/2010	XU All For One Club	5,000
12/23/2010	Christ the King	16,000
12/23/2010	Purcell Student Grant	18,000

1,312,635

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization RUTH J. & ROBERT A. CONWAY FOUNDATION, INC.	Employer identification number 31-1575184
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 5799 MARIEMONT AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CINCINNATI, OH 45227	

Enter the Return code for the return that this application is for (file a separate application for each return) ...

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ROBERT A. CONWAY

- The books are in the care of ► **5799 MARIEMONT AVENUE - CINCINNATI, OH 45227**

Telephone No. ► **(513) 271-2349**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2010** or
- ☐ tax year beginning _____, and ending _____.

- 2 If the tax year entered in line 1 is for less than 12 months; check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	34,005.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	34,005.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization RUTH J. & ROBERT A. CONWAY FOUNDATION, INC.	Employer identification number 31-1575184
	Number, street, and room or suite no. If a P.O. box, see instructions. 5799 MARIEMONT AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CINCINNATI, OH 45227	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ROBERT A. CONWAY

• The books are in the care of **5799 MARIEMONT AVENUE - CINCINNATI, OH 45227**

Telephone No. **(513) 271-2349**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**.

5 For calendar year **2010**, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL THIRD PARTY INFORMATION IS REQUIRED IN ORDER TO PREPARE A COMPLETE AND ACCURATE FEDERAL RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	34,005.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	34,005.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Jacqueline C. Otto** Title **CPA** Date **8/5/2011**

DELOITTE TAX LLP
220 E. MONUMENT AVE.
DAYTON, OH 45402-1223
86-1065772

Form 8868 (Rev. 1-2011)