Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or 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.

OMB No 1545-0052

2010

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
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

A Employer identification number
34-0714513

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
4208 PROSPECT AVENUE

B Telephone number
216 431-8010

City or town, state, and ZIP code
CLEVELAND, OH 44103

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 ▶[ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶[ ]

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 189,460,955.

J Accounting method: [ ] Cash [X] Accrual
[ ] Other (specify)
(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 ▶[ ]

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))

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	21,265.			
	2	Check ▶[ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,184,461.	2,184,461.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	8,647,738.			
	b	Gross sales price for all assets on line 6a 75,866,749.				
	7	Capital gain net income (from Part IV, line 2)		8,647,738.		
	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				
	12	**Total.** Add lines 1 through 11	10,853,464.	10,832,199.	0.	
Operating and Administrative Expenses	13	Compensation of officers directors, trustees, etc	387,098.	0.	0.	387,098.
	14	Other employee salaries and wages	293,593.	0.	0.	293,593.
	15	Pension plans, employee benefits	183,996.	0.	0.	183,996.
	16a	Legal fees STMT 1	26,283.	0.	0.	26,283.
	b	Accounting fees STMT 2	66,018.	0.	0.	66,018.
	c	Other professional fees STMT 3	230,613.	226,206.	0.	4,407.
	17	Interest				
	18	Taxes STMT 4	109,847.	0.	0.	0.
	19	Depreciation and depletion	27,164.	0.	0.	
	20	Occupancy	107,883.	0.	0.	107,883.
	21	Travel, conferences, and meetings	10,178.	0.	0.	10,178.
	22	Printing and publications	3,569.	0.	0.	3,569.
	23	Other expenses STMT 5	101,299.	0.	0.	101,299.
	24	**Total operating and administrative expenses** Add lines 13 through 23	1,547,541.	226,206.	0.	1,184,324.
	25	Contributions, gifts, grants paid	7,632,871.			8,517,307.
	26	**Total expenses and disbursements.** Add lines 24 and 25	9,180,412.	226,206.	0.	9,701,631.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	1,673,052.			
	b	**Net investment income** (if negative, enter -0-)		10,605,993.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions** Form **990-PF** (2010)

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14241108 792254 00528K 2010.04050 SAINT LUKE'S FOUNDATION OF 00528K1

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	2,743,288.	3,096,953.	3,096,953.
	2 Savings and temporary cash investments	1,098,679.	1,237,967.	1,237,967.
	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	19,514.	7,760.	7,760.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	98,457.	106,342.	106,342.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	175,069,115.	184,846,630.	184,846,630.
	14 Land, buildings, and equipment: basis ▶ 378,459.			
	Less accumulated depreciation STMT 9 ▶ 286,044.	114,555.	92,415.	92,415.
	15 Other assets (describe ▶ STATEMENT 10)	77,535.	72,888.	72,888.
	16 **Total assets** (to be completed by all filers)	179,221,143.	189,460,955.	189,460,955.
Liabilities	17 Accounts payable and accrued expenses	256,830.	338,788.	
	18 Grants payable	949,717.	67,395.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	10,000.	15,000.	
	23 **Total liabilities** (add lines 17 through 22)	1,216,547.	421,183.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	167,802,267.	177,870,676.	
	25 Temporarily restricted	5,656,068.	6,376,944.	
	26 Permanently restricted	4,546,261.	4,792,152.	
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	178,004,596.	189,039,772.	
	31 **Total liabilities and net assets/fund balances**	179,221,143.	189,460,955.	

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	178,004,596.
2	Enter amount from Part I, line 27a	2	1,673,052.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	9,362,124.
4	Add lines 1, 2, and 3	4	189,039,772.
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	189,039,772.

Form **990-PF** (2010)

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12-07-10

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 STATEMENTS			
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	75,866,749.		67,219,011.	8,647,738.

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				8,647,738.

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	8,647,738.
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	9,453,877.	156,253,391.	.060503
2008	11,100,177.	194,801,575.	.056982
2007	11,122,838.	223,558,783.	.049754
2006	10,446,456.	202,578,069.	.051568
2005	9,450,652.	188,272,077.	.050197

2 **Total** of line 1, column (d)	2	.269004
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	.053801
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	173,325,447.
5 Multiply line 4 by line 3	5	9,325,082.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	106,060.
7 Add lines 5 and 6	7	9,431,142.
8 Enter qualifying distributions from Part XII, line 4	8	9,701,631.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling 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 ▶ ☒ and enter 1% of Part I, line 27b		1	106,060.
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	106,060.
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	106,060.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 167,169.		
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	167,169.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	104.
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	61,005.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 61,005. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Line	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ WWW.SAINTLUKESFOUNDATION.ORG

14 The books are in care of ▶ DANIEL HARRINGTON Telephone no. ▶ (216)431-8010

Located at ▶ 4208 PROSPECT AVENUE, CLEVELAND, OH ZIP+4 ▶ 44103

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

			Yes	No
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?	16		X
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ 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? ☐ Yes ☒ 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

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
SEE STATEMENT 12		387,098.	36,252.	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
SANDRA CHAPPELLE - 4208 PROSPECT AVENUE, CLEVELAND, OH 44103	SENIOR PROGRAM OFFICER 40.00	113,329.	15,345.	0.
LATIDA SMITH - 4208 PROSPECT AVENUE, CLEVELAND, OH 44103	SENIOR PROGRAM OFFICER 40.00	86,355.	6,816.	0.
KIMBERLY ST JOHN STEVENSON - 4208 PROSPECT AVENUE, CLEVELAND, OH 44103	COMMUNICATIONS OFFICER 40.00	78,528.	9,111.	0.

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.

Form **990-PF** (2010)

023561
12-07-10

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	172,940,276.
b	Average of monthly cash balances	1b	2,421,988.
c	Fair market value of all other assets	1c	602,657.
d	**Total** (add lines 1a, b, and c)	1d	175,964,921.
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	175,964,921.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,639,474.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	173,325,447.
6	**Minimum investment return** Enter 5% of line 5	6	8,666,272.

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	8,666,272.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 106,060.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	106,060.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,560,212.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,560,212.
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	8,560,212.

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	9,701,631.
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	9,701,631.
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	106,060.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	9,595,571.

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				8,560,212.
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 180,485.				
b From 2006 333,612.				
c From 2007 444,042.				
d From 2008 1,464,768.				
e From 2009 1,716,869.				
f **Total** of lines 3a through e	4,139,776.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 9,701,631.				
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)	0.			
d Applied to 2010 distributable amount				8,560,212.
e Remaining amount distributed out of corpus	1,141,419.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,281,195.			
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	180,485.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	5,100,710.			
10 Analysis of line 9:				
a Excess from 2006 333,612.				
b Excess from 2007 444,042.				
c Excess from 2008 1,464,768.				
d Excess from 2009 1,716,869.				
e Excess from 2010 1,141,419.				

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)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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					
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)(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 13

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 Name and address (home or business)	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
a Paid during the year				
SEE STATEMENT 14				
Total ▶ 3a				8,517,307.
b Approved for future payment				
BUCKEYE LARCHMERE HEALTHY COMMUNITIES INITIATIVE	N/A	501(C)(3)	TO DEVELOP A HEALTHY URBAN COMMUNITY	400,000.
SEE GRANT COMMITMENT SCHEDULE				5,433,016.
Total ▶ 3b				5,833,016.

Part XVI-A Analysis of Income-Producing Activities

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) Exclusion 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					
4 Dividends and interest from securities			14	2,184,461.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	8,647,738.	
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.		10,832,199.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 10,832,199.

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

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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 | 11-9-2011 Date | ▶ President, CEO Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Darlene M. Davis	Darlene M. Davis	11-9-11		P00389579

Firm's name ▶ RSM MCGLADREY, INC. | Firm's EIN ▶

Firm's address ▶ 1001 LAKESIDE AVE., SUITE 1400 CLEVELAND, OH 44114-1152 | Phone no. (216) 523-1900

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2010

Name of the organization

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

Employer identification number

34-0714513

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

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

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MILDRED S TAYLOR CHARITABLE LEAD ANNUITY TRUST 3993 E ROYALTON RD BROADVIEW HEIGHTS, OH 44147	$ 12,758.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

Employer identification number

34-0714513

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	CFI MULTI-STATEGY COMMODITIES	P	VARIOUS	VARIOUS
b	CF MULTI-STATEGY EQUITY INVESTORS LLC	P	VARIOUS	VARIOUS
c	CFI ALL CAP FUND	P	VARIOUS	VARIOUS
d	CFI CORE EQUITY FUND	P	VARIOUS	VARIOUS
e	CFI INTERNATIONAL EQUITY FUND	P	VARIOUS	VARIOUS
f	EMERGING MARKETS INVESTORS CO B	P	VARIOUS	VARIOUS
g	HEDGED INVESTORS COMPANY	P	VARIOUS	VARIOUS
h	CFI MULTI-STRATEGY BOND INVESTORS LLC	P	VARIOUS	VARIOUS
i	CFI INVESTMENT GRADE CREDIT FUND	P	VARIOUS	VARIOUS
j	CFI REAL RETURN BOND FUND	P	VARIOUS	VARIOUS
k	INTERNATIONAL PRIVATE EQUITY CIP IV	P	VARIOUS	VARIOUS
l	NATURAL RESOURCES CNR VIII	P	VARIOUS	VARIOUS
m	US PRIVATE EQUITY CEP V	P	VARIOUS	VARIOUS
n	US PRIVATE EQUITY CEP VI	P	VARIOUS	VARIOUS
o	VENTURE CAPITAL CVP VI	P	VARIOUS	VARIOUS

	(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	9,008,617.		8,914,721.	93,896.
b	18,350,000.		16,931,500.	1,418,500.
c	8,400,000.		6,324,252.	2,075,748.
d	4,000,000.		3,690,834.	309,166.
e	4,000,000.		3,380,599.	619,401.
f	4,205.			4,205.
g	5,273,740.		5,078,145.	195,595.
h	12,620,000.		11,434,492.	1,185,508.
i	6,804,737.		6,804,734.	3.
j	760,000.		714,875.	45,125.
k	166,321.		148,655.	17,666.
l	37,222.		28,937.	8,285.
m	442,176.		354,387.	87,789.
n	9,473.			9,473.
o	140,319.		176,517.	-36,198.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				93,896.
b				1,418,500.
c				2,075,748.
d				309,166.
e				619,401.
f				4,205.
g				195,595.
h				1,185,508.
i				3.
j				45,125.
k				17,666.
l				8,285.
m				87,789.
n				9,473.
o				-36,198.

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	
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	

023591
05-01-10

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	VENTURE CAPITAL CVP VII	P	VARIOUS	VARIOUS
b	PIMCO	P	VARIOUS	VARIOUS
c	FARALLON	P	VARIOUS	VARIOUS
d	KAPI I	P	VARIOUS	VARIOUS
e	PROTEGE'	P	VARIOUS	VARIOUS
f	KAEF III	P	VARIOUS	VARIOUS
g	KAPI II	P	VARIOUS	VARIOUS
h	ALTERNATIVE INVESTMENT GROUP	P	VARIOUS	VARIOUS
i	SEIX	P	VARIOUS	VARIOUS
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			84.	-84.
b	225,324.		68,759.	156,565.
c	672,620.		269,817.	402,803.
d	296,401.		138,734.	157,667.
e	338,813.		249,225.	89,588.
f	86,811.			86,811.
g	255,542.		127,771.	127,771.
h	238,749.		234,635.	4,114.
i	3,735,679.		2,147,338.	1,588,341.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				-84.
b				156,565.
c				402,803.
d				157,667.
e				89,588.
f				86,811.
g				127,771.
h				4,114.
i				1,588,341.
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	8,647,738.
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

023591
05-01-10

FORM 990-PF LEGAL FEES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS LEGAL FEES	26,283.	0.	0.	26,283.
TO FM 990-PF, PG 1, LN 16A	26,283.	0.	0.	26,283.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/AUDIT/TAX FEES	66,018.	0.	0.	66,018.
TO FORM 990-PF, PG 1, LN 16B	66,018.	0.	0.	66,018.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	226,206.	226,206.	0.	0.
PENSION FEES	1,144.	0.	0.	1,144.
PAYROLL PROCESSING FEES	3,263.	0.	0.	3,263.
TO FORM 990-PF, PG 1, LN 16C	230,613.	226,206.	0.	4,407.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	109,847.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	109,847.	0.	0.	0.

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	13,078.	0.	0.	13,078.
SUPPLIES	4,484.	0.	0.	4,484.
TELEPHONE	4,251.	0.	0.	4,251.
EQUIPMENT RENTAL & MAINTENANCE	34,266.	0.	0.	34,266.
EDUCATION & TRAINING	86.	0.	0.	86.
INSURANCE	26,191.	0.	0.	26,191.
DUES & PUBLICATIONS	1,327.	0.	0.	1,327.
MISCELLANEOUS EXPENSES	17,616.	0.	0.	17,616.
TO FORM 990-PF, PG 1, LN 23	101,299.	0.	0.	101,299.

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

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	9,116,233.
CHANGE IN FMV OF TRUST HELD BY OTHERS	245,891.
TOTAL TO FORM 990-PF, PART III, LINE 3	9,362,124.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	106,342.	106,342.
TOTAL TO FORM 990-PF, PART II, LINE 10B	106,342.	106,342.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY MUTUAL FUNDS	COST	111,193,831.	111,193,831.
LIMITED PARTNERSHIPS	COST	37,682,888.	37,682,888.
ACCRUED INCOME	COST	180,010.	180,010.
FIXED MUTUAL FUNDS	COST	25,359,233.	25,359,233.
COMMODITIES	COST	7,358,191.	7,358,191.
INVESTMENTS HELD IN TRUST	COST	3,072,477.	3,072,477.
TOTAL TO FORM 990-PF, PART II, LINE 13		184,846,630.	184,846,630.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	78,178.	41,623.	36,555.
FURNITURE	137,197.	105,739.	31,458.
OFFICE EQUIPMENT	33,757.	23,606.	10,151.
COMPUTER HARDWARE	92,296.	79,955.	12,341.
COMPUTER SOFTWARE	37,031.	35,121.	1,910.
TOTAL TO FM 990-PF, PART II, LN 14	378,459.	286,044.	92,415.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEFERRED COMPENSATION DEPOSITS	10,000.	15,000.	15,000.
DEFERRED TAX ASSET	67,535.	57,888.	57,888.
TO FORM 990-PF, PART II, LINE 15	77,535.	72,888.	72,888.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
LIABILITY FOR DEFERRED COMPENSATION	10,000.	15,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	10,000.	15,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANCIS AFRAM-GYENING 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
FRANCIS H. BEAM, JR. 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
JANET BURNEY 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
GERALDINE BURNS 4208 PROSPECT AVENUE CLEVELAND, OH 44103	SECRETARY 1.00	0.	0.	0.
JOHN CORLETT 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
CLAUDIA COULTON 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
EDGAR JACKSON JR MD 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
SANDRA KIELY KOLB 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.

ARTHUR LAVIN MD 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
CHRISTOPHER MANNERS 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
JOHN O'BRIEN 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TREASURER 1.00	0.	0.	0.
KENNETH OKESON 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
THOMAS RATHBONE 4208 PROSPECT AVENUE CLEVELAND, OH 44103	CHAIRMAN 1.00	0.	0.	0.
BAIJU SHAH 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
SALLY STALEY 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
BELVA DENMARK TIBBS 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
ERIC VON HENDRIX 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
DOUG WANG 4208 PROSPECT AVENUE CLEVELAND, OH 44103	VICE CHAIRMAN 1.00	0.	0.	0.
MARGIE WHEELER 4208 PROSPECT AVENUE CLEVELAND, OH 44103	TRUSTEE 1.00	0.	0.	0.
DENISE ZEMAN 4208 PROSPECT AVENUE CLEVELAND, OH 44103	PRESIDENT AND CEO 35.00	230,324.	32,694.	0.
DANIEL HARRINGTON 4208 PROSPECT AVENUE CLEVELAND, OH 44103	ASSISTANT TREASURER 28.00	114,350.	0.	0.

KIM FIELDS 4208 PROSPECT AVENUE CLEVELAND, OH 44103	ASSISTANT SECRETARY 35.00	42,424.	3,558.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		387,098.	36,252.	0.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED:

LaTida Smith, Senior Program Officer for Community Grants
4208 Prospect Avenue
Cleveland, OH 44103
Telephone Number: 216-431-8010
Name of Grant Program: Community Grants
Form and Content of Applications: Community Grants are awarded four times per year in response to requests from qualifying organizations. Community Grants provide short term operating, program, capital, and capacity building support in response to requests to sustain a safety net of core health and human services, build the capacity of key organizations and pilot promising programs.

The Community Grants process is initiated with a Letter of Inquiry (LOI) which is submitted through the Foundation's website, www.saintlukesfoundation.org . The LOI provides a concise presentation of the proposed project, its intended outcomes and the applicant organization. It includes the proposed activities, amount requested, anticipated outcomes, and capacity of the applicant organization to successfully implement the proposed program. All LOIs are reviewed by program staff to determine if there is a reasonable match between the proposed project and the Foundation's mission, and applicants receive formal notification from the Foundation regarding the status of their request within two weeks following the LOI deadline. If the proposed project is determined to be within the Foundation's areas of interest, a site visit is scheduled. The site visit provides Foundation staff and board with detailed information to evaluate proposed requests. Additionally, the site visit provides an opportunity for Foundation staff to update community partners regarding the Foundation's initiatives and activities. Following the site visit, Foundation staff determines whether or not to request a full proposal. This is based upon the degree to which the proposed project addresses a significant community need; has clear goals, measurable outcomes and a plan for evaluating progress; is fully conceptualized; has sufficient community support; has the capacity to carry out the project; has benefits that will live beyond Foundation funding; and has costs that are reasonable and appropriate. The full proposal is submitted through the Foundation's website according to the detailed instructions provided at the time a proposal is requested. As a function of the partnership between the Foundation and the applicant organization, Foundation staff members are available to offer support and guidance throughout the proposal process.

Funding decisions up to $150,000 annually are made by the Grant Committee of the Board of Trustees. The Grant Committee decisions are ratified by the Board of Trustees, which also makes funding decisions on all requests over $150,000 annually based upon the recommendation of the Grant Committee.

Staff Discretionary Grants: Foundation program staff has the authority staff make Community Grant awards of up to $20,000 for smaller, time-sensitive projects that otherwise meet the guidelines for Community Grants as described above. In requesting discretionary grant funds, applicants must submit a LOI as described above. Requests of $5,001-$20,000 also require a site visit and proposal; however, funding decisions are made following staff review of proposals submitted. Staff decisions are ratified by the Grant Committee and the Board of Trustees.

SUBMISSION DEADLINES FOR LOIs: January 2, April 1, July 1; October 1

RESTRICTIONS AND LIMITATIONS ON AWARDS: Community Grants can be made in the amount of up to $150,000 per year for up to three years; however, due to the uncertainty of the economy, no multi-year Community Grants were awarded in 2010. The Foundation does not fund biomedical research; debt retirement; endowment funds; fundraising events ; individuals; lobbying; projects outside Greater Cleveland that do not directly benefit its residents; or religious/evangelical programs. The Foundation does not consider unsolicited proposals.

STATEMENT 12A

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED:

Sandra Chappelle, Senior Program Officer for Transformational Initiatives
4208 Prospect Avenue
Cleveland, OH 44103
Telephone Number: 216 431-8010
Name of Grant Program: Transformational Initiatives
Form and Content of Applications: Transformational Initiatives identify and catalyze action in significant, long-term collaboration with community partners with deep knowledge and expertise to address the root causes of social conditions that will lead to equity in health and well being. Although grants for Transformational Initiatives are made on a year-by-year basis, it is intended that these initiatives will receive additional support over an extended period of time contingent upon an annual evaluation of performance and outcomes reports. There were eight Transformational Initiatives in 2010: 1.) *Closing the Gap: The MetroHealth System* was initially approved in 2005 to provide support to a ten-year effort to develop and deliver community-based programs to manage diabetes, asthma and obesity, the chronic diseases that disproportionately affect the minority populations living in the neighborhoods surrounding the MetroHealth Buckeye Health Center, just blocks away from the former Saint Luke's Medical Center. 2.) *Healthy Kids in Healthy Homes*, an initiative designed to eradicate childhood lead poisoning in Greater Cleveland, is led by the City of Cleveland Department of Public Health, and includes more than 70 community-based agencies collaborating on this important public health challenge. 3.) *Buckeye Larchmere Healthy Communities Initiative*, led by Neighborhood Progress, Inc. brings together key neighborhood stakeholders in a coordinated effort to develop a healthy urban community. The Foundation approved its first Program Related Investment to support this initiative in 2010, although the PRI was actually paid in 2011. 4.) *The Mt. Pleasant Community Zone* focuses on building capacity to create the safe, attractive, economically stable, and educated community envisioned by Mt. Pleasant's neighborhood stakeholders through the implementation of a neighborhood-based plan for community revitalization and growth. The plan addresses the following cross-cutting strategies: Economic Opportunity, Education, Physical Environment/Safety, and Community and Family Empowerment. 5.) *Healthy Smiles Sealant Program* is a collaboration between the Case Western Reserve College of Dental Medicine, the Cleveland Metropolitan School District and area dentists to develop and promote a comprehensive program of oral health for children throughout the local school district. The goals of the program are to prevent oral disease by examining and placing dental sealants on permanent molars; refer children with dental disease to community dentists for restorative care; educate children, parents and teachers to promote oral health and prevent disease; and to expose all dental students to the needs of underserved children. 6.) With a grant to University Hospitals of Cleveland, the Timothy L. Stephens, Jr. M.D. Fellowship was established to increase the number of African American and Latino medical students pursuing careers in orthopedic surgery, a specialty that is underrepresented by minorities. 7.) The Cuyahoga Health Access Partnership (CHAP) is a community-wide partnership among health systems, insurance companies, and safety net providers to increase access to a medical home for individuals who are ineligible for third party payment and therefore tend to use the local Emergency Departments for primary care. Saint Luke's Foundation supported the development of the business plan for this initiative as part of its 10th Anniversary Grants and continues to support its implementation. 8.) The Francis Beam Fellowship was established with a grant to the Center for Health Disparities at the MetroHealth System. With a focus on public health and the development of healthy, vibrant urban communities, this fellow will be situated within the Buckeye neighborhood, and the focus of his/her work is on ensuring that all of the various stakeholders share, and are working toward a common vision of healthy, active living in that urban neighborhood. It is anticipated that this will become a model for other urban neighborhoods

The Foundation is open to discussing opportunities for potential new Transformational Initiatives with anyone who is interested in collaborating to address our community's most pressing problems. All potential new Transformational Initiatives begin with a conversation with the Senior Program Officer of Transformational Initiatives to determine if there is a fit with the Foundation's area of focus; however, due to the very unique nature of grants in this category, the Foundation does not accept unsolicited Letters of Inquiry and/or proposals for Transformational initiatives. Once an opportunity for a new Tranformational Initiative has been identified, the Senior Program Officer for Transformational Initiatives coordinates the due diligence and assists the potential grantee(s) in the development of the Letter of Inquiry (LOI). The LOI provides a concise presentation of the proposed project, its intended outcomes and the applicant organization. It includes the proposed activities, amount requested, anticipated outcomes, and capacity of the applicant organization to successfully implement the proposed program. The LOI is presented to the Planning Implementation Evaluation (PIE) Committee of the Board of trustees. The PIE Committee conducts a site visit during which Foundation staff and board assess the degree to which the proposed project has the potential to be transformational in its approach and outcome; addresses a significant community need; has clear goals, measurable outcomes and a plan for evaluating progress; is fully conceptualized ; has sufficient community support; has the capacity to carry out the project; has benefits that will live beyond Foundation funding; and has costs that are reasonable and appropriate. Following the site visit, the PIE Committee makes a determination as to whether to request a full proposal or decline. A full proposal is submitted through the Foundation's website according to the detailed instruction provided at the time a proposal is requested. As a function of the partnership between the Foundation and the applicant organization, the Senior Program Officer for Transformational Initiatives is available to offer support and guidance throughout the proposal process. The proposal is evaluated by the PIE Committee, which makes a recommendation to the Board of Trustees. The Board of trustees makes final approvals of all Transformational Initiatives.

SUBMISSION DEADLINES: Transformational Initiatives are presented for funding decisions on a rolling basis.

RESTRICTIONS AND LIMITATIONS ON AWARDS: The Foundation does not fund biomedical research; debt retirement; endowment funds; fundraising events; individuals; lobbying; projects outside Greater Cleveland that do not directly benefit its residents; or religious/evangelical programs. The Foundation does not consider unsolicited proposals.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LATIDA SMITH
4208 PROSPECT AVENUE
CLEVELAND, OH O 44103

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
(216) 431-8010	COMMUNITY GRANTS

FORM AND CONTENT OF APPLICATIONS

SEE STATEMENT 12A

ANY SUBMISSION DEADLINES

SEE STATMENT 12A

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE STATEMENT 12A

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SANDRA CHAPPELLE
4208 PROSPECT AVENUE
CLEVELAND, OH O 44103

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
(216) 431-8010	TRANSFORMATIONAL INITIATIVES

FORM AND CONTENT OF APPLICATIONS

SEE STATEMENT 12B

ANY SUBMISSION DEADLINES

SEE STATEMENT 12B

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE STATEMENT 12B

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADOPTION NETWORK CLEVELAND 4614 PROSPECT AVE CLEVELAND, OH 44102	N/A OPERATING SUPPORT	501(C)(3)	75,000.
ALCOHOL, DRUG ADDICTION & MENTAL HEALTH SERVICES 100 WEST CEDAR STREET SUITE #300 AKRON, OH 44307	N/A STRATEGIC PLANNING PROCESS	501(C)(3)	50,000.
DOMESTIC VIOLENCE AND CHILD ADVOCACY CENTER 11811 SHAKER BLVD, SUITE 220 CLEVELAND, OH 44120	N/A BRIDGE OPERATING SUPPORT	501(C)(3)	10,000.
BEREA CHILDREN'S HOME AND FAMILY SERVICES 202 EAST BAGELEY ROAD BEREA, OH 44017-2058	N/A ORGANIZATIONAL BRANDING AND AWARENESS ENHANCEMENT	501(C)(3)	100,000.
BIG BROTHERS BIG SISTERS 1422 EUCLID AVENUE, SUITE 552 CLEVELAND, OH 44115	N/A OPERATING SUPPORT	501(C)(3)	75,000.
BOYS AND GIRLS CLUBS OF CLEVELAND 6114 BROADWAY AVE CLEVELAND, OH 44127	N/A WEBSITE DEVELOPMENT	501(C)(3)	14,466.
BUCKEYE AREA DEVELOPMENT CORPORATION 11802 BUCKEYE ROAD CLEVELAND, OH 44120	N/A 40TH ANNIVERSARY PROGRAM AND OPERATING SUPPORT	501(C)(3)	21,500.
BUSINESS VOLUNTEERS UNLIMITED 1300 EAST NINTH STREET, SUITE 1805 CLEVELAND, OH 44114	N/A OPERATING SUPPORT	501(C)(3)	85,000.

CARE ALLIANCE 1530 ST CLAIR AVE CLEVELAND, OH 44114	N/A RESTORING SMILES PROGRAM	501(C)(3)	75,000.
CARE ALLIANCE 1530 ST CLAIR AVE CLEVELAND, OH 44114	N/A CUYAHOGA HEALTH ACCESS PARTNERSHIP	501(C)(3)	75,000.
CENTER FOR FAMILIES AND CHILDREN 4500 EUCLID AVENUE CLEVELAND, OH 44103	N/A MENTAL HEALTH ADVOCACY COALITION - OPERATING SUPPORT	501(C)(3)	85,000.
CENTER FOR FAMILIES AND CHILDREN 4500 EUCLID AVENUE CLEVELAND, OH 44103	N/A OPERATING SUPPORT	501(C)(3)	100,000.
CENTRAL SCHOOL OF PRACTICAL NURSING 4600 CARNEGIE AVENUE CLEVELAND, OH 44103	N/A UPDATING LABORATORY EQUIPMENT	501(C)(3)	38,235.
CITY OF CLEVELAND, CLEVELAND DEPT OF PUBLIC HEALTH 75 ERIEVIEW PLAZA CLEVELAND, OH 44114	N/A YOUTH MARATHON PROGRAM	GOVERNMENT	400,000.
CLEVELAND DEPARTMENT OF PUBLIC HEALTH 601 LAKESIDE AVE E #122 CLEVELAND, OH 44114	N/A FEASIBILITY STUDY	GOVERNMENT	7,000.
CLEVELAND FOODBANK, INC. 15500 S WATERLOO RD CLEVELAND, OH 44110	N/A OPERATING SUPPORT	501(C)(3)	150,000.
CLEVELAND HOUSING NETWORK, INC. 2999 PAYNE AVE, SUITE 306 CLEVELAND, OH 44114	N/A OPERATING SUPPORT AND COMMUNICATIONS PROJECT	501(C)(3)	144,800.
CLEVELAND METROPOLITAN SCHOOL DISTRICT 1380 EAST 6TH STREET CLEVELAND, OH 44114	N/A K-12 RESPONSIBLE SEXUAL BEHAVIOR PROGRAM & "A TRANSFORMED MIND..."	GOVERNMENT	55,000.

CLEVELAND RAPE CRISIS CENTER 526 SUPERIOR AVE CLEVELAND, OH 44114	N/A OPERATING SUPPORT	501(C)(3)	50,000.
COMMUNITY CATALYST, INC 30 WINTER STREET 10TH FLOOR BOSTON, MA 02108	N/A THINKING AHEAD: OHIO & NATIONAL HEALTH REFORM	501(C)(3)	20,000.
COMMUNITY SERVICES ALLIANCE 1207 W STATE ST #M ALLIANCE, OH 44601-4686	N/A PROJECT SAVE	501(C)(3)	5,000.
COMPUTERS ASSISTING PEOPLE, INC 3150 PAYNE AVE CLEVELAND, OH 44114	N/A OPERATING SUPPORT	501(C)(3)	9,000.
CUYAHOGA COUNTY BOARD OF COMMISSIONERS 310 WEST LAKESIDE AVENUE, SUITE 500 CLEVELAND, OH 44113	N/A FATHERHOOD INITIATIVE ANNUAL CONFERENCE	GOVERNMENT	10,000.
CUYAHOGA COUNTY BOARD OF HEALTH 5550 VENTURE DRIVE CLEVELAND, OH 44130-9315	N/A PLACE MATTERS; HEALTH & LAND USE SUMMIT II	GOVERNMENT	3,994.
CWRU HEALTHY SMILES GRANT 10900 EUCLID AVENUE CLEVELAND, OH 44106	N/A TRANSFORMATIONAL INITIATIVE	501(C)(3)	678,436.
DRESS FOR SUCCESS CLEVELAND 2239 EAST 55TH STREET CLEVELAND, OH 44103	N/A MEDICAL SCRUBS FOR DISADVANTAGED WOMEN	501(C)(3)	19,570.
ENTERPRISE COMMUNITY PARTNERS, INC. 10227 WINCOPIN CIRCLE COLUMBIA, MD 21044	N/A CUYAHOGA COUNTY HOUSING FIRST INITIATIVE & ROSE ARCHITECTURAL	501(C)(3)	70,000.
ESPERANZA INCORPORATED 3104 W 25TH STREET 4TH FLOOR CLEVELAND, OH 44109	N/A FAMILY ENGAGEMENT PROJECT	501(C)(3)	20,000.

FOUNDATION DEVELOPMENT	N/A TRANSFORMATIONAL INITIATIVE	501(C)(3)	165,600.
FRIENDLY INN SETTLEMENT, INC 2386 UNWIN RD CLEVELAND, OH 44104	N/A MARKETING PLAN	501(C)(3)	51,600.
FRIENDS OF E PREP SCHOOL 1417 EAST 36TH STREET CLEVELAND, OH 44114	N/A EXPLORING THE CONCEPT OF A SCHOOL IN MT PLEASANT	501(C)(3)	20,000.
GOLDEN AGE CENTERS OF GREATER CLEVELAND 12200 FAIRHILL ROAD CLEVELAND, OH 44120	N/A HOME DELIVERED MEAL SUPPORT	501(C)(3)	42,916.
GRANTS MANAGERS NETWORK, INC. 1101 14TH STREET NW, 420 WASHINGTON, DC 20005	N/A SPONSORSHIP FOR ANNUAL CONFERENCE	501(C)(3)	2,000.
GREATER CLEVELAND HABITAT FOR HUMANITY 2110 WEST 110TH STREET CLEVELAND, OH 44102	N/A RESTORE PROMOTION CAMPAIGN	501(C)(3)	30,000.
HATHAWAY BROWN SCHOOL 19600 NORTH PARK BLVD SHAKER HEIGHTS, OH 44122	N/A ASPIRE PROGRAM	501(C)(3)	50,000.
HEALTH POLICY INSTITUTE OF OHIO 37 W BROAD ST COLUMBUS, OH 43215	N/A OPERATING SUPPORT	501(C)(3)	75,000.
HELEN KELLER INTERNATIONAL INC. 352 PARK AVENUE SOUTH, SUITE 1200 NEW YORK, NY 10010	N/A CHILDSIGHT OHIO	501(C)(3)	50,000.
HELP FOUNDATION, INC. 3622 PROSPECT AVE CLEVELAND, OH 44115	N/A OPERATING SUPPORT	501(C)(3)	50,000.

HOSPICE OF WESTERN RESERVE 300 EAST 185TH STREET CLEVELAND, OH 44119	N/A OPERATING SUPPORT	501(C)(3)	-6,031.
INTERACT CLEVELAND 1688 FULTON ROAD CLEVELAND, OH 44113-3004	N/A 2010 HOMELESS STAND DOWN	501(C)(3)	7,500.
JENNINGS CENTER FOR OLDER ADULTS 10204 GRANGER ROAD GARFIELD HEIGHTS, OH 44125	N/A REACH	501(C)(3)	42,000.
JOSEPH'S HOME 2412 COMMUNITY COLLEGE AVENUE CLEVELAND, OH 44115	N/A OPERATING SUPPORT	501(C)(3)	30,000.
LUTHERAN METROPOLITAN MINISTRY 1468 WEST 25TH STREET CLEVELAND, OH 44113	N/A ADULT GUARDIANSHIP SERVICES	501(C)(3)	100,000.
MALACHI HOUSE 2810 CLINTON AVENUE CLEVELAND, OH 44113	N/A OPERATING SUPPORT	501(C)(3)	50,000.
MENTAL HEALTH SERVICES FOR HOMELESS PERSONS, INC. 1744 PAYNE AVENUE CLEVELAND, OH 44114	N/A OPERATING SUPPORT	501(C)(3)	100,000.
MERRICK HOUSE 1050 STARKWEATHER AVE CLEVELAND, OH 44113	N/A ADVOCATES FOR BUDGET LEGISLATIVE EQUALITY	501(C)(3)	15,414.
METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109	N/A BUCKEYE HEALTH CENTER	501(C)(3)	1000000.
METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109	N/A FRANCIS H BEAM FELLOWSHIP	501(C)(3)	152,146.

METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109	N/A CREATING A BUSINESS DEV. FUNCTION FOR BETTER HEALTH IN GREATER CLEVELAND	501(C)(3)	100,000.
MPCZ 11019 KINSMAN ROAD CLEVELAND, OH 44104	N/A OPERATING SUPPORT	501(C)(3)	459,393.
MT PLEASANT COUMMUNITY ZONE 11019 KINSMAN ROAD CLEVELAND, OH 44104	N/A TRANSFORMATIONAL INITIATIVE	501(C)(3)	500.
MURTIS H TAYLOR MULTI-SERVICE CENTER 13422 KINSMAN ROAD CLEVELAND, OH 44120	N/A CEO SEARCH	501(C)(3)	-6,694.
NAMI GREATER CLEVELAND 2012 WEST 25TH STREET, #600 CLEVELAND, OH 44113	N/A EVALUATION: QUALITY IMPROVEMENT SYSTEM	501(C)(3)	15,675.
NATIONAL ASSOCIATION OF FREE CLINICS 1800 DIAGONAL ROAD SUITE 600 ALEXANDRIA, VA 22314	N/A NAFC SUMMIT	501(C)(3)	5,000.
NEIGHBORHOOD FAMILY PRACTICE 3569 RIDGE ROAD CLEVELAND, OH 44102	N/A OPERATING SUPPORT	501(C)(3)	75,000.
NEIGHBORHOOD PROGRESS, INC 1956 WEST 25TH STREET SUITE 200 CLEVELAND, OH 44113	N/A CREATING NEIGHBORHOODS OF CHOICE IN BUCKEYE - SHAKER SQUARE AREAS	501(C)(3)	300,000.
NEIGHBORHOOD PROGRESS, INC 1956 WEST 25TH STREET SUITE 200 CLEVELAND, OH 44113	N/A NEIGHBORHOODS OF CHOICE	501(C)(3)	300,000.
NEW DIRECTIONS 30800 CHAGRIN BOULEVARD CLEVELAND, OH 44124	N/A DUAL DIAGNOSIS PROGRAM	501(C)(3)	50,000.

FAMILY PROMISE 2592 WEST 14TH STREET CLEVELAND, OH 44113-4409	N/A OPERATING SUPPORT	501(C)(3)	65,000.
NORTH COAST COMMUNITY HOMES, INC. 14221 BROADWAY AVENUE CLEVELAND, OH 44125	N/A HOUSING FOR INDIGENT ADULTS WITH DISABILITIES	501(C)(3)	10,000.
NORTH COAST HEALTH MINISTRY 16110 DETROIT AVE LAKEWOOD, OH 44107	N/A OPERATING SUPPORT	501(C)(3)	75,000.
NORTHEAST OHIO NEIGHBORHOOD HEALTH SERVICES, INC. 8300 HOUGH AVENUE CLEVELAND, OH 44103	N/A OPERATING SUPPORT	501(C)(3)	150,000.
OHIO GRANTMAKERS FORUM 37 WEST BROAD STREET, #800 COLUMBUS, OH 43215	N/A OPERATING SUPPORT	501(C)(3)	5,000.
PARKWORKS 1422 EUCLID AVENUE #733 CLEVELAND, OH 44115-2063	N/A HARVEY RICE & ST LUKE'S DEVELOPMENT	501(C)(3)	500,000.
PARTNERSHIP FOR A SAFER CLEVELAND 2239 EAST 14TH STREET CLEVELAND, OH 44115-2329	N/A STANCE (STAND TOGETHER AGAINST NEIGHBORHOOD CRIME EVERYDAY) COMMUNITY OUTREA	501(C)(3)	50,000.
PROJECT: LEARN 2728 EUCLID AVENUE, SUITE 400 CLEVELAND, OH 44115	N/A READING HEALTH	501(C)(3)	123,000.
POSITIVE EDUCATION PROGRAM 3100 EUCLID AVENUE CLEVELAND, OH 44115	N/A AUTISM CENTER	501(C)(3)	250,000.
PROVIDENCE HOUSE, INC 2037 WEST 32ND STREET CLEVELAND, OH 44113-4017	N/A BED SPONSORSHIP AND IMPACT ANALYSIS	501(C)(3)	75,000.

RECOVERY RESOURCES 3950 CHESTER AVENUE CLEVELAND, OH 44114	N/A TRANSFORMING BEHAVIORAL HEALTH CARE THROUGH THE USE	501(C)(3)	90,000.
SENIOR OUTREACH SERVICES, INC 2390 EAST 79TH STREET CLEVELAND, OH 44104-2161	N/A LEVERAGING LANGSTON	501(C)(3)	53,850.
SENIOR TRANSPORTATION CONNECTION OF CUYAHOGA COUNTY 4735 W 150TH ST, SUITE A CLEVELAND, OH 44135	N/A OPERATING SUPPORT	GOVERNMENT	75,000.
SHOES FOR KIDS, INC. 4614 PROSPECT AVE, SUITE 511 CLEVELAND, OH 44103	N/A PURCHASING AND DISTRIBUTION PROGRAM	501(C)(3)	31,000.
STELLA MARIS 1320 WASHINGTON AVENUE CLEVELAND, OH 44113-2384	N/A MEDICAL RECORDS SYSTEM	501(C)(3)	92,000.
THE CENTER FOR COMMUNITY SOLUTIONS 1501 EUCLID AVE, SUITE 310 CLEVELAND, OH 33115	N/A SUPPORT FOR HUMAN SERVICES INSTITUTE	501(C)(3)	2,500.
THE CENTER FOR COMMUNITY SOLUTIONS 1501 EUCLID AVE, SUITE 310 CLEVELAND, OH 44115	N/A AIDS FUNDING COLL. - OPERATING SUPPORT & IN-KIND SUBLEASE OF OFFICE SPACE	501(C)(3)	86,000.
THE CLEVELAND HEARING AND SPEECH CENTER 11635 EUCLID AVE CLEVELAND, OH 44106	N/A REGIONAL INFANT HEARING PROGRAM	501(C)(3)	250,000.
THE CLEVELAND MUSEUM OF NATURAL HISTORY 1 WADE OVAL DRIVE CLEVELAND, OH 44106-1701	N/A SUMMIT 2010 SCHOLARSHIPS AND CAPACITY BUILDING	501(C)(3)	20,000.
THE FREE MEDICAL CLINIC OF GREATER CLEVELAND 12201 EUCLID AVENUE CLEVELAND, OH 44106	N/A OPERATING SUPPORT	501(C)(3)	150,000.

THE HISPANIC ROUNDTABLE COMMUNITY PROGRAMS 3110 W 25TH STREET CLEVELAND, OH 44109	N/A HISPANIC CONVENTION 2010	501(C)(3)	15,000.
THE LEGAL AID SOCIETY OF CLEVELAND 1223 WEST SIXTH STREET CLEVELAND, OH 44113	N/A COMMUNITY ADVOCACY PROGRAM	501(C)(3)	75,000.
THE SALVATION ARMY 2507 E 22ND STREET CLEVELAND, OH 44115	N/A ZELMA GEORGE FAMILY SHELTER	501(C)(3)	51,000.
THE WESTERN RESERVE HISTORICAL SOCIETY 10825 EAST BOULEVARD CLEVELAND, OH 44106	N/A SUPPORT FOR PHILANTHROPIC ARCHIVES	501(C)(3)	6,000.
TRANSITIONAL HOUSING INC 1545 WEST 25TH STREET CLEVELAND, OH 44113-3158	N/A OPERATING SUPPORT	501(C)(3)	44,250.
UHCAN OHIO 370 S 5TH STREET SUITE G3 COLUMBUS, OH 43215-7436	N/A OPERATING SUPPORT	501(C)(3)	55,871.
UNITED WAY OF GREATER CLEVELAND 1331 EUCLID AVENUE CLEVELAND, OH 44115	N/A DONOR & NON-DONOR ANALYSIS	501(C)(3)	35,800.
UNIVERSITY HOSPITALS OF CLEVELAND 11100 EUCLID AVENUE CLEVELAND, OH 44106	N/A ORTHOPAEDIC FELLOWSHIP	501(C)(3)	91,600.
UNIVERSITY SCHOOL 20701 BRANTLEY ROAD SHAKER HEIGHTS, OH 44122	N/A REACH PROGRAM	501(C)(3)	20,000.
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH STREET CLEVELAND, OH 44103	N/A MEDICAID CERTIFICATION COSTS	501(C)(3)	40,000.

VOICES FOR OHIO'S CHILDREN 3634 EUCLID AVENUE, SUITE 101 CLEVELAND, OH 44115	N/A OPERATING SUPPORT & MIDWEST REGIONAL MEETING	501(C)(3)	65,000.
WEST SIDE CATHOLIC CENTER 3135 LORAIN AVE CLEVELAND, OH 44113	N/A BASIC NEEDS: FOOD, CLOTHING, SURVIVAL SERVICES, ADVO	501(C)(3)	90,000.
MISCELLANEOUS < $5,000			416.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			8,517,307.

762-673-6

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Employer identification number
File by the due date for filing your return. See instructions.	SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513
	Number, street, and room or suite no. If a P.O. box, see instructions. 4208 PROSPECT AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLEVELAND, OH 44103	

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-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

- The books are in the care of ▶ DANIEL HARRINGTON 4208 PROSPECT AVENUE - CLEVELAND, OH 44103

Telephone No. ▶ (216)431-8010 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:

▶ [X] 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	$ 0.
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	$ 67,169.
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)

023841 01-03-11

- 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	Employer identification number
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513
Number, street, and room or suite no. If a P.O. box, see instructions. 4208 PROSPECT AVENUE	
City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLEVELAND, OH 44103	

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.

- The books are in the care of ▶ DANIEL HARRINGTON 4208 PROSPECT AVENUE - CLEVELAND, OH 44103
  Telephone No. ▶ (216)431-8010 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 TIME IS NEEDED TO ENSURE ALL QUESTIONS ON THE FORM 990 ARE COMPLETE AND ACCURATE AND ALL REQUIRED SCHEDULES ARE INCLUDED.

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	$ 0.
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	$ 67,169.
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 ▶ Darlene M. Davis Title ▶ Tax Manager Date ▶ 8-1-11

023842
01-24-11

Note 9. Commitments and Contingencies

The Foundation has made commitments to various charitable organization. These commitments are conditional and, as such, will only be paid upon the recipient organizations meeting certain requirements as set forth by the Foundation. As a consequence, they do not meet the criteria for accrual as set forth by SFAS No. 116, Accounting for Contributions Received and Contributions Made. The Foundation had outstanding commitments of approximately $5,433,016 and $6,599,762 at December 31, 2010 and 2009, respectively.

Per Peg Butler - Gift Software:
Grant Commitment Schedule
Year

2,011	1,468,600
2,012	1,091,600
2,013	1,091,600
2,014	1,091,600
2,015	506,416
2,016	91,600
2,017	91,600
total	5,433,016

Grant Commitment Schedule (6 years)

3/30/2011

Organization Grant Amount	Total Paid	2011	2012	Scheduled Payments 2013	2014	2015	2016	Remaining Balance
The Center for Community Solutions $ 36,000.00 *Sublease of Office Space*	$9,000.00	$27,000.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Cleveland Department of Public Health $ 350,000.00 *Lead-Safe Living*	$0.00	$350,000.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
MetroHealth Foundation $ 10,000,000.00 *Buckeye Health Center*	$5,585,184.00	$1,000,000.00	$1,000,000.00	$1,000,000.00	$1,000,000.00	$0.00	$0.00	$414,816.00
University Hospitals of Cleveland $ 916,000.00 *Timothy L. Stephens, Jr., M.D. Orthopaedic Fellowship*	$274,800.00	$91,600.00	$91,600.00	$91,600.00	$91,600.00	$91,600.00	$91,600.00	$91,600.00
Grand Total (4 items)	$5,868,984.00	$1,468,600.00	$1,091,600.00	$1,091,600.00	$1,091,600.00	$91,600.00 506,416	$91,600.00	$506,416.00