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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 01-01-2010 , and ending 12-31-2010

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
LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

A Employer identification number
34-1721860

Number and street (or P O box number if mail is not delivered to street address)
3550 LANDER ROAD SUITE 200

Room/suite

B Telephone number (see page 10 of the instructions)
(216) 464-6901

City or town, state, and ZIP code
PEPPER PIKE, OH 44124

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$** 9,813,129

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	671	84		
	4 Dividends and interest from securities.	215,152	215,152		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	204,029			
	b Gross sales price for all assets on line 6a <u>1,314,221</u>				
	7 Capital gain net income (from Part IV , line 2)		204,029		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	419,852	419,265		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	50,000	25,000		25,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	66,855	66,856		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	5,645	1,445		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	478	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	122,978	93,301		25,000
	25 Contributions, gifts, grants paid	384,550			384,550
	26 Total expenses and disbursements. Add lines 24 and 25	507,528	93,301		409,550
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-87,676			
	b Net investment income (if negative, enter -0-)		325,964		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	305,688	420,577	420,577
	3	Accounts receivable ▶ <u>196</u>			
		Less allowance for doubtful accounts ▶ _____	7,610	196	196
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		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 (attach schedule)	1,250,199	☒ 1,003,346	1,029,580
	b	Investments—corporate stock (attach schedule)	3,479,036	☒ 3,804,904	6,753,788
	c	Investments—corporate bonds (attach schedule).	1,706,826	☒ 1,375,755	1,448,988
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	110,000	☒ 160,000	160,000	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,859,359	6,764,778	9,813,129	
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 (attach schedule)			
	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 ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	6,859,359	6,764,778	
	25	Temporarily restricted			
	26	Permanently restricted			
		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 (see page 17 of the instructions)	6,859,359	6,764,778	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,859,359	6,764,778	

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 6,859,359
2	Enter amount from Part I, line 27a	2 -87,676
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 6,771,683
5	Decreases not included in line 2 (itemize) ▶ _____ ☒	5 6,905
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 6,764,778

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	See Additional Data Table			
b				
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	204,029
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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the 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	415,185	8,747,732	0 047462
2008	587,254	11,538,759	0 050894
2007	627,243	13,224,711	0 047430
2006	622,928	12,278,693	0 050732
2005	536,111	11,764,808	0 045569

2	Total of line 1, column (d).	2	0 242087
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	0 048417
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	9,303,714
5	Multiply line 4 by line 3.	5	450,458
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,260
7	Add lines 5 and 6.	7	453,718
8	Enter qualifying distributions from Part XII, line 4.	8	409,550

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	6,519
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	6,519
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	6,519
6 Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,188
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		7	8,188
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	128
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	1,541
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 1,541 Refunded		11	0

Part VII-A Statements Regarding Activities			
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?			Yes No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.			No
c Did the foundation file Form 1120-POL for this year?			No
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	No
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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	Yes
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 on page 27)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of CATHERINE PETRUNIA Telephone no (216) 464-6901 Located at 3550 LANDER ROAD SUITE 200 PEPPER PIKE OH PEPPER PIKE OH ZIP+4 44124			
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	
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		No
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

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ☐ Yes ☒ No ☐ Yes ☒ No ☒ Yes ☐ No ☐ Yes ☒ No ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		1b	No
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	No
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 20____, 20____, 20____, 20____	☐ Yes ☒ 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 page 20 of the instructions).		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 20____, 20____, 20____, 20____			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
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	No

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)? (see page 22 of the instructions).

☐ 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 page 22 of the instructions)?

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?

☐ 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?

☐ Yes ☒ No

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?

☐ Yes ☒ No

5b

6b

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 (see page 22 of the instructions).

(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
KATHARINE NASON TIPPER 62 OVERLAKE PARK BURLINGTON, VT 05401	PRESIDENT & TREASURER 0 00	0	0	0
CHARLES F TIPPER 62 OVERLAKE PARK BURLINGTON, VT 05401	VICE PRESIDENT & SECRETARY 8 00	50,000	0	0
JESSICA A OSKI PO BOX 5425 BURLINGTON, VT 05402	VICE PRESIDENT & ASST SEC 0 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	9,164,121
b	Average of monthly cash balances.	1b	281,274
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,445,395
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	9,445,395
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	141,681
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,303,714
6	Minimum investment return. Enter 5% of line 5.	6	465,186

Part XI

Distributable Amount (see page 25 of the 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	465,186
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	6,519
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,519
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	458,667
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	458,667
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	458,667

Part XII

Qualifying Distributions (see page 25 of the 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	409,550
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	409,550
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 (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	409,550
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. 0			
b	Total for prior years 20____, 20____, 20____ 0			
3	Excess distributions carryover, if any, to 2010			
a	From 2005.			
b	From 2006.			
c	From 2007.			
d	From 2008. 10,238			
e	From 2009.			
f	Total of lines 3a through e. 10,238			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 409,550			
a	Applied to 2009, but not more than line 2a 0			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2010 distributable amount. 409,550			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2010 10,238 10,238 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5 0			
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 page 27 of the instructions . . . 0			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 38,879			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). 0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a. 0			
10	Analysis of line 9			
a	Excess from 2006.			
b	Excess from 2007.			
c	Excess from 2008.			
d	Excess from 2009.			
e	Excess from 2010.			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of 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 Additional Data Table

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

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 page 28 of the 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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	384,550
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(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			14	671	
4 Dividends and interest from securities. . . .			14	215,152	
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	204,029	
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		419,852	0
13 Total. Add line 12, columns (b), (d), and (e). 13				419,852	419,852

(See worksheet in line 13 instructions on page 28 to verify calculations)

[illegible]

Part XVII

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

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.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

1a(1)

1a(2)

1b(1)

1b(2)

1b(3)

1b(4)

1b(5)

1b(6)

1c

Yes

No

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

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

checked

No

b

If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

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

2011-07-07

Date

Title

Paid Preparer's Use Only

Preparer's Signature

CATHERINE PETRUNIA

Firm's name

PNC BANK NA (HAWTHORN)

3550 LANDER RD SUITE 200

Firm's address

PEPPER PIKE, OH 441245755

Date

Check if self-employed

checked

PTIN

Firm's EIN

Phone no

(216) 464-6901

Form 990-PF (2010)

Additional Data

Software ID:

Software Version:

EIN: 34-1721860

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
A	2,200 SHS COMCAST CORPORATION CL A	P	2010-03-26	2010-07-26
B	200,000 PNC FUNDING CORP BANK GUARANTEED	P	2005-05-31	2010-03-10
C	1,000 SHS HOME DEPOT INC COM	P	1997-07-25	2010-03-26
D	1,000 SHS LUBRIZOL CORP COM	P	1997-03-27	2010-03-26
E	700 SHS PROCTER & GAMBLE CO COM	P	1993-06-04	2010-07-26
F	500 SHS 3M COMPANY COM	P	1993-09-13	2010-07-26
G	1 SHS TYCO INTL LTD NEW COM	P	2001-01-01	2010-09-22
H	250,000 FEDERAL NALT MTG ASSN	P	2009-02-25	2010-10-12
I	250,000 SBC COMMUNICATIONS NOTES	P	2009-03-02	2010-11-15
J	160 SHS ALTERA CORP	P	2008-06-24	2010-07-19
K	415 SHS ALTERA CORP	P	2008-06-24	2010-11-08
L	160 SHS ALTERA CORP	P	2008-06-24	2010-11-12
M	35 SHS ALTERA CORP	P	2008-07-09	2010-11-15
N	130 SHS ALTERA CORP	P	2008-06-24	2010-11-15
O	100 SHS ANIXTER INTL INC	P	2008-06-24	2010-05-06
P	95 SHS ANIXTER INTL INC	P	2008-06-24	2010-09-10
Q	100 SHS CANADIAN NATL RAILWAY CO	P	2008-06-24	2010-04-14
R	160 SHS CIMAREX ENERGY CO	P	2008-06-30	2010-03-05
S	110 SHS CIMAREX ENERGY CO	P	2008-08-28	2010-10-08
T	240 SHS COMCAST CORP CLASS A SPECIAL	P	2008-06-25	2010-07-23
U	40 SHS DANAHER CORP	P	2008-06-25	2010-10-11
V	205 SHS INTUIT SOFTWARE	P	2008-06-24	2010-07-19
W	185 SHS INTUIT SOFTWARE	P	2008-06-24	2010-09-11
X	155 SHS INTUIT SOFTWARE	P	2008-06-24	2010-09-13
Y	45 SHS INTUIT SOFTWARE	P	2009-08-23	2010-09-13
Z	190 SHS INTUIT SOFTWARE	P	2009-08-23	2010-12-07
AA	60 SHS INTUIT SOFTWARE	P	2009-08-23	2010-12-16
AB	60 SHS INTUIT SOFTWARE	P	2009-04-07	2010-12-16
AC	190 SHS MILLIPORE CORP	P	2009-02-27	2010-03-04
AD	50 SHS NATIONAL INSTRUMENTS CORP	P	2010-04-21	2010-04-21

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	95 SHS NATIONAL INSTRUMENTS CORP	P	2008-06-24	2010-11-01
AF	105 SHS NEWFIELD EXPLORATION CO	P	2008-06-30	2010-03-05
AG	40 SHS NEWFIELD EXPLORATION CO	P	2008-06-30	2010-10-18
AH	50 SHS NEWFIELD EXPLORATION CO	P	2008-06-30	2010-12-07
AI	10 SHS NOVO NORDISK A S ADR	P	2008-06-24	2010-05-17
AJ	10 SHS NOVO NORDISK A S ADR	P	2008-06-24	2010-07-20
AK	165 SHS NOVO NORDISK A S ADR	P	2008-06-24	2010-07-20
AL	60 SHS NOVO NORDISK A S ADR	P	2008-07-22	2010-08-03
AM	62 SHS NOVO NORDISK A S ADR	P	2008-07-22	2010-10-20
AN	484 SHS SCHLUMBERGER LTD	P	2009-11-18	2010-09-03
AO	69 SHS SCHLUMBERGER LTD	P	2009-11-18	2010-09-03
AP	70 SHS SCHLUMBERGER LTD	P	2008-06-30	2010-09-03
AQ	76 SHS SCHLUMBERGER LTD	P	2008-06-30	2010-09-03
AR	98 SHS SCHLUMBERGER LTD	P	2009-09-02	2010-09-03
AS	202 SHS SCHLUMBERGER LTD	P	2009-11-18	2010-09-03
AT	60 SHS SCRIPPS NETWORKS INTERAC CL A	P	2008-07-01	2010-10-07
AU	80 SHS SCRIPPS NETWORKS INTERAC CL	P	2008-07-01	2010-07-23
AV	75 SHS SCRIPPS NETWORKS INTERAC CL	P	2008-07-01	2010-06-07
AW	85 SHS TEXAS INSTRUMENTS INC	P	2008-06-25	2010-11-22
AX	45 SHS 3M COMPANY	P	2009-06-02	2010-10-08
AY	7 SHS WASHINGTON POST CO CLASS B	P	2008-07-09	2010-08-16
AZ	9 SHS WASHINGTON POST CO CLASS B	P	2009-02-03	2010-08-16
BA	9 SHS WASHINGTON POST CO CLASS B	P	2009-08-02	2010-08-16
BB	27 SHS WASHINGTON POST CO CLASS B	P	2008-10-19	2010-08-16
BC	22 SHS WASHINGTON POST CO CLASS B	P	2008-07-09	2010-08-06
BD	16 SHS WASHINGTON POST CO CLASS B	P	2008-08-02	2010-08-06
BE	4 SHS WASHINGTON POST CO CLASS B	P	2008-07-09	2010-08-06
BF	140 SHS YAHOO	P	2010-04-21	2010-10-18
BG	220 SHS INTUIT INC	P	2008-06-24	2010-01-07
BH	50 SHS SCRIPPS NTWK INTERACTIV CLASS A	P	2008-07-01	2010-01-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BI	200 SHS NATIONAL GRID TRANSCO	P	2008-06-24	2010-01-10
BJ	300 SHS COMCAST CP NEW CL A	P	2008-06-25	2010-01-10
BK	30 SHS CANADIAN NAT'L RAILWAY CO	P	2008-06-24	2010-01-10
BL	70 SHS ANIXTER INTERNATIONAL INC	P	2008-06-24	2010-01-11
BM	70 SHS NEWFIELD EXPLORATION CO	P	2008-06-30	2010-01-13
BN	75 SHS DANAHER CORP DEL	P	2008-06-25	2010-01-19
BO	7 SHS NOVOZYMES A/S-UNSPONS ADR	P	2009-05-26	2010-01-24
BP	95 SHS NATIONAL GRID TRANSCO	P	2008-06-24	2010-01-24
BQ	180 SHS NATIONAL GRID TRANSCO	P	2008-06-24	2010-01-27
BR	200 SHS TOYOTA MOTOR CORP	P	2008-06-24	2010-02-04
BS	290 SHS SMITH INTERNATIONAL INC	P	2008-06-30	2010-02-21
BT	215 SHS MILLIPORE CORP	P	2009-02-27	2010-02-22
BU	CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	42,591		40,610	1,981
B	200,000		200,000	0
C	32,870		15,902	16,968
D	91,785		3	91,782
E	43,686		5,692	37,994
F	43,516		12,903	30,613
G	545			545
H	250,000		248,248	1,752
I	250,000		248,612	1,388
J	4,478		3,175	1,303
K	14,023		8,236	5,787
L	5,224		3,175	2,049
M	1,138		696	442
N	4,229		2,580	1,649
O	5,161		5,920	-759
P	4,576		5,624	-1,048
Q	6,231		4,533	1,698
R	9,666		8,889	777
S	8,211		6,112	2,099
T	4,277		4,786	-509
U	1,655		1,517	138
V	7,581		5,620	1,961
W	8,055		5,072	2,983
X	6,844		4,250	2,594
Y	1,987		1,234	753
Z	8,946		5,209	3,737
AA	2,925		1,645	1,280
AB	2,925		1,645	1,280
AC	19,956		11,472	8,484
AD	1,795		1,795	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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 E	3,277		2,937	340
A F	5,565		4,603	962
A G	2,966		2,192	774
A H	2,870		1,753	1,117
A I	793		574	219
A J	856		574	282
A K	14,133		9,479	4,654
A L	5,412		3,447	1,965
A M	6,206		3,562	2,644
A N	27		34	-7
A O	3,710		4,870	-1,160
A P	3,764		4,941	-1,177
A Q	4,086		5,364	-1,278
A R	5,268		6,918	-1,650
A S	10,861		14,258	-3,397
A T	2,826		2,250	576
A U	3,272		3,001	271
A V	3,305		2,813	492
A W	2,715		2,147	568
A X	4,006		1,477	2,529
A Y	2,196		3,486	-1,290
A Z	2,824		4,482	-1,658
B A	2,824		4,482	-1,658
B B	8,471		13,446	-4,975
B C	8,245		10,956	-2,711
B D	6,020		7,967	-1,947
B E	1,504		1,992	-488
B F	2,252		2,078	174
B G	6,658		6,337	321
B H	2,178		2,083	95

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	10,497		13,790	-3,293
BJ	4,827		5,983	-1,156
BK	1,671		1,489	182
BL	3,281		4,409	-1,128
BM	3,486		4,434	-948
BN	5,746		6,060	-314
BO	731		553	178
BP	4,950		6,550	-1,600
BQ	9,268		12,411	-3,143
BR	14,293		20,271	-5,978
BS	10,817		22,687	-11,870
BT	19,134		11,897	7,237
BU	11,554			11,554

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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				1,981
B				0
C				16,968
D				91,782
E				37,994
F				30,613
G				545
H				1,752
I				1,388
J				1,303
K				5,787
L				2,049
M				442
N				1,649
O				-759
P				-1,048
Q				1,698
R				777
S				2,099
T				-509
U				138
V				1,961
W				2,983
X				2,594
Y				753
Z				3,737
AA				1,280
AB				1,280
AC				8,484
AD				0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
AE				340
AF				962
AG				774
AH				1,117
AI				219
AJ				282
AK				4,654
AL				1,965
AM				2,644
AN				-7
AO				-1,160
AP				-1,177
AQ				-1,278
AR				-1,650
AS				-3,397
AT				576
AU				271
AV				492
AW				568
AX				2,529
AY				-1,290
AZ				-1,658
BA				-1,658
BB				-4,975
BC				-2,711
BD				-1,947
BE				-488
BF				174
BG				321
BH				95

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
BI			-3,293
BJ			-1,156
BK			182
BL			-1,128
BM			-948
BN			-314
BO			178
BP			-1,600
BQ			-3,143
BR			-5,978
BS			-11,870
BT			7,237
BU			11,554

Form 990PF Part XV Line 1a - 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).

KATHARINE NASON TIPPER
CHARLES F TIPPER

Form 990PF Part XV Line 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				
AUDUBON VERMONT 255 SHERMAN HOLLOW ROAD HUNTINGTON,VT 05462	N/A	OTHER PUBLIC CHARITY	FOR PROTECTION OF BIRDS, OTHER WILDLIFE AND THEIR HABITAT	6,000
BALTIMORE COMMUNITY FOUNDATION 2 EAST READ STREET BALTIMORE,MD 21202	N/A	OTHER PUBLIC CHARITY	TO BUILD ENDOWMENT TO SUPPORT FUNDING IN BALTIMORE AND RESPOND TO CITY NEEDS	25,000
CARSHARE VERMONT 131 ST PAUL STREET BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	TO PROVIDE AN AFFORDABLE, CONVENIENT, RELIABLE ALTERNATIVE TO CAR OWNERSHIP	10,000
CHITTENDEN EMERGENCY FOOD SHELF 228 NORTH WINOOSKI AVENUE BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	FOOD RELIEF SERVICES TO LOW-INCOME INDIVIDUALS	4,000
COMMITTEE ON TEMPORARY SHELTER PO BOX 1616 BURLINGTON,VT 05402	N/A	OTHER PUBLIC CHARITY	EMERGENCY SHELTER, SUPPORT SERVICES, & PERMANENT HOUSING	4,000
COMMUNITY HEALTH CENTER OF BURLINGTON 617 RIVERSIDE AVENUE BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	HEALTHCARE SERVICE TO MEDICALLY UNDERSERVED RESIDENTS	4,000
ECHO INC ONE COLLEGE STREET BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	ASSISTS INDIVIDUALS W/ EMERGENCY FINANCIAL SITUATION	5,000
FLYNN CENTER 153 MAIN STREET BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	FOSTERS THE ENJOYMENT, UNDERSTANDING, DEVELOPMENT OF THEATER	50,000
FOODWORKS 64 MAIN STREET MONTPELIER,VT 05602	N/A	OTHER PUBLIC CHARITY	PROVIDES SUPPORT TO THE ORGANIC AND NATURAL MOVEMENT	-10,000
GREEN MOUNTAIN CLUB 4711 WATERBURY-STOWE ROAD WATERBURY CENTER,VT 05677	N/A	OTHER PUBLIC CHARITY	CARES FOR THE LONG TRAIL, PROVIDES EDUCATION TO PROTECT THE TRAIL	10,000
HOMELESS FAMILY CENTER PO BOX 650855 VERO BEACH,FL 32962	N/A	OTHER PUBLIC CHARITY	PROVIDES SHELTER, FOOD, CLOTHING, EMPLOYMENT ASSISTANCE	2,000
HOSPICE OF INDIAN RIVER COUNTY 1110 35TH LANE VERO BEACH,FL 32960	N/A	OTHER PUBLIC CHARITY	PROVIDE SERVICES TO THE TERMINALLY ILL & THEIR FAMILIES	5,000
LAND TRUST ALLIANCE 1660 L STREET NW STE 1100 WASHINGTON,DC 20036	N/A	OTHER PUBLIC CHARITY	PROMOTES VOLUNTARY LAND CONSERVATION TO BENEFIT COMMUNITY	5,000
LIVING CLASSROOMS FOUNDATION 802 S CAROLINE STREET BALTIMORE,MD 21231	N/A	OTHER PUBLIC CHARITY	TO PROVIDE EDUCATION & JOB TRAINING USING URBAN, NATURAL & MARITIME RESOURCES	10,000
MIDDLEBURY COLLEGE 139 S MAIN STREET MIDDLEBURY,VT 05753	N/A	OTHER PUBLIC CHARITY	TO SUPPORT COLLEGE ADVANCEMENT AND INITIATIVES	50,000
Total  3a				384,550

Form 990PF Part XV Line 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				
OXFAM AMERICA 226 CAUSEWAY STREET 5TH FLOOR BOSTON,MA 02114	N/A	OTHER PUBLIC CHARITY	CREATES SOLUTIONS TO END POVERTY, HUNGER, SOCIAL PROBLEMS	35,000
PRESERVATION TRUST OF VERMONT 104 CHURCH STREET BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	HISTORIC PRESERVATION THROUGH EDUCATION	100,000
RIVERSIDE THEATER 3250 RIVERSIDE PARK DRIVE VERO BEACH,FL 32963	N/A	OTHER PUBLIC CHARITY	PROVIDES THEATER ARTS EXPERIENCE THAT ENTERTAINS & EDUCATES	2,000
SMART GROWTH VERMONT 110 MAIN STREET BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	TO INTEGRATE GROWTH,ENVIRONMENTAL PROTECTION & ECONOMIC OPPORTUNITIES IN VT	10,000
SUN GROVE MONTESSORI SCHOOL 5610 OLEANDER AVENUE FORT PIERCE,FL 34982	N/A	OTHER PUBLIC CHARITY	NONDISCRIMINATORY EDUCATION FACILITY	8,000
SPECTRUM YOUTH SERVICES 31 ELMWOOD AVENUE BURLINGTON,VT 05401	N/A	OTHER PUBLIC CHARITY	OFFERS SHELTER AND SUPPORT SERVICES TO AT-RISK AND HOMELESS YOUTH	5,000
UNIVERSITY OF UTAH 201 PRESIDENTS CIRCLE ROOM 201 SALT LAKE CITY,UT 84112	N/A	OTHER PUBLIC CHARITY	TO SUPPORT COLLEGE ADVANCEMENT AND INITIATIVES	5,000
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER,VT 05602	N/A	OTHER PUBLIC CHARITY	FOCUS ON CONSERVING VITAL LAND IN VERMONT	25,000
VERMONT COLLEGE OF FINE ARTS 36 COLLEGE STREET MONTPELIER,VT 05602	N/A	OTHER PUBLIC CHARITY	NORMA FOX MAZER SCHOLARSHIP FUND	550
VERO BEACH OPERA SOCIETY PO BOX 6912 VERO BEACH,FL 32961	N/A	OTHER PUBLIC CHARITY	PROMOTES, SUPPORTS AND PROFESSIONALLY PRODUCES ARTISTS	2,000
WQCS PUBLIC RADIO 3209 VIRGINIA AVENUE FORT PIERCE,FL 349815596	N/A	OTHER PUBLIC CHARITY	PROVIDES NEWS AND PUBLIC AFFAIRS PROGRAMMING	2,000
PARTNERS IN HEALTH 888 COMMONWEALTH AVENUE 3RD FLOOR BOSTON,MA 02215	N/A	OTHER PUBLIC CHARITY	TO SUPPORT EFFORTS TO FIGHT POVERTY AND DISEASE	10,000
Total ▶ 3a				384,550

TY 2010 Investments Corporate Bonds Schedule

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

EIN: 34-1721860

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,375,755	1,448,988

**TY 2010 Investments Corporate
Stock Schedule**

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA
EIN: 34-1721860

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	3,804,904	6,753,788

TY 2010 Investments Government Obligations Schedule

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

EIN: 34-1721860

**US Government Securities - End of
Year Book Value:**

1,003,346

**US Government Securities - End of
Year Fair Market Value:**

1,029,580

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2010 Investments - Other Schedule

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

EIN: 34-1721860

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TRUE BODY PRODUCTS	FMV	160,000	160,000

TY 2010 Other Decreases Schedule

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

EIN: 34-1721860

Description	Amount
BOOK/TAX ADJUSTMENT	6,905

TY 2010 Other Expenses Schedule

Name: LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA

EIN: 34-1721860

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE - STATE OF OHIO	200	0		0
FILING FEE - CT CORP SYSTEM	278	0		0

TY 2010 Other Professional Fees Schedule**Name:** LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA**EIN:** 34-1721860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AGENCY FEES	52,212	52,212		0
INVESTMENT MGMT FEES	14,643	14,644		0

TY 2010 Taxes Schedule**Name:** LZ FRANCIS FOUNDATION CO CATHERINE PETRUNIA**EIN:** 34-1721860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2010 FOREIGN TAXES	1,445	1,445		0
2010 ESTIMATED TAX	4,200	0		0