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Form **990-PF**

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

OMB No 1545-0052

Department of the Treasury
 Internal Revenue Service

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

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: **THE GEORGE W CODRINGTON CHARITABLE FDN**
 Number and street (or P O box number if mail is not delivered to street address): **BNY Mellon, N A - P O Box 185**
 City or town, state, and ZIP code: **Pittsburgh PA 15230-0185**

Room/suite: _____
 Telephone number (see page 10 of the instructions): **(212) 922-6844**

Employer identification number: **34-6507457**

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

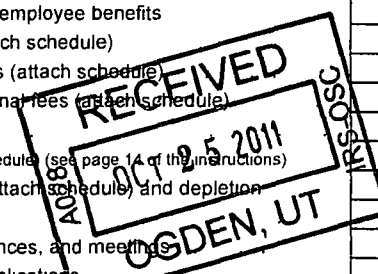
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **16,181,832**

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	339,508	293,059		
5 a Gross rents			0	
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-323,358			
b Gross sales price for all assets on line 6a	3,907,190			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	4,878	0	0	
12 Total. Add lines 1 through 11	21,028	293,059	0	
13 Compensation of officers, directors, trustees, etc	30,429	22,821		7,608
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	11,543	8,657	0	2,886
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	82,207	61,655	0	20,552
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	11,041	11,041	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	135,220	104,174	0	31,046
25 Contributions, gifts, grants paid	955,500			955,500
26 Total expenses and disbursements. Add lines 24 and 25	1,090,720	104,174	0	986,546
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-1,069,692			
b Net investment income (if negative, enter -0-)		188,885		
c Adjusted net income (if negative, enter -0-)			0	

SCANNED OCT 27 2011
 Operating and Administrative Expenses



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

Form **990-PF** (2010)

(HTA)

8

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1	Cash—non-interest-bearing		0
	2	Savings and temporary cash investments	320,190	588,937
	3	Accounts receivable	0	0
		Less allowance for doubtful accounts	0	0
	4	Pledges receivable	0	0
		Less allowance for doubtful accounts	0	0
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0
	7	Other notes and loans receivable (attach schedule)	0	0
		Less allowance for doubtful accounts	0	0
	8	Inventories for sale or use		0
	9	Prepaid expenses and deferred charges		0
	10 a	Investments—U S and state government obligations (attach schedule)	0	0
	b	Investments—corporate stock (attach schedule)	0	0
	c	Investments—corporate bonds (attach schedule)	0	0
	11	Investments—land, buildings and equipment basis	0	0
	Less accumulated depreciation (attach schedule)	0	0	
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	17,291,472	15,912,540	
14	Land, buildings, and equipment basis	0	0	
	Less accumulated depreciation (attach schedule)	0	0	
15	Other assets (describe)	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,611,662	16,501,477	
Liabilities	17	Accounts payable and accrued expenses		0
	18	Grants payable		0
	19	Deferred revenue		0
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0
	21	Mortgages and other notes payable (attach schedule)	0	0
	22	Other liabilities (describe)	0	0
	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. <input type="checkbox"/>			
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	17,611,662	16,501,477
	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)	17,611,662	16,501,477	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	17,611,662	16,501,477	

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	17,611,662
2	Enter amount from Part I, line 27a	2	-1,069,692
3	Other increases not included in line 2 (itemize) GRANTS REVERSED ON 1/5/2011	3	-13,000
4	Add lines 1, 2, and 3	4	16,528,970
5	Decreases not included in line 2 (itemize) See Attached Statement	5	27,493
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,501,477

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 Attached Statement			
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	-323,358
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	0

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	501,437	13,821,561	0.036279
2008	1,112,094	18,234,417	0.060989
2007	1,007,157	20,182,818	0.049902
2006	1,059,947	19,116,113	0.055448
2005	1,029,452	18,184,745	0.056611

2 Total of line 1, column (d)	2	0.259229
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	0.051846
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	15,181,573
5 Multiply line 4 by line 3	5	787,104
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,889
7 Add lines 5 and 6	7	788,993
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18	8	986,546

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1. a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	1,889
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 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	1,889
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		5	1,889
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,061	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,939	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	8,000
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	6,111
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded		11	2,111

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) _____		
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? <i>If "No," attach explanation</i>	N/A	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (212) 922-6844 Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
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 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
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)? (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 **5b** N/A

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? **7b** N/A

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
BNY MELLON, N.A. P O BOX 185 PITTSBURGH PA 15230-0185	TRUSTEE SEE ATTACHED	30,540	NONE	NONE
BNY MELLON, N.A. P O BOX 185 PITTSBURGH PA 15230-0185	FEE REIMBURSEMENT	-111	N/A	N/A
		00	0	0
		00	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 NONE

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		0
.....		0
.....		0
.....		0
.....		0
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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 NONE		
2		
3 All other program-related investments See page 24 of the instructions NONE	0	
Total. Add lines 1 through 3		NONE

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	15,073,623
b	Average of monthly cash balances	1b	339,141
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,412,764
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,412,764
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	231,191
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,181,573
6	Minimum investment return Enter 5% of line 5	6	759,079

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	759,079
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,889
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,889
3	Distributable amount before adjustments Subtract line 2c from line 1	3	757,190
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	757,190
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	757,190

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	986,546
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	986,546
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	1,889
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	984,657

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				757,190
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	16,461			
b	From 2006	150,984			
c	From 2007	1,049,830			
d	From 2008	226,111			
e	From 2009	NONE			
f	Total of lines 3a through e	1,443,386			
4	Qualifying distributions for 2010 from Part XII, line 4 \blacktriangleright \$ 986,546				
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				757,190
e	Remaining amount distributed out of corpus	229,356			
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	1,672,742			
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				
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				0
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)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	16,461			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,656,281			
10	Analysis of line 9				
a	Excess from 2006	150,984			
b	Excess from 2007	1,049,830			
c	Excess from 2008	226,111			
d	Excess from 2009	0			
e	Excess from 2010	229,356			

Part XIV Private Operating Foundations (see page 27 of the 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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 page 28 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))

N/A
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

N/A
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
 CRAIG R MARTAHUS 3900 KEY CENTER, 127 PUBLIC SQUARE ,CLEVELAND OH 44114

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

c Any submission deadlines

NONE
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NO GRANTS TO INDIVIDUALS

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 <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 955,500
b <i>Approved for future payment</i> NONE				
Total				▶ 3b NONE

In Making Applications for a Codrington Grant

APPLICATIONS for Grants by the Codrington Foundation should be directed to the Trustee or to The Supervisory Board of the Foundation.

The application should state fully but briefly the following:

1. The amount of the grant requested.
2. The need for the grant.
3. The area served by the applicant.
4. A brief history of the applicant's organization.
5. Description of applicant's contributions to the area.
6. Listing of the applicant's officers and trustees.

It is the Codrington Foundation policy to make only annual grants, and grants are not made to individuals.

Meetings of the Supervisory Board are usually held in March, June, September, November and December, at which time pending applications are carefully considered.

ACCOUNT #	ACCOUNT NAME	INVESTMENT TYPE	CUSIP	ASSET NAME	UNITS	FMV	TAX COST
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	CASH MANAGEMENT VEHICLES	262006208	DREYFUS GOVT CASH MGMT INSTL SHARES	215837 1	215837 14	215837 14
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	CASH MANAGEMENT VEHICLES	262006208	DREYFUS GOVT CASH MGMT INSTL SHARES	325427 9	325427 93	325427 93
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H107	HC CAPITAL TR EMERG MKTS-HCS	24928 72	556658 43	45319 78
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	40415H503	HC CAPITAL F/I OPP PORT-HCS	90802 46	65196 17	640000
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	40415H552	HC CAPITAL US MORT/AST-HCS	58695 7	584022 22	586957
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	40415H578	HC CAPITAL US CORP F/I-HCS	48956 5	464399 79	489565
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	40415H594	HC CAPITAL US GOVT F/I-STRA	62049 7	613051 04	620497
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H628	HC CAP TR COMMODITY RELATED SEC PORT	30352 44	385779 63	304335 12
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H669	HC CAPITAL VALUE EQTY-HCS	156093	1865311 45	2279755 63
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H685	HC CAPITAL SM CAP EQTY-HCS	2627 69	357983 89	347616 54
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	40415H701	HC CAPITAL FIXED INCOME-HCS	10763 17	98375 4	103003 57
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H735	HC CAPITAL REAL EST SEC-HCS	21253 95	338363	212262 82
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H750	HC CAPITAL TR INTL EQTY-HCS	344609 2	3649411	3982912 66
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	40415H883	HC CAPITAL GROWTH EQUITY PORT-HCS	174110 2	2259950 88	2160708 05
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	EQUITY/BALANCED MUTUAL FUNDS	784924425	SSGA EMERGING MARKETS FUND-S	16612 79	376113 72	415634 34
10585170210	GEORGE CODRINGTON FDN/HIRTLE/NA	FIXED INCOME MUTUAL FUNDS	922031737	VANGUARD INFLAT PROTECTED-AD	23472 16	599479 17	585000
	SUB TOTAL					13342026 39	13704832 38
10585170220	GEORGE CODRINGTON FDN/SELFDIR/HIR	CASH MANAGEMENT VEHICLES	262006208	DREYFUS GOVT CASH MGMT INSTL SHARES	14839 58	14839 58	14839 58
10585170220	GEORGE CODRINGTON FDN/SELFDIR/HIR	SUNDRY ASSETS	9E9996761	EARLY STAGE PARTNERS - CODRINGTON	478862	505002 6	493637 38
10585170220	GEORGE CODRINGTON FDN/SELFDIR/HIR	SUNDRY ASSETS	9E9996779	EARLY STAGE PARTNERS II - CODRINGTON	50000	218949 85	173064
	SUB TOTAL					738792 03	681540 96
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	CASH MANAGEMENT VEHICLES	262006208	DREYFUS GOVT CASH MGMT INSTL SHARES	32825 8	32825 8	32825 8
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	CASH MANAGEMENT VEHICLES	262006208	DREYFUS GOVT CASH MGMT INSTL SHARES	6 63	6 63	6 63
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	SUNDRY ASSETS	9D9992937	HCC TOTAL RETURN OFFSHORE FUND	979 41	1165020 75	1189518 02
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	SUNDRY ASSETS	9D9992945	HCC ABSOLUTE RETURN OFFSHORE FUND	429 41	455767 46	475000
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	SUNDRY ASSETS	9E9992851	S/E/S/T/C HCC ABSOLUTE RETURN OFFSHO	1	0	0
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	SUNDRY ASSETS	9E9992893	S/E/S/T/C HCC TOTAL RETURN OFFSHORE	1	0	0
10586291100	GEORGE CODRINGTON FDN/HIRTLE/NA	LIMITED PARTNERSHIPS	9G9996618	HCC PRIV EQUITY OFFSHORE FUND VII LP	442 12	447393 05	417753 65
	SUB TOTAL					2101013 69	2115104 1
	GRAND TOTAL					\$ 16,181,832 11	\$ 16,501,477 44

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

AIDS TASKFORCE OF GREATER CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,500

Name

BALDWIN WALLACE COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

BELLFLOWER CENTER FOR PREVENTION OF CHILD ABUSE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

BROADWAY SCHOOL OF MUSIC AND ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

Name

CITY CLUB OF CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

CLEVELAND BOTANICAL GARDEN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

THE GEORGE W CODRINGTON CHARITABLE FDN

34-6507457 Page 2 of 21

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CLEVELAND RAPE CRISIS CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

CLEVELAND SCHOLARSHIP PROGRAMS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 11,000

Name

CUYAHOGA VALLEY SCENIC RAILROAD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

GREAT LAKES THEATER FESTIVAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

HENNA PERKINS CENTER FOR CHILD DEVELOPMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 10,000

Name

HOLDEN AOBORETUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LAKE ERIE NATURE & SCIENCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,500

Name

MAY DUGAN CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

THE METROHEALTH FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 35,000

Name

HALL OF FAME FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,500

Name

NATURE CENTER AT SHAKER LAKES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

NEAR WEST THEATRE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NORTH COAST COMMUNITY HOMES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 8,000

Name

OPEN DOORS INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

Name

PARKWORKS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

PRETERM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

UNITED NEGRO COLLEGE FUND INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 8,000

Name

YOUTH CHALLENGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUTH OPPORTUNITIES UNLIMITED

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

BOY & GIRLS CLUB OF CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

CLEVELAND MUSEUM OF NATURAL HISTORY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,500

Name

THE GATHERING PLACE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,500

Name

JUNIOR ACHIEVEMENT OF GREATER CEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

PLANNED PARENTHOOD OF NORTHEAST OHIO

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 10,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEST SIDE ECUMENICAL MINISTRY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 5,000
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Name

AMERICAN RED CROSS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 11,000
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Name

BECK CENTER FOR THE ARTS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 7,500
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Name

CLEVELAND FOODBANK INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 11,000
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Name

CLEVELAND INSTITUTE OF ART

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 6,000
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Name

CLEVELAND INTERNATIONAL FILM FESTIVAL

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 3,000
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THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CLEVELAND MUSIC SETTLEMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

CLEVELAND ORCHESTRA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 45,000

Name

CLEVELAND PLAY HOUSE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 9,000

Name

CUYAHOGA COMMUNITY COLLEGE FDN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

CUYAHOGA VALLEY NATIONAL PARK ASSN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

DANCECLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FREE MEDICAL CLINIC OF GREATER CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

FUND FOR OUR ECONOMIC FUTURE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 50,000

Name

HOPEWELL INN INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,000

Name

JOHN CARROLL UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

MUSEUM OF CONTEMPORARY ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

Name

OLD STONE EDUCATION CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,500

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PROVIDENCE HOUSE INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

SENIOR CITIZEN RESOURCES INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

UNIVERSITY CIRCLE INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 12,000

Name

CORNUCOPIA INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,500

Name

SUICIDE PREVENTION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

Name

VOCATIONAL GUIDANCES SERVICES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNITED WAY OF GREATER CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

PLAYHOUSE SQUARE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

GREAT LAKES SCIENCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

UNIVERSITY CIRCLE INCORPORATED

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

BOYS & GIRLS CLUB OF CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

CENTRAL SCHOOL OF PRACTCAL NURSING

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CHILDREN'S MUSEUM OF CLEVELAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

CLEVELAND HEARING & SPEECH CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 8,000

Name

CLEVELAND HOUSING NETWORK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

CLEVELAND INSTITUTE OF MUSIC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,000

Name

CLEVELAND MUSEUM OF ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 12,500

Name

DANCING WHEELS COMPANY & SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WWIZ/PBS & 90 3 WCPN INDEASTREAM

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 20,000
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Name

BOY SCOUTS OF AMERICA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 9,000
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Name

CENTER FOR FAMILIES AND CHILDREN

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 3,000
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Name

CLEVELAND ZOOLOGICAL SOCIETY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 4,000
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Name

FAIRHILL PARTNERS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 6,000
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Name

FUND FOR OUR ECONOMIC FUTURE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 25,000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GREAT LAKES SCIENCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 8,000

Name

JUNIOR ACHIEVEMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,000

Name

MAKE ERIE NATURE & SCIENCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,500

Name

NATURE CENTER AT SHAKER LAKES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

NORTH UNION FARMER'S MARKET

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

PLAYHOUSE SQUARE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 17,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
SALVATION ARMY
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 30,000
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Name
TRUST FOR PUBLIC LAND
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 1,000
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Name
WOMEN'S RE-ENTRY NETWORK
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 8,000
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Name
YMCA OF GREATER CLEVELAND
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 8,000
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Name
YOUNG AUDIENCES
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 1,000
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Name
YOUNG CHALLENGE
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 3,000
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THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE METROHEALTH FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

1,000

Name

CLEVELAND ORCHESTRA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

9,000

Name

GREAT LAKES SCIENCE CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

2,500

Name

PLAYHOUSE SQUARE FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

3,000

Name

UNITED WAY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

2,500

Name

UNIVERSITY CIRCLE INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CONTINUING SUPPORT

Amount

2,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BALDWIN WALLACE COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15 000

Name

BELLFLOWER CENTER FOR PREVENTION OF CHILD ABUSE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

CLEVELAND LEADERSHIP CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 4,000

Name

CLEVELAND MUSEUM OF NATURAL HISTORY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 5,500

Name

CLEVELAND PLAYHOUSE - THE ALLEN THEATRE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 50,000

Name

CLEVELAND SCHOLARSHIP PROGRAMS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 11 000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GREAT LAKES THEATRE FESTIVAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

THE HOLDEN ARBORETUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

INVENT NOW INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 2,500

Name

NEAR WEST THEATRE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 7,000

Name

OPEN DOOR ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

Name

PLANNED PARENTHOOD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 10,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PLANNED PARENTHOOD MEDICAL CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

ROCK AND ROLL HALL OF FAME MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

UNITED WAY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 35,000

Name

WESTERN RESERVE HISTORICAL SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 6,500

Name

WESTERN RESERVE OF THE PEDESTRIAN WALKWAY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 50,000

Name

THE INTERGENERATIONAL SCHOOL CHARTER SCHOOLS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 7,500

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CITIZENS ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 3,000

Name

CLEVELAND HEARING & SPEECH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

CLEVELAND INSTITUE OF ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 10,000

Name

CLEVELAND MUSEUM OF ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 15,000

Name

NORTH COAST COMMUNITY HOMES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 8,000

Name

BROADWAY SCHOOL OF MUSIC & THE ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CONTINUING SUPPORT			Amount 1,000

THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE CITY CLUB OF CLEVELAND

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 4,000
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Name

CLEVELAND BOTANICAL GARDEN

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 5,000
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Name

CLEVELAND RAPE CRISIS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 4,000
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Name

THE GATHERING PLACE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 2,500
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Name

PARKWORKS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 4,000
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Name

UNITED NEGRO COLLEGE FUND

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 8,000
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THE GEORGE W CODRINGTON CHARITABLE FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUTH OPPORTUNITIES UNLIMITED

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution CONTINUING SUPPORT	Amount 2,000
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Securities	Other sales						
		Long Term CG Distributions	15,076								3,906,810		4,230,548			-323,738
		Short Term CG Distributions	0								380		0			380
1	X	HC CAPITAL FXD INCOME II-H	40415H305			2/25/2008		6/8/2010		300,000	292,913				7,087	
2	X	HC CAPITAL FXD INCOME II-H	40415H305			2/25/2008		12/6/2010		780,028	763,858				16,170	
3	X	HC CAPITAL FXD INCOME II-H	40415H305			5/2/2008		12/6/2010		101,503	100,000				1,503	
4	X	HC CAPITAL FXD INCOME II-H	40415H305			11/29/2010		12/6/2010		17,075	17,143				-68	
5	X	HC CAPITAL VALUE EQTY-HC	40415H669			2/25/2008		5/12/2010		150,000	193,870				-43,870	
6	X	HC CAPITAL VALUE EQTY-HC	40415H669			2/25/2008		12/29/2010		60,000	74,109				-14,109	
7	X	HC CAPITAL SM CAP EQTY-H	40415H685			2/25/2008		12/16/2010		35,000	33,445				1,555	
8	X	HC CAPITAL SM CAP EQTY-H	40415H685			2/25/2008		12/29/2010		20,000	18,800				1,200	
9	X	HC CAPITAL FIXED INCOME-H	40415H701			2/25/2008		6/8/2010		300,000	322,848				-22,848	
10	X	HC CAPITAL FIXED INCOME-H	40415H701			2/25/2008		12/6/2010		876,753	927,152				-50,399	
11	X	HC CAPITAL FIXED INCOME-H	40415H701			5/2/2008		12/6/2010		16,375	16,996				-621	
12	X	HC CAPITAL TR INTL EQTY-H	40415H750			2/25/2008		6/8/2010		50,000	77,594				-27,594	
13	X	HC CAPITAL TR INTL EQTY-H	40415H750			2/25/2008		9/28/2010		200,000	264,523				-64,523	
14	X	HC CAPITAL TR INTL EQTY-H	40415H750			2/25/2008		12/16/2010		110,000	137,813				-27,813	
15	X	HC CAPITAL TR INTL EQTY-H	40415H750			2/25/2008		12/29/2010		100,000	123,986				-23,986	
16	X	HC CAPITAL TR INTL EQTY-H	40415H750			2/25/2008		5/12/2010		150,000	156,297				-6,297	
17	X	HC CAPITAL GROWTH EQUIT	40415H883			2/25/2008		6/8/2010		100,000	114,801				-14,801	
18	X	HC CAPITAL GROWTH EQUIT	40415H883			2/25/2008		12/16/2010		30,000	28,749				1,251	
19	X	HC CAPITAL GROWTH EQUIT	40415H883			2/25/2008		12/29/2010		100,000	95,242				4,758	
20	X	HIRTLE CALLAGHAN VALUE E	433565108			2/25/2008		2/16/2010		100,000	138,332				-38,332	
21	X	HIRTLE CALLAGHAN GROWT	433565207			2/25/2008		2/16/2010		250,000	274,558				-24,558	
22	X	SSGA EMERGING MARKETS	784924425			2/25/2008		12/16/2010		25,000	32,249				-7,249	
23	X	SSGA EMERGING MARKETS	784924425			2/25/2008		12/29/2010		20,000	25,270				-5,270	
24	X	UNRECAP SEC 1256 GAIN								380					380	

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FEDERAL EXCISE TAX REFUND	4,878	0	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		4,878	0	0

Line 16a (990-PF) - Legal Fees

		11,543	8,657	0	2,886
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	THOMPSON HINE, LLP	11,543	8,657		2,886
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		82,207	61,655	0	20,552
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	HIRTLE CALLAGHAN INV & MGMT FEE	82,207	61,655		20,552
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		11,041	11,041	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	11,041	11,041		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	ROC COST BASIS ADJ FOR HC CAPITAL TR INTL EQTY-HCS	1	1,154
2	ROC COST BASIS ADJ FOR HC CAPITAL SM CAP EQTY-HCS	2	280
3	ROC COST BASIS ADJ FOR HCC PRIV EQUITY OFFSHORE FUND VII LP	3	15,579
4	TAX COST ADJUSTMENT	4	10,480
5	Total	5	27,493

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Line	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains/Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions					15,076							
	Short Term CG Distributions					0							
1	HC CAPITAL FXD INCOME II-HCS	40415H305		2/25/2008	6/8/2010	300,000	0	292,913	7,087			0	7,087
2	HC CAPITAL FXD INCOME II-HCS	40415H305		2/25/2008	12/6/2010	780,028	0	763,858	16,170			0	16,170
3	HC CAPITAL FXD INCOME II-HCS	40415H305		5/2/2008	12/6/2010	101,503	0	100,000	1,503			0	1,503
4	HC CAPITAL FXD INCOME II-HCS	40415H305		11/29/2010	12/6/2010	17,075	0	17,143	-68			0	-68
5	HC CAPITAL VALUE EQTY-HCS	40415H669		2/25/2008	5/12/2010	150,000	0	193,870	-43,870			0	-43,870
6	HC CAPITAL VALUE EQTY-HCS	40415H669		2/25/2008	12/29/2010	60,000	0	74,109	-14,109			0	-14,109
7	HC CAPITAL SM CAP EQTY-HCS	40415H685		2/25/2008	12/16/2010	35,000	0	33,445	1,555			0	1,555
8	HC CAPITAL SM CAP EQTY-HCS	40415H685		2/25/2008	12/29/2010	20,000	0	18,800	1,200			0	1,200
9	HC CAPITAL FIXED INCOME-HCS	40415H701		2/25/2008	6/8/2010	300,000	0	322,848	-22,848			0	-22,848
10	HC CAPITAL FIXED INCOME-HCS	40415H701		2/25/2008	12/6/2010	876,753	0	927,152	-50,399			0	-50,399
11	HC CAPITAL FIXED INCOME-HCS	40415H701		5/2/2008	12/6/2010	16,375	0	16,996	-621			0	-621
12	HC CAPITAL TR INTL EQTY-HCS	40415H750		2/25/2008	6/8/2010	50,000	0	77,594	-27,594			0	-27,594
13	HC CAPITAL TR INTL EQTY-HCS	40415H750		2/25/2008	9/28/2010	200,000	0	264,523	-64,523			0	-64,523
14	HC CAPITAL TR INTL EQTY-HCS	40415H750		2/25/2008	12/16/2010	110,000	0	137,813	-27,813			0	-27,813
15	HC CAPITAL GROWTH EQUITY PORT-H	40415H883		2/25/2008	12/29/2010	100,000	0	123,986	-23,986			0	-23,986
16	HC CAPITAL GROWTH EQUITY PORT-H	40415H883		2/25/2008	5/12/2010	150,000	0	156,297	-6,297			0	-6,297
17	HC CAPITAL GROWTH EQUITY PORT-H	40415H883		2/25/2008	6/8/2010	100,000	0	114,801	-14,801			0	-14,801
18	HC CAPITAL GROWTH EQUITY PORT-H	40415H883		2/25/2008	12/16/2010	30,000	0	28,749	1,251			0	1,251
19	HC CAPITAL GROWTH EQUITY PORT-H	40415H883		2/25/2008	12/29/2010	100,000	0	95,242	4,758			0	4,758
20	HIRTLE CALLAGHAN VALUE EQTY	433565108		2/25/2008	2/16/2010	100,000	0	138,332	-38,332			0	-38,332
21	HIRTLE CALLAGHAN GROWTH EQTY	433565207		2/25/2008	2/16/2010	250,000	0	274,558	-24,558			0	-24,558
22	SSGA EMERGING MARKETS FUND-S	784924425		2/25/2008	12/16/2010	25,000	0	32,249	-7,249			0	-7,249
23	SSGA EMERGING MARKETS FUND-S	784924425		2/25/2008	12/16/2010	20,000	0	25,270	-5,270			0	-5,270
24	UNRECAP SEC 1256 GAIN					380	0	0	380			0	380

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	BNY MELLON, N A		P O BOX 185	PITTSBURGH	PA	15230-0185		TRUSTEE	SEE ATTA	30,540
2	BNY MELLON, N A		P O BOX 185	PITTSBURGH	PA	15230-0185		FEE	REIMBUR	-111
3										
4										
5										
6										
7										
8										
9										
10										

*30,429

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	4,061
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	4,061

- 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
	THE GEORGE W CODRINGTON CHARITABLE FDN	34-6507457
	Number, street, and room or suite no. If a P O box, see instructions	
	BNY Mellon, N A - P O Box 185	
City, town or post office, state, and ZIP code For a foreign address, see instructions		
Pittsburgh		PA 15230-0185

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-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 BNY MELLON, N A , P O BOX 185, PITTSBURGH, PA 15230-0185
 Telephone No (212) 922-6844 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 11/15/2011

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 MORE TIME IS NEEDED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	2,115
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	\$	8,000
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 Title Manager Date 7/28/11