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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 , 2010, and ending , 20

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

H.C.S. FOUNDATION

C/O - L. THOMAS HILTZ

A Employer identification number

34-6514235

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

1801 EAST NINTH STREET

1105

(216) 781-3502

City or town, state, and ZIP code

CLEVELAND, OH 44114-3103

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 95,538,369.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)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 ☐**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)	0.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	719,867.	719,867.		
4 Dividends and interest from securities	1,406,891.	1,406,891.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	4,315,712.			
b Gross sales price for all assets on line 6a 94,878,763.				
7 Capital gain net income (from Part IV, line 2)		4,315,712.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	488.	488.		ATCH 1
12 Total. Add lines 1 through 11	6,442,958.	6,442,958.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	671,946.	120,325.		551,622.
14 Other employee salaries and wages	114,388.	20,483.		93,905.
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	63,872.	0.	0.	63,872.
b Accounting fees (attach schedule)	193,800.	61,684.		132,116.
c Other professional fees (attach schedule)	301.	301.		
17 Interest	97,476.	22,826.		4,484.
18 Taxes (attach schedule) (see page 14 of the instructions) *	569.			
19 Depreciation (attach schedule) and depletion	55,499.	16,156.		39,343.
20 Occupancy	5,935.			5,935.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	617,156.	586,709.		30,247.
24 Total operating and administrative expenses. Add lines 13 through 23	1,820,942.	828,484.	0.	921,524.
25 Contributions, gifts, grants paid	3,833,399.			3,833,399.
26 Total expenses and disbursements. Add lines 24 and 25	5,654,341.	828,484.	0.	4,754,923.
27 Subtract line 26 from line 12	788,617.			
a Excess of revenue over expenses and disbursements		5,614,474.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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

* ATCH 2 JSA ** ATCH 3

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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	16,391.	33,314.	33,314.	
	2	Savings and temporary cash investments	7,690,516.	1,251,600.	1,251,600.	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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				
	10 a	Investments - U S and state government obligations (attach schedule) **	17,449,607.	36,767,051.	36,767,051.	
	b	Investments - corporate stock (attach schedule) ATCH 6	40,590,456.	32,486,112.	48,295,923.	
	c	Investments - corporate bonds (attach schedule) ATCH 7	12,903,388.	8,901,701.	9,025,389.	
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 8	6,960.	6,960.	6,960.	
14		Land, buildings, and equipment basis	2,480.			
		Less: accumulated depreciation (attach schedule)	2,196.			
15		Other assets (describe ATCH 9)	38,413.	38,413.	157,848.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	78,696,584.	79,485,435.	95,538,369.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ATCH 10)	2,038.	2,272.		
23	Total liabilities (add lines 17 through 22)	2,038.	2,272.			
Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> 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	48,876,844.	48,876,844.	
		29	Retained earnings, accumulated income, endowment, or other funds	29,817,702.	30,606,319.	
		30	Total net assets or fund balances (see page 17 of the instructions)	78,694,546.	79,483,163.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	78,696,584.	79,485,435.		

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	78,694,546.
2	Enter amount from Part I, line 27a	2	788,617.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	79,483,163.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	79,483,163.

** ATCH 5

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	4,315,712.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> 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 </div> </div>					

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	5,392,227.	86,256,013.	0.062514
2008	6,030,943.	110,677,696.	0.054491
2007	5,799,346.	123,698,801.	0.046883
2006	5,302,000.	117,086,650.	0.045283
2005	4,644,085.	111,087,193.	0.041806
2 Total of line 1, column (d)			2 0.250977
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 0.050195
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 92,455,143.
5 Multiply line 4 by line 3			5 4,640,786.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 56,145.
7 Add lines 5 and 6			7 4,696,931.
8 Enter qualifying distributions from Part XII, line 4			8 4,754,923.

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 <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	56,145.
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	
3 Add lines 1 and 2		3	56,145.
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	56,145.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	113,372.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	16,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	129,372.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	73,227.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 73,227. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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		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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of MR. L. THOMAS HILTZ Telephone no 216-781-3502 Located at 1801 E. 9TH STREET, STE 1105 CLEVELAND, OH ZIP + 4 44114-3103			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<input type="checkbox"/>		
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	Yes	No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				

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

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)?		X
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	
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?		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		
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)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5 a 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)? ☐ Yes ☒ No **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6 a 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 **6b** X

If "Yes" to 6b, file Form 8870

7 a 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 **7b** X

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
ATTACHMENT 11		671,946.	-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
ATTACHMENT 12		66,000.	0.	0.

Total number of other employees paid over \$50,000 ☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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
ATTACHMENT 13		252,238.
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 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	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	92,611,663.
b	Average of monthly cash balances	1b	1,086,050.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	165,376.
d	Total (add lines 1a, b, and c)	1d	93,863,089.
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	0.
3	Subtract line 2 from line 1d	3	93,863,089.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,407,946.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	92,455,143.
6	Minimum investment return. Enter 5% of line 5	6	4,622,757.

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	4,622,757.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	56,145.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	56,145.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,566,612.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,566,612.
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	4,566,612.

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	4,754,923.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
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	4,754,923.
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	56,145.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,698,778.

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				4,566,612.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			3,562,940.	
b Total for prior years 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006 0.				
c From 2007				
d From 2008 0.				
e From 2009 0.				
f Total of lines 3a through e 0.				
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 4,754,923.				
a Applied to 2009, but not more than line 2a			3,562,940.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				1,191,983.
e Remaining amount distributed out of corpus 0.				
5 Excess distributions carryover applied to 2010 0.				0.
<i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
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				
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				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				3,374,629.
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)				
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 0.				
d Excess from 2009 0.				
e Excess from 2010 0.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

☐ 4942(j)(3) or

☐ 4942(j)(5)

	Tax year	Prior 3 years			(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					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

ATTACHMENT 14

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

NONE

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:

GEOGRAPHICAL AREAS

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a <i>Paid during the year</i></div> <div>SEE STATEMENT 16</div>				<div>3,833,399.</div>
<div>Total</div>			<div>► 3a</div>	<div>3,833,399.</div>
<div>b <i>Approved for future payment</i></div>				
<div>Total</div>			<div>► 3b</div>	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated					(e) Related or exempt function income (See page 28 of the instructions)	
Unrelated business income		Excluded by section 512, 513, or 514				
(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	719,867.			
4 Dividends and interest from securities		14	1,406,891.			
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		18	488.			
8 Gain or (loss) from sales of assets other than inventory		18	4,315,712.			
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)			6,442,958.			
13 Total. Add line 12, columns (b), (d), and (e)			13	6,442,958.		

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

[illegible]

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

- | | | |
|--|-------------------|------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> | <p>No</p> |
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[illegible]

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

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

[illegible]

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

PTIN

RICHARD P. STOVSKY

Richard L. Struble

8/25/11

Check ☐ if self-employed

P01246010

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ► 13-4008324

Firm's address ► 200 PUBLIC SQUARE, 18TH FLOOR
CLEVELAND, OH

44114-2301

Phone no 216-875-3000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
93,658.		ST CAPITAL GAINS - SECURITIES 88,167.					VARIOUS 5,491.	VARIOUS
23698210.		LT CAPITAL GAINS - SECURITIES 18909625.					VARIOUS 4,788,585.	VARIOUS
1,212,500.		ST CAPITAL GAINS - BONDS 1,204,938.					VARIOUS 7,562.	VARIOUS
2,705,433.		LT CAPITAL GAINS - BONDS 2,796,749.					VARIOUS -91,316.	VARIOUS
578,206.		ST CAPITAL GAINS - CALLS 506,310.					VARIOUS 71,896.	VARIOUS
1,508,733.		ST CAPITAL GAINS - PUTS 1,975,239.					VARIOUS -466,506.	VARIOUS
60775400.		TREASURY BILLS PROPERTY TYPE: OTHER 60775400.				P	VARIOUS 0.	VARIOUS
589,912.		TREASURY BILLS PROPERTY TYPE: OTHER 589,912.				P	VARIOUS 0.	VARIOUS
2,874,689.		TREASURY BILLS PROPERTY TYPE: OTHER 2,874,689.				P	VARIOUS 0.	VARIOUS
842,022.		WASH SALE - LILLY ELI & CO. PROPERTY TYPE: SECURITIES 1,208,960.				P	05/15/2008 -366,938.	10/15/2010
		WASH SALE - ADJUSTMENT PROPERTY TYPE: SECURITIES				P	05/15/2008 366,938.	10/15/2010
TOTAL GAIN (LOSS)							<u>4,315,712.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	488.	488.
TOTALS	<u>488.</u>	<u>488.</u>

H.C.S. FOUNDATION

34-6514235

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT	61,684.	61,684.	
MANAGEMENT CONSULTANT	132,116.		132,116.
TOTALS	<u>193,800.</u>	<u>61,684.</u>	<u>132,116.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL ESTIMATED PAYMENTS	70,166.		
FTC	21,848.	21,848.	
PAYROLL TAXES	5,462.	978.	4,484.
TOTALS	<u>97,476.</u>	<u>22,826.</u>	<u>4,484.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MISCELLANEOUS	1,661.	1,461.	
OFFICE EXPENSE	14,047.	4,089.	9,958.
INSURANCE	972.	283.	689.
OPTION EXPENSE	565,476.	565,476.	
ADJ COMP FOR DECEASED TRUSTEE	35,000.	15,400.	19,600.
TOTALS	617,156.	586,709.	30,247.

H.C.S. FOUNDATION

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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

DESCRIPTION

BEGINNING
BOOK VALUE

ENDING
BOOK VALUE

ENDING
FMV

U.S. TREASURY BILLS

17,449,607.

36,767,051.

US OBLIGATIONS TOTAL

17,449,607.

36,767,051.

36,767,051.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ABBOTT LABS	0.	1,975,921.	1,724,760.
AGL RESOURCES	0.	1,239,750.	1,147,200.
APPLIED INDUSTRIAL TECH., INC.	3,333,444.	3,333,444.	19,488,000.
CITADEL BROADCASTING CORP	8,955.	0.	0.
THE COCA-COLA COMPANY	12,075.	0.	0.
EW SCRIPPS CO CL A	36,837.	0.	0.
EXXON MOBIL CORP	0.	2,343,098.	2,588,448.
GENERAL ELECTRIC COMPANY	1,898,792.	1,898,792.	1,170,560.
HALLIBURTON CO	1,898,792.	0.	0.
HOME DEPOT INC.	1,202,295.	0.	0.
INTEL CORP	1,311,163.	0.	0.
INTERNATIONAL PAPER COMPANY	2,003,177.	0.	0.
JOHNSON & JOHNSON	41,222.	0.	0.
LILLY (ELI) & CO	1,198,550.	1,436,865.	1,051,200.
3M COMPANY	1,642,685.	1,920,992.	1,726,000.
MCDONALD'S CORP.	1,920,992.	0.	0.
MEDTRONIC, INC	265,249.	0.	0.
NSTAR	2,263,776.	1,249,860.	1,476,650.
MICROSOFT CORP.	0.	0.	0.
NESTLE SA SPON ADR	2,201,639.	1,962,070.	2,352,800.
NIKE INC. CL B	1,962,070.	0.	0.
NEXTERA SA SPNSD ADR	1,355,696.	1,149,622.	1,247,760.
NOVARTIS AG ADR	0.	1,602,678.	1,768,500.
PAYCHEX INC.	1,602,678.	0.	0.
PEPSICO INC.	1,379,668.	1,726,595.	1,959,900.
PFIZER INC.	1,726,595.	2,905,719.	1,886,703.
PROCTER & GAMBLE COMPANY	2,905,719.	0.	0.
RPM INTERNATIONAL, INC	470,417.	1,357,254.	1,326,000.
SCHLUMBERGER, LTD.	1,357,254.	0.	0.
	741,553.		

ATTACHMENT 6 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SYSCO CORPORATION	27,224.	0.	0.
TRINITY INDUSTRIES, INC	393,076.	0.	0.
US BANCORP	566,225.	0.	0.
VODAFONE GROUP PLC ADR	2,048,742.	3,516.	3,305.
WAL-MART STORES, INC.	0.	1,592,469.	1,617,900.
BAIRD INVESTMENTS (STMT 6A)	4,712,688.	4,787,467.	5,760,237.
TOTALS	<u>40,590,456.</u>	<u>32,486,112.</u>	<u>48,295,923.</u>

ROBERT W BAIRD & CO, INC. INVESTMENTS

Description	Beginning Book Balance	Ending Book Balance	Ending FMV
AGL Resources	125,436	68,786	84,534
AT&T, Inc	216,952	170,695	152,335
Abbott Laboratories	174,126	174,126	156,905
Altria Group Inc	180,158	123,010	146,120
Automatic Data Processing	111,114	111,114	131,898
BP PLC Spons ADR	72,256	-	-
Bank of Nova Scotia	200,769	200,769	251,680
Bristol Myers Squibb Company	135,371	135,371	174,768
Canadian Imperial Bank	NONE	104,374	114,856
Chevron Corp	29,684	29,684	36,500
Coca-Cola Company	109,020	109,020	121,675
ConocoPhillips	NONE	168,242	234,605
Crescent Point Energy Trust Unit	77,230	116,325	175,846
Diageo PLC New Spn ADR	82,324	NONE	-
Duke Energy Corp New	115,374	NONE	-
Emerson Electric Company	133,027	64,926	118,628
Enbridge Inc.	NONE	82,526	82,626
FPL Group Inc	186,744	NONE	-
Genuine Parts Company	68,413	68,413	89,845
GlaxoSmithKline PLC ADR	153,066	189,538	175,510
HCP, Inc.	79,829	79,829	132,444
Healthcare Services Group	NONE	150,922	179,247
Health Care REIT, Inc	43,818	109,104	128,628
Heinz HJ Company	NONE	141,269	142,939
Intel Corp.	53,204	53,204	54,573
Johnson & Johnson	183,929	183,929	191,735
Kimberly-Clark Corp	118,805	118,805	141,840
McDonalds Corp	198,996	198,996	260,984
Meridian Bioscience, Inc	53,022	53,022	56,742
Microchip Technology, Inc	76,781	76,781	78,683
National Retail Properties, Inc.	48,352	98,273	146,148
NextEra Energy (formerly FPL Group)	NONE	94,927	127,168
Novartis AG Spons ADR	56,584	56,584	79,583
Oneok, Inc. NEW	NONE	134,470	139,784
Paychex Inc	107,587	107,587	98,541
Pepsico, Inc.	78,917	78,917	104,528
Phillip Morris International	170,647	170,647	210,708
Pitney Bowes, Inc.	94,875	NONE	-
Praxair, Inc.	103,008	103,008	124,111
Procter & Gamble Co	161,574	161,574	221,939
Realty Income Corp	75,505	75,505	92,340
RPM International Inc.	217,132	161,738	178,458
Southern Company	145,948	145,948	154,832
Spectra Energy Corp	88,188	88,188	88,715
Sysco Corporation	211,681	NONE	-
United Technologies Corp.	87,884	87,884	155,472
Vermillion Energy Trust Unit	85,362	139,439	221,768
	<u>4,712,688</u>	<u>4,787,467</u>	<u>5,760,237</u>

ATTACHMENT 7FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS - SEE STMT	12,903,388.	8,901,701.	9,025,389.
TOTALS	<u>12,903,388.</u>	<u>8,901,701.</u>	<u>9,025,389.</u>

CORPORATE BONDS

<u>Description</u>	<u>Beginning Book Balance</u>	<u>Ending Book Balance</u>	<u>Ending FMV</u>
2010/05/15 (166) Morgan Stanley	169,038	NONE	NONE
2010/06/08 (250) Dow Capital BV	260,675	NONE	NONE
2010/06/15 (500) GE Clobal Ins	521,900	NONE	NONE
2010/06/21 (465) Wells Fargo Bk	491,877	NONE	NONE
2010/08/03 (500) Citigroup	502,750	NONE	NONE
2011/01/15 (500) Union Pacific	530,000	NONE	NONE
2011/02/01 (500) JPMorgan Chase	529,750	529,750	502,205
2011/03/01 (500) AT&T Wireless	543,475	NONE	NONE
2011/04/15 (250) P Seg Power	270,125	270,125	254,850
2011/04/15 (300) Morgan Stanley	317,550	317,550	305,004
2011/10/12 (500) Caterpillar	524,000	524,000	517,700
2011/11/15 (500) Credit Suisse	534,750	534,750	523,885
2012/01/15 (500) Goldman Sachs	533,150	NONE	NONE
2012/03/15 (88) Commonwealth Ed	94,556	94,556	93,455
2012/04/01 (152) Constellat Ene	158,992	158,992	163,557
2012/06/15 (500) Verizon Global	549,400	549,400	541,880
2012/09/15 (500) Bank of America	500,125	500,125	522,070
2012/10/01 (500) John Deere Cap	524,500	524,500	537,815
2012/10/01 (500) Peco Energy Co	527,400	527,400	532,345
2012/12/03 (500) Kellogg Co	530,200	530,200	535,870
2013/03/06 (500) Kellogg	516,050	516,050	530,700
2013/05/15 (250) Black Hills	253,500	253,500	268,340
2013/07/15 (250) Alcoa	248,750	248,750	275,103
2013/10/01 (250) Kraft Foods	264,375	264,375	273,300
2013/12/16 (250) Home Depot	258,625	258,625	274,388
2014/01/15 (250) Kroger	280,500	280,500	288,238
2014/01/15 (95) Dupont Ei	540,750	91,928	94,749
2014/02/06 (250) Altria	276,375	276,375	287,400
2014/02/15 (500) Kimberly Clark	568,000	568,000	576,100
2014/03/01 (500) Hewlett Pack	548,250	548,250	566,210
2014/04/01 (250) Time Warner	274,750	274,750	286,703
2014/09/15 (250) SBC Comm	259,250	259,250	273,525
	<u>12,903,388</u>	<u>8,901,701</u>	<u>9,025,389</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MINERAL RIGHTS	6,960.	6,960.	6,960.
TOTALS	<u>6,960.</u>	<u>6,960.</u>	<u>6,960.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATION FEES	3,500.	3,500.	3,500.
OFFICE FIXTURES	263.	263.	263.
OFFICE FURNISHINGS	6,267.	6,267.	6,267.
COINS	28,361.	28,361.	147,796.
SECURITY DEPOSIT - BWC	22.	22.	22.
TOTALS	<u>38,413.</u>	<u>38,413.</u>	<u>157,848.</u>

H.C.S. FOUNDATION

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ATTACHMENT 10

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PAYROLL WITHHOLDINGS	2,038.	2,272.
TOTALS	<u>2,038.</u>	<u>2,272.</u>

H.C S Foundation

34-6514235

Form 990PF, Part VIII-List of Officers, Directors, and Trustees

Name and Address	Title	Estimated Time Devoted to Position	Compensation for Investment Purposes	Compensation for Charitable Purposes	Total
Francie S. Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	19 50 hr	\$ -	\$ 130,443	\$ 130,443
L. Thomas Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	28 10 hr	\$ 58,555	\$ 142,594	\$ 201,149
Betty Jane Mulcahy 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	18 60 hr	\$ 53,551	\$ 86,852	\$ 140,404
Milton B. Schott, Jr. 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	22 70 hr	\$ -	\$ 117,953	\$ 117,953
Elizabeth S. Saal 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	24 70 hr	\$ 8,218	\$ 73,779	\$ 81,998
Grand Totals			<u>120,325</u>	<u>551,622</u>	<u>\$ 671,946</u>

See attached list of Trustee Responsibilities

While the HCS Foundation (HCSF) utilizes the services of outside professionals (e.g., accountants and tax advisors, investment managers, and attorneys) to help meet its needs, it does so on a limited basis.

Virtually all of the day-to-day tasks at HCSF are completed by its five (5) Trustees or either of its two (2) employees.

The Trustees are directly and solely responsible for keeping HCSF on-track and for ensuring that its Leadership, Administrative and Programmatic activities work in support of that end.

In general terms, HCSF's Trustees must deliver substantial value along several broad fronts:

- The Trustees manage the Foundation's investment portfolios and in doing so they must track and investigate evolving approaches to money management, and must make every effort to utilize the best of those approaches whenever practicable.
- The Trustees monitor, analyze and interpret short-term and long-term trends in the relevant financial markets, and act-upon those trends in a timely and responsible way.
- The Trustees develop a clear philanthropic agenda for HCSF, and make certain that every dimension of that agenda is supported by an appropriate set of initiatives; Trustees develop and implement the required initiatives in a consistently, timely, focused and cost-effective manner.
- On a day-to-day basis, the Trustees design and execute all policies, plans and programs without the support from a traditional management team. In more specific terms, HCSF's Trustees give close and continuous consideration to the many details that surround and support a wide variety of operating issues and initiatives

H.C.S. FOUNDATION

34-6514235

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
JAMIE LAWRENCE 1801 E. 9TH ST. # 1105 CLEVELAND, OH 44114	ADMIN. ASSISTANT 40.00	66,000.	0.
	TOTAL COMPENSATION	<u>66,000.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WM. P. CIMINO HUMAN CAPITAL ADVISOR, LLC 1493 MIDDLETON RD CLEVELAND HEIGHTS, OH 44121 FINANCIAL ADVISOR	MANAGEMENT ADVISOR	132,116.
PRICEWATERHOUSECOOPERS, LLP 200 PUBLIC SQUARE # 1800 CLEVELAND, OH 44114-2301 ACCOUNTING AND TAX RETURN PREPARATION	ACCOUNTING	63,872.
BAHL & GAYNOR, INC. 212 E. 3RD STREET SUITE 200 CINCINNATI, OH 45202 INVESTMENT CONSULTING	INVESTMENT MGMT	56,250.
TOTAL COMPENSATION		<u>252,238.</u>

H.C.S. FOUNDATION

34-6514235

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

L. THOMAS HITLZ
1801 EAST NINTH STREET SUITE 1105
CLEVELAND, OH 44114-3103
216-781-3502

H. C. S. FOUNDATION
34-6514235

Charitable Contributions – 2010

<u>Recipient</u>	<u>Amount</u>	<u>Purpose</u>
Youth Development Corp. of S.W. Ohio Cincinnati, OH	\$ 1,000.00	In support of programs of the First Tee of Greater Cincinnati.
UGIVE.ORG Cincinnati, OH	150,000.00	Partial payment of pledge toward operating budget to support operations and programs, student volunteer recruitment, outreach and activities of non-profit organizations.
Western Industrial Retention & Expansion Network Cleveland, OH	70,000.00	Toward planning grant to assist the Cleveland School District in selection of Project Manager and educational consulting team for new Max Hayes Career and Technical High School.
Franciscan Foundation for the Holy Land Washington, D.C.	5,000.00	To provide education, housing and employment to Christians in the Holy Land.
The City Mission Cleveland, OH	30,000.00	Toward the replacement of the roof on Laura's Home Women's Crisis Center.
Boys & Girls Club of Cleveland Cleveland, OH	30,000.00	Final installment of three-year pledge of \$90,000 for general operating support.
Julie Billiard School Lyndhurst, OH	15,000.00	Final installment of two-year pledge of \$30,000 for the JB School Tuition Assistance Program for students from a seven county area with learning disabilities.
Eleanor B. Rainey Memorial Institute Cleveland, OH	125,000.00	Final installment of two-year pledge toward capital campaign for new building to serve youths 5-18 through lessons in music, theatre, tutoring and supervised activity.
Lakewood Hospital Association Lakewood, OH	200,000.00	Final installment of two-year pledge of \$1,000,000 in support of the expansion and integration of their Senior Care Network and the Cleveland Clinic Neurological Institute at Lakewood Hospital.
The Salvation Army of Greater Cleveland Cleveland, OH	50,000.00	Final installment of two-year pledge of \$100,000 for operating support to meet the dramatically escalating basic necessities of men, women and children in desperate need of food, shelter, utility assistance and clothing.
University Hospital, Inc. (The Neuroscience Institute) Cincinnati, OH	50,000.00	Fourth installment of \$500,000 pledge to provide funding for patient care, education and research through nurse-based programs. Balance of \$50,000 to be paid in 2011.
UGIVE.ORG Cincinnati, OH	25,000.00	Partial payment of pledge toward operating budget to support operations and programs, student volunteer recruitment, outreach and activities of non-profit organizations.

Coalition for a Drug-Free Greater Cincinnati, Inc. Cincinnati, OH	100,000.00	Final installment of three-year pledge to promote drug-free partnerships to educate, advocate and support locally-based community mobilization.
Cincinnati Museum Center Cincinnati, OH	187,500.00	Second installment of \$1,000,000 five-year pledge to endow the Restored Union Terminal and the new Science Learning Institution.
The Paulist Fathers Washington, D.C.	100,000.00	Fourth installment of five-year pledge of \$500,000 toward capital campaign.
Ohio Dominican University Columbus, OH	200,000.00	Fourth installment of five-year pledge of \$1,000,000 toward construction of the Bishop James A. Griffin Student Center.
LifeCare Alliance Columbus, OH	100,000.00	Third installment of \$500,000 five-year pledge providing health and nutrition services for homebound older adults in Central Ohio suffering from chronic illness.
B.R.E.A.D. Organization Columbus, OH	40,000.00	Final installment of \$120,000 three-year pledge to provide one full-time staff member for their mission to solve community problems.
Joint Organization for Inner-city Needs Columbus, OH	75,000.00	Second installment of three-year pledge to purchase a building at 528 E. Main St. in downtown Columbus for use by J.O.I.N. and St. Vincent DePaul to serve the needs of the most vulnerable individuals and families in Central, Ohio.
Catholic Relief Services Baltimore, MD	200,000.00	Third installment of five-year pledge to support The Children Behind project providing services to impoverished people whose lives have been impacted by AIDS.
Our Lady of Mercy Community Outreach Services, Inc. John's Island, SC	50,000.00	Third installment of four-year pledge in the amount of \$200,000 toward the purchase of the Wellness House.
Harbor Hall, Inc. Petoskey, MI	33,000.00	Third installment of four-year pledge to be used for the construction of a new office and counseling facility.
Manufacturing Advisory Committee Max Hayes Career and Technical High School Cleveland, OH	65,000.00	First installment of three-year pledge of \$195,000 in support of Technical, Engineering and Advanced Manufacturing Academy for consulting position and supplies.
Cincinnati Symphony Orchestra Cincinnati, OH	83,333.34	First installment of three-year pledge of \$250,000 to support the residency of Lang Lang for the 2011-2012 season.
Towards Employment, Inc. Cleveland, OH	40,000.00	Toward 12-month program to continue innovative and and nationally recognized Achieve program providing services to entry level workers.
Cleveland Baseball Federation Cleveland, OH	15,000.00	To underwrite the cost of underserved children participating in free baseball/softball and educational programming.

Cleveland Institute of Music Cleveland, OH	\$ 12,500.00	Toward campaign for their Annual Fund.
Lake Erie Nature and Science Center Bay Village, OH	20,000.00	To assist the Center in securing additional operating contributions.
Milan Historical Museum, Inc. Milan, OH	25,000.00	In support of the 1847 residence project to restore the architectural and aesthetic integrity of the first floor glass exhibit space ranked in the top 10 in the United States.
Senior Citizen Resources, Inc. Cleveland, OH	10,000.00	Toward services to support seniors providing hot meals, variety of activities and informational programs five days a week to allow them to remain independent and living in their homes.
Stella Maris, Inc. Cleveland, OH	33,500.00	Toward <i>Building Capacity with an Electronic Medical Record System</i> for their three-building campus to facilitate cross referral for clinicians to access records at any time.
Positive Education Program Cleveland, OH	125,000.00	First installment of two-year pledge of \$250,000 for their new autism center to serve the west side of Cuyahoga County, supported by Cleveland State University and University Hospital Health Systems.
North Coast Community Homes Cleveland, OH	125,000.00	First installment of two-year pledge of \$250,000 toward endowment fund to provide housing for mentally disabled and extremely poor individuals to live independently in some cases for the rest of their lives.
Suicide Prevention Education Alliance of Northeast Ohio Cleveland, OH	25,000.00	In support of their mission to prevent suicide and promote recognition of adolescent depression through education and alliance with community partners.
The Beck Center for the Cultural Arts Lakewood, OH	7,500.00	Toward general operating support for education programs, Outreach Education and Creative Arts Therapies for annual participants in arts, education and theater.
The Children's Museum of Cleveland Cleveland, OH	30,000.00	Toward operating support for 2011 to expand initiatives. Record breaking attendance of 102,368 visitors in 2009.
Northern Ohio Golf Association Charities & Foundation North Olmsted, OH	60,000.00	Toward support of Return to Golf Program, Software Program, equipment, therapist and renovation of Wellness Center for individuals with disabilities.
Cleveland Society for the Blind Cleveland, OH	62,000.00	Purchase of two eight-passenger vans to transport clients to the center for four-year olds for Braille lessons, teens Fundamentals for Success programs and seniors for low vision clinic appointments.
Cuyahoga Community College Cleveland, OH	150,000.00	First installment of two-year pledge of \$300,000 to support the Nurse Training Program conducted in conjunction with The Cleveland Clinic.

United Way of Greater Cincinnati Cincinnati, OH	\$ 150,000.00	Funds to be contributed to the Cincinnati Arts & Technology Center to upgrade ten Apple computers and help underwrite cost of adding fifty students for one year.
United Way of Greater Cincinnati Cincinnati, OH	40,986.94	Funds to be contributed to the Salvation Army of Greater Cincinnati to be used for their child development Learning Center in Price Hill.
Anthony Munoz Foundation Mason, OH	75,000.00	First installment of two-year pledge in the amount of \$150,000 to support the impact for Eternity Camp held annually at the Legacy property in Xenia, Ohio.
Cleveland Central Catholic High School Cleveland, OH	75,000.00	To support the continuation and expansion of the service program modeled after The Stefansky Service Scholarship.
Pregnancy Center East, Inc. Cincinnati, OH	60,000.00	To fund the Development Director's position for the year 2011.
Zoological Society of Cincinnati Cincinnati, OH	15,000.00	Contribution to the annual operating budget.
Cincinnati Museum Center Cincinnati, OH	20,000.00	Contribution to the annual operating budget.
National Underground Railroad Freedom Center, Inc. Cincinnati, OH	10,000.00	Contribution to the annual operating budget.
Vocational Guidance Services Cleveland, OH	75,000.00	First installment of two-year pledge of \$150,000 to maintain and expand employment opportunities in the Power Sewing Department for challenged individuals.
National Audubon Society, Inc. Columbus, OH	50,000.00	First installment of five-year pledge in the amount of \$250,000.00 toward the <i>Campaign for the Grange Insurance Audubon Center</i> .
Peggy R. McConnell Worthington Center for the Arts Worthington, OH	20,000.00	First installment of five-year pledge in the amount of \$100,000 toward challenge grant to solidify operations and seek new donors and contributors.
Divine Mercy Ministry Worthington, OH	30,000.00	First installment of two-year pledge of \$50,000 toward capital improvement grant.
United Way of Greater Cincinnati Cincinnati, OH	75,000.00	Contribution to St. Rita's School for the Deaf as start-up costs for the St. Rita's Comprehensive Communication Resource Program for students suffering from apraxia.
Clovernook Center for the Blind and Visually Impaired Cincinnati, OH	111,164.40	Toward new program "Technology Weekends" to provide training and accessible books and technology for youth, young adults and their parents.

Trident United Way, Inc. North Charleston, S.C.	\$ 97,718.00	Toward establishing a LINKS TO SUCCESS site at Mary Ford Elementary School for low performing and economically disadvantaged students, parents and siblings.
United Way of Greater Cincinnati Cincinnati, OH	100,000.00	Funds to be used for the construction of the covered dining area of Camp Ernst.
Lowcountry Food Bank Charleston, SC	25,000.00	Toward the <i>Back Pack Buddies</i> program for 202 children weekly for a school year.
Northern Michigan Hospitals, Inc Petoskey, MI	78,196.00	To provide funding for the equipment needs for the Adult Physical Therapy area in the John and Marnie Demmer Wellness Center in the Lockwood-MacDonald campus.
<hr/>		
\$3,833,398.68		

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust **H.C.S. FOUNDATION**
C/O - L. THOMAS HILTZ

Employer identification number
34-6514235

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-381,557.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	-381,557.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	4,697,269.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	4,697,269.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-381,557.
14	Net long-term gain or (loss):			
a	Total for year	14a		4,697,269.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		4,315,712.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller of**:

a The loss on line 15, column (3) or b \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2010

Employer identification number

Part II

[illegible]

H. C. S. FOUNDATION

DECEMBER 31, 2010

SHORT TERM GAIN (LOSS) ON SALE OF SECURITIES

Description of Property	No. of Shares	Date Purchased	Date Sold	Cost	Net Sales Price	Deferred Rev Short Sale	Net Sales Price	Gain (Loss)
NSTAR	818	04 23 10	07 02 10	\$ 30,300.57	\$ 28,484.34			\$ (1,816.23)
NSTAR	1,562	04 23 10	12 06 10	57,859.99	65,166.03			7,306.04
Healthcare Services Group	0.2540	04 23 10	11 15 10	3.73	3.99			0.26
Healthcare Services Group	0.2450	07 02 10	11 15 10	3.13	3.86			0.73
TOTAL:				<u>\$ 88,167.42</u>	<u>\$ 93,658.22</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,490.80</u>

H. C. S. FOUNDATION

DECEMBER 31, 2010

LONG TERM GAIN (LOSS) ON SALE OF SECURITIES

Description of Property	No. of Shares	Date Purchased	Date Sold	Cost	Gross Sales Price	Deferred Rev Short Sale	Net Sales Price	Gain (Loss)
Medtronic, Inc	20,000	01 11 05	01 05 10	\$ 1,021,200 00	\$ 697,978 56	\$ (71,137 92)	\$ 769,116 48	\$ (252,083 52)
Medtronic, Inc	5,000	06 14 05	01 05 10	263,298 00	174,494 64	(17,784 48)	192,279 12	(71,018 88)
Medtronic, Inc	7,000	12 05 05	01 05 10	392,457 80	244,292 50	(24,898 27)	269,190 77	(123,267 03)
Medtronic, Inc	11,500	11 16 06	01 05 10	562,369 55	401,337 67	(40,904 30)	442,241 97	(120,127 58)
Halliburton Company	15,800	11 30 05	01 14 10	506,566 96	377,507 68	(23,854 40)	401,462 08	(105,104 88)
Schlumberger LTD	2,500	01 11 05	01 14 10	79,675 00	124,740 91	(19,187 24)	143,928 15	64,253 15
U S Bancorp	5,000	04 15 99	01 14 10	14,155 64	99,491 23	(15,497 41)	114,988 64	100,833 00
Coca-Cola Company	600	05 10 96	01 15 10	12,075 06	29,932 11	(1,409 81)	31,341 92	19,266 86
Halliburton Company	21,700	11 30 05	01 15 10	695,728 04	518,615 88	(32,762 06)	551,377 94	(144,350 10)
Home Depot, Inc	35,000	11 16 06	01 15 10	1,311,163 00	871,481 38	(114,139 50)	985,620 88	(325,542 12)
Intel Corp	10,000	06 01 99	01 15 10	254,751 00	158,997 06	(29,071 05)	188,068 11	(66,682 89)
Intel Corp	10,000	07 30 00	01 15 10	254,751 00	158,997 06	(29,071 05)	188,068 11	(66,682 89)
Intel Corp	10,000	06 27 03	01 15 10	208,400 00	158,997 05	(29,071 05)	188,068 10	(20,331 90)
Intel Corp	30,000	01 11 05	01 15 10	681,600 00	476,991 18	(87,213 15)	564,204 33	(117,395 67)
Intel Corp	20,000	06 14 05	01 15 10	536,600 00	317,994 12	(58,142 10)	376,136 22	(160,463 78)
Intel Corp	2,500	06 14 05	01 15 10	67,075 00	39,749 26	(7,267 76)	47,017 02	(20,057 98)
Medtronic, Inc	500	11 16 06	01 15 10	24,450 85	17,442 27	(1,778 45)	19,220 72	(5,230 13)
Microsoft Corp	7,000	05 06 99	01 15 10	277,682 25	181,297 01	(8,749 08)	190,046 09	(87,636 16)
Microsoft Corp	7,000	02 14 03	01 15 10	277,682 25	181,297 01	(8,749 09)	190,046 10	(87,636 15)
Microsoft Corp	9,000	06 27 03	01 15 10	232,294 10	233,096 15	(11,248 82)	244,344 97	12,050 87
Microsoft Corp	29,000	01 11 05	01 15 10	779,230 00	751,087 60	(36,246 20)	787,333 80	8,103 80
Microsoft Corp	25,000	06 14 05	01 15 10	634,750 00	647,489 30	(31,246 73)	678,736 03	43,986 03
Schlumberger LTD	20,000	05 17 99	01 15 10	550,332 84	997,980 91	(153,497 84)	1,151,478 75	601,145 91
Schlumberger LTD	3,500	01 11 05	01 15 10	111,545 00	174,646 66	(26,862 13)	201,508 79	89,963 79
Sysco Corp	1,800	12 15 00	01 15 10	27,224 55	44,811 92	(2,440 18)	47,252 10	20,027 55
U S Bancorp	195,000	04 15 99	01 15 10	552,070 07	3,880,442 97	(604,398 90)	4,484,841 87	3,932,771 80
Procter & Gamble Company	10,000	08 09 93	01 19 10	118,689 33	548,988 63	(41,497 05)	590,485 68	471,796 35
Procter & Gamble Company	7,100	09 19 97	01 19 10	83,498 94	389,781 92	(29,462 90)	419,244 82	335,745 88
Johnson & Johnson	100	06 14 05	02 18 10	6,670 00	5,982 42	(315 12)	6,297 54	(372 46)
McDonalds Corp	5,000	08 03 94	03 01 10	66,468 50	311,994 14	(4,679 25)	316,673 39	250,204 89
McDonalds Corp	4,800	08 08 94	03 01 10	63,509 76	299,514 37	(4,492 06)	304,006 45	240,496 69
McDonalds Corp	10,000	03 05 99	03 01 10	132,624 50	623,988 27	(9,358 50)	633,346 77	500,722 27
Nike Inc Class B	200	05 15 08	03 02 10	13,556 96	10,972 36	(2,075 87)	13,048 23	(508 73)
Nike Inc Class B	19,600	05 15 08	03 03 10	1,328,582 08	1,076,018 80	(203,435 39)	1,279,454 19	(49,127 89)
Paychex, Inc	1,100	11 16 06	03 15 10	44,166 10	30,132 11	(3,486 79)	33,618 90	(10,547 20)
Paychex, Inc	800	11 16 06	03 18 10	32,120 80	21,912 22	(2,535 85)	24,448 07	(7,672 73)
McDonalds Corp	200	08 08 94	03 19 10	2,646 24	12,472 34	(187 17)	12,659 51	10,013 27
Paychex, Inc	26,100	11 16 06	03 19 10	1,047,941 10	715,140 00	(82,732 12)	797,872 12	(250,068 98)

H. C. S. FOUNDATION

DECEMBER 31, 2010

LONG TERM GAIN (LOSS) ON SALE OF SECURITIES

Description of Property	No. of Shares	Date Purchased	Date Sold	Cost	Gross Sales Price	Deferred Rev Short Sale	Net Sales Price	Gain (Loss)
Paychex, Inc	7,000	05 15 08	03 19 10	255,439 80	191,780 93	(22,188 69)	213,969 62	(41,470 18)
Citadel Broadcasting Corp	3,071	1993/98/05	03 31 10	8,955 08	165 82		165 82	(8,789 26)
International Paper Co	1,000	11 30 05	03 31 10	41,221 50	24,629 58		24,629 58	(16,591 92)
Scripps EW Co OH CL A	6,666	05 06 99	03 31 10	36,836 85	57,023 32		57,023 32	20,186 47
Trinity Industries, Inc	10,000	10 10 07	03 31 10	393,076 00	200,030 60		200,030 60	(193,045 40)
Johnson & Johnson	2,500	06 14 05	04 12 10	166,750 00	149,739 96	(7,877 98)	157,617 94	(9,132 06)
Vodafone Group PLC NEW Sponsd ADF	2,500	05 21 08	04 15 10	78,421 00	49,741 65	(5,881 47)	55,623 12	(22,797 88)
Johnson & Johnson	15,000	09 02 04	04 16 10	865,050 00	898,478 32	(47,267 89)	945,746 21	80,696 21
Johnson & Johnson	2,400	06 14 05	04 16 10	160,080 00	143,756 53	(7,562 86)	151,319 39	(8,760 61)
Nike Inc Class B	200	05 15 08	04 16 10	13,556 96	10,972 31	(2,075 87)	13,048 18	(508 78)
Procter & Gamble Company	10,000	08 10 93	04 16 10	116,518 96	548,987 42	(41,497 05)	590,484 47	473,965 51
Procter & Gamble Company	12,900	09 19 97	04 16 10	151,709 34	708,193 79	(53,531 18)	761,724 97	610,015 63
Vodafone Group PLC NEW Sponsd ADF	35,000	01 11 05	04 16 10	1,083,592 00	696,484 09	(82,340 56)	778,824 65	(304,767 35)
Vodafone Group PLC NEW Sponsd ADF	13,000	06 14 05	04 16 10	365,634 29	258,694 10	(30,583 63)	289,277 73	(76,356 56)
Vodafone Group PLC NEW Sponsd ADF	16,500	05 21 08	04 16 10	517,578 60	328,342 50	(38,817 69)	367,160 19	(150,418 41)
AGL Resources, Inc	1,220	11 10 08	04 23 10	35,588 82	47,424 44		47,424 44	11,835 62
AT&T, Inc	1,215	01 15 08	04 23 10	46,256 29	31,594 11		31,594 11	(14,662 18)
Diageo PLC NEW Sponsd ADR	910	12 01 03	04 23 10	46,821 78	63,764 22		63,764 22	16,942 44
Duke Energy Corp NEW	925	04 25 08	04 23 10	17,132 36	14,847 74		14,847 74	(2,284 62)
BP PLC SPONS ADR	1,500	11 03 08	05 11 10	72,256 17	72,938 81		72,938 81	682 64
RPM International Inc	2,625	12 27 06	05 11 10	55,394 14	54,329 31		54,329 31	(1,064 83)
AGL Resources, Inc	722	11 10 08	07 02 10	21,061 58	25,710 93		25,710 93	4,649 35
Duke Energy Corp NEW	1,500	02 08 08	07 02 10	27,620 00	23,937 65		23,937 65	(3,682 35)
Duke Energy Corp NEW	1,375	04 25 08	07 02 10	25,467 02	21,942 85		21,942 85	(3,524 17)
Duke Energy Corp NEW	2,500	06 19 08	07 02 10	45,155 00	39,896 08		39,896 08	(5,258 92)
NextEra Energy (formerly FPL Group, Inc	1,679	12 19 06	07 02 10	91,817 34	81,976 85		81,976 85	(9,840 49)
Lilly Eli & Company	7,500	06 14 05	08 10 10	433,725 00	261,738 06	(18,931 04)	280,669 10	(153,055 90)
Diageo PLC NEW Sponsd ADR	690	12 01 03	08 12 10	35,502 22	47,643 15		47,643 15	12,140 93
Pitney Bowes, Inc	2,750	02 17 09	08 12 10	61,194 74	53,619 51		53,619 51	(7,575 23)
Pitney Bowes, Inc	1,425	04 01 09	08 12 10	33,680 25	27,784 65		27,784 65	(5,895 60)
Alina Group, Inc	1,000	03 10 08	12 06 10	23,013 78	23,959 46		23,959 46	945 68
Alina Group, Inc	1,565	04 25 08	12 06 10	34,133 48	37,496 57		37,496 57	3,363 09
Emerson Electric Company	1,050	12 04 06	12 06 10	44,657 16	59,655 17		59,655 17	14,998 01
Emerson Electric Company	550	12 19 06	12 06 10	23,444 05	31,247 95		31,247 95	7,803 90
Sysco Corp	3,000	11 15 06	12 06 10	106,037 00	87,483 70		87,483 70	(18,553 30)
Sysco Corp	1,600	12 04 06	12 06 10	58,111 08	46,657 97		46,657 97	(11,453 11)
Sysco Corp	1,300	12 19 06	12 06 10	47,533 00	37,909 61		37,909 61	(9,623 39)
TOTAL:				\$ 18,909,624.91	\$ 21,468,767.38	\$ (2,229,442.97)	\$ 23,698,210.35	\$ 4,788,585.44

H. C. S. FOUNDATION

DECEMBER 31, 2010

LONG TERM GAIN (LOSS) ON SALE OF BONDS

Description of Property	No. of Shares	Date Purchased	Date Sold	Cost	Deferred Rev Short Sale	Net Cost	Net Sales Price	Gain (Loss)
Dow Capital BV 06/08/2010	250,000	05 26 09	06 08 10	\$ 260,675 00		\$ 260,675 00	\$ 250,000 00	\$ (10,675 00)
GE Global Ins 06/15/2010	500,000	05 26 09	06 15 10	521,900 00		521,900 00	500,000 00	(21,900 00)
Wells Fargo Bank 06/21/2010	465,000	05 20 09	06 21 10	491,877 00		491,877 00	465,000 00	(26,877 00)
Du Pont E I De Nemours & Co	415,000	06 18 09	10 21 10	448,822 50		448,822 50	477,911 92	29,089 42
Union Pacific Corp 01/15/2011	500,000	06 10 09	11 01 10	530,000 00		530,000 00	506,420 89	(23,579 11)
AT&T Wireless Group	500,000	06 10 09	12 31 10	543,475 00		543,475 00	506,100 00	(37,375 00)
TOTAL:				<u>\$ 2,796,749.50</u>	<u>\$ -</u>	<u>\$ 2,796,749.50</u>	<u>\$ 2,705,432.81</u>	<u>\$ (91,316.69)</u>

SHORT TERM GAIN (LOSS) ON SALE OF BONDS

Description of Property	No. of Shares	Date Purchased	Date Sold	Cost	Deferred Rev Short Sale	Net Cost	Net Sales Price	Gain (Loss)
Citigroup Inc 08/03/2010	500,000	06 10 09	02 08 10	\$ 502,750 00		\$ 502,750 00	\$ 511,250 00	\$ 8,500 00
Goldman Sachs 01/15/2012	500,000	06 10 09	04 16 10	533,150 00		533,150 00	535,250 00	2,100 00
Morgan Stanley 05/15/2010	166,000	05 26 09	05 17 10	169,037 80		169,037 80	166,000 00	(3,037 80)
TOTAL:				<u>\$ 1,204,937.80</u>	<u>\$ -</u>	<u>\$ 1,204,937.80</u>	<u>\$ 1,212,500.00</u>	<u>\$ 7,562.20</u>

H. C. S. FOUNDATION

DECEMBER 31, 2010

SHORT TERM GAIN (LOSS) ON CALLS (Expired and Bought to Close)

Description of Property	No. of Shares	Date Acquired	Date Sold	Cost Bought to Close	Deferred Rev Short Sale	Net Cost	Net Premium Received	Gain (Loss)
Pepsico Inc	30,000	07 16 09	01 13 10	\$ 69,007 50		\$ 69,007 50	\$ 64,190 81	\$ (4,816 69)
Eli Lilly Co	30,000	10 13 09	04 07 10	50,011 50		50,011 50	39,281 45	(10,720 05)
Pepsico Inc	30,000	01 13 10	05 14 10	200,083 50		200,083 50	127,489 18	(72,594 32)
3M Company	20,000	03 30 10	05 20 10	62,836 50		62,836 50	43,591 93	(19,244 57)
General Electric Company - Expired C	64,000	04 01 10	09 21 10				35,832 00	35,832 00
Pfizer, Inc - Expired Call	107,000	04 01 10	09 21 10				29,953 05	29,953 05
Pepsico Inc	30,000	05 14 10	11 23 10	124,370 50		124,370 50	237,857 45	113,486 95
TOTAL:				\$ 506,309.50	\$ -	\$ 506,309.50	\$ 578,205.87	\$ 71,896.37

H. C. S. FOUNDATION

DECEMBER 31, 2010

SHORT TERM GAIN (LOSS) ON PUTS (Expired and Bought to Close)

Description of Property	No. of Shares	Date Acquired	Date Sold	Cost Bought to Close	Deferred Rev Short Sale	Net Cost	Net Premium Received	Gain (Loss)
BP PLC Spans ADR	24,000	01 25 10	03 23 10	\$ 19,127 50		\$ 19,127 50	\$ 32,632 07	\$ 13,504 57
Intel Corp	67,000	01 25 10	03 23 10	16,757 50		16,757 50	48,901 83	32,144 33
Diageo PLC Spans ADR	20,000	01 25 10	03 23 10	17,495 50		17,495 50	27,082 14	9,586 64
Home Depot, Inc	48,000	01 25 10	03 23 10	8,926 50		8,926 50	35,032 02	28,105 52
Procter & Gamble Corp	24,000	01 27 10	03 23 10	8,623 50		8,623 50	24,472 17	15,848 67
United Technologies, Corp	20,000	01 25 10	03 31 10	4,641 50		4,641 50	27,203 14	22,561 64
BP PLC Spans ADR	24,000	03 23 10	05 03 10	204,179 48		204,179 48	45,271 90	(158,907 58)
Emerson Electric Co	30,000	01 25 10	05 07 10	14,022 48		14,022 48	42,281 94	28,259 46
McDonalds Corp	20,000	03 25 10	05 07 10	43,042 50		43,042 50	34,192 05	(8,850 45)
Coca Cola Company	25,000	01 25 10	05 07 10	48,496 50		48,496 50	44,991 91	(3,504 59)
Intel Corp	67,000	03 23 10	05 07 10	106,424 47		106,424 47	55,801 75	(50,622 72)
Home Depot, Inc	48,000	03 23 10	05 18 10	23,683 50		23,683 50	24,952 15	1,268 65
Chevron Corp	18,000	03 23 10	05 18 10	30,733 50		30,733 50	28,072 13	(2,661 37)
Merck & Co	38,000	03 05 10	05 20 10	98,187 50		98,187 50	34,572 03	(63,615 47)
Paychex Inc	40,000	03 23 10	05 20 10	108,142 50		108,142 50	35,992 01	(72,150 49)
BHP Billiton Ltd	20,000	01 25 10	05 24 10	139,254 50		139,254 50	79,463 47	(59,791 03)
BP PLC Spans ADR	24,000	05 03 10	06 10 10	589,207 50		589,207 50	250,963 21	(338,244 29)
Glaxosmithkline PLC	36,000	03 05 10	06 21 10	21,311 50		21,311 50	25,427 15	4,115 65
Diageo PLC Spans ADR	20,000	03 23 10	06 21 10	41,781 50		41,781 50	38,728 99	(3,051 51)
Home Depot, Inc	48,000	05 18 10	06 21 10	51,807 50		51,807 50	41,490 75	(10,316 75)
Procter & Gamble Corp	24,000	03 23 10	06 21 10	34,567 50		34,567 50	34,777 64	210 14
Johnson & Johnson	20,000	03 26 10	06 21 10	58,123 50		58,123 50	31,792 08	(26,331 42)
McDonalds Corp	20,000	05 07 10	06 21 10	35,509 50		35,509 50	65,058 38	29,548 88
Merck & Co	38,000	05 20 10	06 21 10	49,407 50		49,407 50	143,758 03	94,348 53
Emerson Electric Co	30,000	05 07 10	06 23 10	28,337 50		28,337 50	36,912 85	8,575 35
Hudson City Bancorp	96,000	04 15 10	06 23 10	65,867 49		65,867 49	23,992 01	(41,895 48)
Spectra Energy Corp	60,000	03 05 10	06 23 10	55,922 50		55,922 50	45,491 86	(10,430 64)
United Technologies, Corp	20,000	03 31 10	06 25 10	53,836 50		53,836 50	28,358 00	(25,478 50)
Bank of Nova Scotia - Expired Put	27,000	04 27 10	12 18 10				43,191 74	43,191 74
Spectra Energy Corp - Expired Put	60,000	06 23 10	12 18 10				78,066 12	78,066 12
TOTAL:				\$ 1,975,238.92	\$ -	\$ 1,975,238.92	\$ 1,508,732.52	\$ (466,506.40)

Form **8868**

(Rev. January 2011)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization H.C.S. FOUNDATION	Employer identification number
	C/O - L. THOMAS HILTZ	34-6514235
	Number, street, and room or suite no. If a P.O. box, see instructions 1801 EAST NINTH STREET	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLEVELAND, OH 44114-3103	

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

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

- The books are in the care of ▶ **MR. L. THOMAS HILTZ**

Telephone No ▶ **216 781-3502**

FAX No. ▶

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year **2010** or
- ▶ ☐ tax year beginning _____, 20____, and ending _____, 20____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	129,372.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	113,372.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	16,000.

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization	H.C.S. FOUNDATION	Employer identification number	34-6514235
	C/O - L. THOMAS HILTZ			
	Number, street, and room or suite no. If a P.O. box, see instructions			
	1801 EAST NINTH STREET			
City, town or post office, state, and ZIP code. For a foreign address, see instructions				
CLEVELAND, OH 44114-3103				

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

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 ☐ MR. L. THOMAS HILTZ
Telephone No. 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 .
- 5 For calendar year , or other tax year beginning , 20 , and ending , 20 .
- 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 .

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 \$	129,372.
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 \$	129,372.
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 Date