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 08/01 **, 2010, and ending** 07/31,20 11

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: KENNETH L CALHOUN CHAR TR 20 -102030170580

A Employer identification number: 34-1370330

Number and street (or P O box number if mail is not delivered to street address): 4900 TIEDEMAN RD. OH-01-49-0150

Room/suite:

B Telephone number (see page 10 of the instructions): (330) 258-4044

City or town, state, and ZIP code: BROOKLYN, OH 44144-2302

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: [X] 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)* ▶ $ 6,079,180.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,023.	1,023.		STMT 1
	4 Dividends and interest from securities	130,811.	130,811.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	486,987.			
	b Gross sales price for all assets on line 6a 4,758,223.				
	7 Capital gain net income (from Part IV, line 2)		486,987.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-1,755.	-1,755.		STMT 3
	12 **Total.** Add lines 1 through 11	617,066.	617,066.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	40,333.	30,249.		10,083.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 4	1,750.	NONE	NONE	1,750.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,327.	360.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	215.			215.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	44,625.	30,609.	NONE	12,048.
	25 Contributions, gifts, grants paid	326,778.			326,778.
	26 **Total expenses and disbursements** Add lines 24 and 25	371,403.	30,609.	NONE	338,826.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	245,663.			
	b **Net investment income** (if negative, enter -0-)		586,457.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	84,447.	241,135.	241,351.
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 ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)			
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 7	4,939,323.	5,027,608.	5,837,829.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,023,770.	5,268,743.	6,079,180.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	5,023,770.	5,268,743.	
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)	5,023,770.	5,268,743.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,023,770.	5,268,743.	

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	5,023,770.
2 Enter amount from Part I, line 27a	2	245,663.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,269,433.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	690.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,268,743.

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 DETAIL			
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) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	486,987.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	429,462.	5,758,805.	0.07457484669
2008	328,947.	5,456,541.	0.06028489477
2007	12,558.	6,449,118.	0.00194724302
2006	12,057.	6,019,393.	0.00200302589
2005	55,909.	5,427,961.	0.01030018454

2	Total of line 1, column (d)	2	0.14911019491
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	0.02982203898
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	5,943,276.
5	Multiply line 4 by line 3	5	177,241.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,865.
7	Add lines 5 and 6	7	183,106.
8	Enter qualifying distributions from Part XII, line 4	8	338,826.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	5,865.
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	5,865.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,865.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,600.		
b	Exempt foreign organizations-tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,600.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	4,265.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 9			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ KEYBANK N.A. Telephone no ▶ (216)813-4556

Located at ▶ 4900 TIEDEMAN RD OH-01-49-0150, BROOKLYN, OH ZIP + 4 ▶ 44144-2302

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?		**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).			
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**	

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
SEE STATEMENT 10		40,333.	-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		NONE	NONE	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		NONE
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	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	6,033,783.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,033,783.
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	NONE
3	Subtract line 2 from line 1d	3	6,033,783.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	90,507.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,943,276.
6	**Minimum investment return.** Enter 5% of line 5	6	297,164.

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	297,164.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,865.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,865.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	291,299.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	291,299.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	291,299.

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	338,826.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	338,826.
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	5,865.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	332,961.

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				291,299.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			46,666.	
b	Total for prior years 20 08 ,20 ____, 20 ____		NONE		
3	Excess distributions carryover, if any, to 2010				
a	From 2005 ...... NONE				
b	From 2006 ...... NONE				
c	From 2007 ...... NONE				
d	From 2008 ...... NONE				
e	From 2009 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 338,826.				
a	Applied to 2009, but not more than line 2a			46,666.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2010 distributable amount				291,299.
e	Remaining amount distributed out of corpus	861.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	861.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
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				NONE
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)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	861.			
10	Analysis of line 9				
a	Excess from 2006 ... NONE				
b	Excess from 2007 ... NONE				
c	Excess from 2008 ... NONE				
d	Excess from 2009 ... NONE				
e	Excess from 2010 ... 861.				

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

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

b Check box to indicate whether the 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	
2a 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).)

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.

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total ▶ 3a				326,778.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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	1,023.	
4 Dividends and interest from securities			14	130,811.	
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			14	-1,755.	
8 Gain or (loss) from sales of assets other than inventory			18	486,987.	
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)				617,066.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 617,066.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

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

James R Freedline Jr | 12/02/2011 | Vice President

Signature of officer or trustee KEYBANK BY: J R FREEDLINE Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					NONE	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					8,860.	
		200000. UNITED STATES TREAS NTS DTD 08/1					09/28/2005	08/15/2010
		PROPERTY TYPE: SECURITIES						
200,000.00		199,969.00					31.00	
		125. COVANCE INC COM					09/16/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
5,057.00		7,309.00					-2,252.00	
		5. COVANCE INC COM					11/06/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
202.00		268.00					-66.00	
		105. COVANCE INC COM					02/05/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
4,248.00		4,492.00					-244.00	
		1020. INTERNATIONAL GAME TECHNOLOGY COM					09/16/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
15,483.00		23,123.00					-7,640.00	
		5. INTERNATIONAL GAME TECHNOLOGY COM					11/06/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
76.00		103.00					-27.00	
		3053. ISHARES S&P MIDCAP 400 INDEX FD CL					07/21/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
224,578.00		181,658.00					42,920.00	
		884. ISHARES S&P MIDCAP 400 INDEX FD CLO					11/05/2008	08/16/2010
		PROPERTY TYPE: SECURITIES						
65,027.00		50,056.00					14,971.00	
		3926. ISHARES S&P SMALLCAP 600 INDEX CLO					07/21/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
212,744.00		181,067.00					31,677.00	
		1406. ISHARES S&P SMALLCAP 600 INDEX CLO					02/05/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
76,189.00		55,647.00					20,542.00	

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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)	
		4272. ISHARES S&P GSCI COMMODITY INDEX C					08/03/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
121,208.00		133,322.00					-12,114.00	
		530. SCHWAB CHARLES CORP NEW COM					02/16/2007	08/16/2010
		PROPERTY TYPE: SECURITIES						
7,536.00		10,356.00					-2,820.00	
		395. SCHWAB CHARLES CORP NEW COM					03/03/2008	08/16/2010
		PROPERTY TYPE: SECURITIES						
5,617.00		7,635.00					-2,018.00	
		25. SCHWAB CHARLES CORP NEW COM					09/16/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
355.00		457.00					-102.00	
		10. SCHWAB CHARLES CORP NEW COM					11/06/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
142.00		171.00					-29.00	
		490. SCHWAB CHARLES CORP NEW COM					12/22/2008	08/16/2010
		PROPERTY TYPE: SECURITIES						
6,968.00		7,286.00					-318.00	
		5. SCHWAB CHARLES CORP NEW COM					03/16/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
71.00		70.00					1.00	
		2125. VANGUARD MSCI EMERGING MKTS ETF CL					08/03/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
88,336.00		77,796.00					10,540.00	
		470. NOBLE CORP FGN COM					02/05/2009	08/16/2010
		PROPERTY TYPE: SECURITIES						
15,270.00		13,147.00					2,123.00	
		155. NOBLE CORP FGN COM					12/22/2008	08/16/2010
		PROPERTY TYPE: SECURITIES						
5,036.00		3,179.00					1,857.00	
		100000. COCA-COLA ENTERPRISES INC NOTE					09/03/2008	09/15/2010
		PROPERTY TYPE: SECURITIES						
100,000.00		101,803.00					-1,803.00	

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)	
		210. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES					09/16/2009	11/24/2010
5,972.00		6,993.00					-1,021.00	
		480. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES					05/27/2009	11/24/2010
13,651.00		13,188.00					463.00	
		150. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES					08/16/2010	11/24/2010
4,266.00		4,102.00					164.00	
		40. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES					08/17/2007	11/24/2010
1,258.00		1,466.00					-208.00	
		125. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	11/24/2010
3,930.00		3,579.00					351.00	
		550. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES					12/22/2008	11/24/2010
17,292.00		14,647.00					2,645.00	
		95. VISA INC COM CL A PROPERTY TYPE: SECURITIES					11/06/2009	11/24/2010
7,165.00		7,565.00					-400.00	
		5. VISA INC COM CL A PROPERTY TYPE: SECURITIES					09/16/2009	11/24/2010
377.00		370.00					7.00	
		60. VISA INC COM CL A PROPERTY TYPE: SECURITIES					08/16/2010	11/24/2010
4,525.00		4,379.00					146.00	
		190. VISA INC COM CL A PROPERTY TYPE: SECURITIES					05/27/2009	11/24/2010
14,330.00		12,720.00					1,610.00	
		100000. GENERAL ELECT CAP CORP MED TERM PROPERTY TYPE: SECURITIES					06/14/2004	12/01/2010
100,000.00		95,849.00					4,151.00	

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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)	
		100000. TARGET CORP NOTE PROPERTY TYPE: SECURITIES					01/09/2002	01/15/2011
100,000.00		103,250.00					-3,250.00	
		15. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					11/06/2009	01/19/2011
1,331.00		1,206.00					125.00	
		5. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
444.00		396.00					48.00	
		55. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
4,879.00		4,178.00					701.00	
		255. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					10/02/1995	01/19/2011
22,623.00		6,691.00					15,932.00	
		50. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
9,380.00		6,306.00					3,074.00	
		20. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					03/16/2009	01/19/2011
3,752.00		1,359.00					2,393.00	
		105. APACHE CORP COM PROPERTY TYPE: SECURITIES					03/05/2010	01/19/2011
13,097.00		11,262.00					1,835.00	
		40. APPLE INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
13,692.00		9,925.00					3,767.00	
		15. APPLE INC COM PROPERTY TYPE: SECURITIES					03/03/2008	01/19/2011
5,134.00		1,814.00					3,320.00	
		510. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					02/04/2008	01/19/2011
14,525.00		18,321.00					-3,796.00	

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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)	
		15. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
427.00		490.00					-63.00	
		205. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,838.00		6,043.00					-205.00	
		190. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					12/22/2008	01/19/2011
5,411.00		4,288.00					1,123.00	
		240. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					02/05/2009	01/19/2011
6,835.00		5,233.00					1,602.00	
		1720. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					04/27/2010	01/19/2011
24,888.00		31,149.00					-6,261.00	
		375. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,426.00		4,950.00					476.00	
		105. BANK OF NOVA SCOTIA FGN COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,947.00		5,020.00					927.00	
		10. BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES					10/22/2007	01/19/2011
908.00		804.00					104.00	
		10. BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES					04/15/2008	01/19/2011
908.00		794.00					114.00	
		40. BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES					02/04/2008	01/19/2011
3,632.00		2,930.00					702.00	
		35. BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES					03/03/2008	01/19/2011
3,178.00		2,557.00					621.00	

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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)	
		145. CELGENE CORP COM					12/21/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
8,168.00		8,133.00					35.00	
		425. CISCO SYS INC COM					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
8,836.00		9,320.00					-484.00	
		780. CISCO SYS INC COM					02/13/1998	01/19/2011
		PROPERTY TYPE: SECURITIES						
16,216.00		8,434.00					7,782.00	
		70. COLGATE PALMOLIVE CO COM					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
5,504.00		5,333.00					171.00	
		20. COLGATE PALMOLIVE CO COM					10/06/2004	01/19/2011
		PROPERTY TYPE: SECURITIES						
1,573.00		890.00					683.00	
		80. COVANCE INC COM					02/05/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
4,366.00		3,422.00					944.00	
		25. COVANCE INC COM					12/22/2008	01/19/2011
		PROPERTY TYPE: SECURITIES						
1,364.00		1,019.00					345.00	
		115. CUMMINS INC COM					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
12,987.00		8,949.00					4,038.00	
		40. CUMMINS INC COM					11/06/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
4,517.00		1,857.00					2,660.00	
		100. DIGITAL REALTY TRUST INC REIT					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
5,325.00		5,949.00					-624.00	
		200. WALT DISNEY CO COM					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
7,808.00		6,726.00					1,082.00	

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)	
		75. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES					10/06/2004	01/19/2011
2,928.00		1,792.00					1,136.00	
		120. DIRECTV COM CL A PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,040.00		4,609.00					431.00	
		45. DIRECTV COM CL A PROPERTY TYPE: SECURITIES					06/23/2010	01/19/2011
1,890.00		1,649.00					241.00	
		1177.614 DODGE & COX INTERNATIONAL STOC PROPERTY TYPE: SECURITIES					02/16/2007	01/19/2011
42,853.00		54,029.00					-11,176.00	
		70. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
7,152.00		6,566.00					586.00	
		110. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES					09/28/2005	01/19/2011
11,240.00		8,261.00					2,979.00	
		95. EATON CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
10,008.00		7,154.00					2,854.00	
		30. EATON CORP COM PROPERTY TYPE: SECURITIES					07/25/2008	01/19/2011
3,160.00		2,131.00					1,029.00	
		125. EXPEDITORS INTL WASH INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
6,839.00		5,149.00					1,690.00	
		45. EXPEDITORS INTL WASH INC COM PROPERTY TYPE: SECURITIES					05/27/2009	01/19/2011
2,462.00		1,478.00					984.00	
		40. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
3,148.00		2,392.00					756.00	

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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)	
		200. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					10/29/1993	01/19/2011
15,738.00		3,105.00					12,633.00	
		60. FEDEX CORP COM PROPERTY TYPE: SECURITIES					12/21/2009	01/19/2011
5,653.00		5,090.00					563.00	
		85. F5 NETWORKS INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
11,770.00		7,135.00					4,635.00	
		110. F5 NETWORKS INC COM PROPERTY TYPE: SECURITIES					02/23/2010	01/19/2011
15,232.00		5,972.00					9,260.00	
		80. FREEPORT-MCMORAN COPPER & GOLD COM PROPERTY TYPE: SECURITIES					11/06/2009	01/19/2011
9,309.00		6,386.00					2,923.00	
		400. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					02/23/2010	01/19/2011
7,308.00		6,380.00					928.00	
		1810. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					11/06/2009	01/19/2011
33,068.00		28,064.00					5,004.00	
		684.245 HARBOR INTERNATIONAL FD OPEN-END PROPERTY TYPE: SECURITIES					07/21/2009	01/19/2011
42,033.00		31,065.00					10,968.00	
		225. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
10,406.00		9,117.00					1,289.00	
		75. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					12/22/2008	01/19/2011
3,469.00		2,561.00					908.00	
		320. INTEL CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
6,701.00		6,240.00					461.00	

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)	
		110. INTEL CORP COM PROPERTY TYPE: SECURITIES					11/01/2002	01/19/2011
2,303.00		1,973.00					330.00	
		65. INTERCONTINENTALEXCHANGE INC COM PROPERTY TYPE: SECURITIES					12/21/2009	01/19/2011
7,548.00		7,028.00					520.00	
		313. ISHARES S&P MIDCAP 400 INDEX FD CLO PROPERTY TYPE: SECURITIES					11/05/2008	01/19/2011
28,986.00		17,724.00					11,262.00	
		526. ISHARES S&P GSCI COMMODITY INDEX CL PROPERTY TYPE: SECURITIES					08/03/2009	01/19/2011
18,131.00		16,380.00					1,751.00	
		250. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					09/24/2008	01/19/2011
11,045.00		10,295.00					750.00	
		315. KBR INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
10,181.00		7,373.00					2,808.00	
		25. KBR INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
808.00		578.00					230.00	
		215. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					11/24/1999	01/19/2011
8,037.00		8,384.00					-347.00	
		140. METLIFE INC COM PROPERTY TYPE: SECURITIES					11/24/2010	01/19/2011
6,438.00		5,345.00					1,093.00	
		110. NEXTERA ENERGY INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,952.00		5,730.00					222.00	
		140. OCCIDENTAL PETE CORP DEL COM PROPERTY TYPE: SECURITIES					06/23/2010	01/19/2011
13,752.00		11,742.00					2,010.00	

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)	
		415. ORACLE CORP COM PROPERTY TYPE: SECURITIES					02/23/2010	01/19/2011
13,014.00		10,184.00					2,830.00	
		190. ORACLE CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,958.00		4,328.00					1,630.00	
		31934.306 PIMCO FUNDS-TOTAL RETURN FUND PROPERTY TYPE: SECURITIES					12/07/2009	01/19/2011
347,126.00		350,958.00					-3,832.00	
		70.877 PIMCO FUNDS-TOTAL RETURN FUND OPE PROPERTY TYPE: SECURITIES					12/09/2009	01/19/2011
770.00		772.00					-2.00	
		254.8 PIMCO FUNDS-TOTAL RETURN FUND OPEN PROPERTY TYPE: SECURITIES					12/09/2009	01/19/2011
2,770.00		2,775.00					-5.00	
		505.406 PIMCO FUNDS-TOTAL RETURN FUND OP PROPERTY TYPE: SECURITIES					12/08/2010	01/19/2011
5,494.00		5,458.00					36.00	
		1105.322 PIMCO FUNDS-TOTAL RETURN FUND O PROPERTY TYPE: SECURITIES					12/08/2010	01/19/2011
12,015.00		11,937.00					78.00	
		195. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					09/24/2008	01/19/2011
11,825.00		10,128.00					1,697.00	
		125. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					09/24/2008	01/19/2011
8,320.00		7,340.00					980.00	
		15. PRICELINE.COM INC COM PROPERTY TYPE: SECURITIES					11/24/2010	01/19/2011
6,477.00		6,191.00					286.00	
		205. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
4,557.00		5,000.00					-443.00	

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)	
		570. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES					07/21/2009	01/19/2011
12,671.00		12,453.00					218.00	
		170. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
3,779.00		3,196.00					583.00	
		60. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES					03/03/2008	01/19/2011
3,912.00		3,599.00					313.00	
		5. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
326.00		282.00					44.00	
		15. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES					04/15/2008	01/19/2011
978.00		820.00					158.00	
		5. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES					07/25/2008	01/19/2011
326.00		268.00					58.00	
		80. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,216.00		4,281.00					935.00	
		10. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
865.00		624.00					241.00	
		170. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
14,710.00		10,101.00					4,609.00	
		60. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					06/23/2010	01/19/2011
5,192.00		3,475.00					1,717.00	
		70. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					12/22/2008	01/19/2011
6,057.00		2,705.00					3,352.00	

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)	
		15. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					07/14/1989	01/19/2011
1,298.00		139.00					1,159.00	
		75. SMUCKER J M CO COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
4,741.00		4,381.00					360.00	
		175. TEVA PHARMACEUTICAL INDS LTD SPONS PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
9,404.00		8,818.00					586.00	
		60. TEVA PHARMACEUTICAL INDS LTD SPONS A PROPERTY TYPE: SECURITIES					09/19/2006	01/19/2011
3,224.00		2,084.00					1,140.00	
		45. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES					05/16/2007	01/19/2011
2,523.00		2,418.00					105.00	
		15. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES					04/15/2008	01/19/2011
841.00		806.00					35.00	
		80. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES					02/04/2008	01/19/2011
4,485.00		4,150.00					335.00	
		75. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
4,204.00		3,424.00					780.00	
		200000. UNITED STATES TREAS NTS DTD 08/1 PROPERTY TYPE: SECURITIES					08/29/2007	01/19/2011
217,781.00		199,117.00					18,664.00	
		250000. UNITED STATES TREAS NTS DTD 10/3 PROPERTY TYPE: SECURITIES					03/12/2007	01/19/2011
258,349.00		251,025.00					7,324.00	
		80. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
6,381.00		5,630.00					751.00	

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)	
		25. UNITED TECHNOLOGIES CORP COM					09/28/2005	01/19/2011
		PROPERTY TYPE: SECURITIES						
1,994.00		1,300.00					694.00	
		105. URBAN OUTFITTERS INC COM					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
3,672.00		3,320.00					352.00	
		35. URBAN OUTFITTERS INC COM					04/27/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
1,224.00		581.00					643.00	
		32139.577 VANGUARD SHORT-TERM TREASURY F					12/07/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
343,572.00		350,321.00					-6,749.00	
		248.378 VANGUARD SHORT-TERM TREASURY FD					12/31/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
2,655.00		2,668.00					-13.00	
		2.993 VANGUARD SHORT-TERM TREASURY FD OP					12/31/2009	01/19/2011
		PROPERTY TYPE: SECURITIES						
32.00		32.00						
		127.023 VANGUARD SHORT-TERM TREASURY FD					03/30/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
1,358.00		1,360.00					-2.00	
		21.171 VANGUARD SHORT-TERM TREASURY FD O					03/30/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
226.00		227.00					-1.00	
		213.471 VANGUARD SHORT-TERM TREASURY FD					12/31/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
2,282.00		2,278.00					4.00	
		243.967 VANGUARD SHORT-TERM TREASURY FD					12/31/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
2,608.00		2,603.00					5.00	
		85. VMWARE INC COM CL A					08/16/2010	01/19/2011
		PROPERTY TYPE: SECURITIES						
8,020.00		6,551.00					1,469.00	

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)	
		30. VMWARE INC COM CL A PROPERTY TYPE: SECURITIES					06/23/2010	01/19/2011
2,830.00		2,062.00					768.00	
		190. XILINX INC COM PROPERTY TYPE: SECURITIES					08/16/2010	01/19/2011
5,947.00		4,775.00					1,172.00	
		70. XILINX INC COM PROPERTY TYPE: SECURITIES					04/15/2008	01/19/2011
2,191.00		1,602.00					589.00	
		15. ZIONS BANCORP COM PROPERTY TYPE: SECURITIES					04/27/2010	01/19/2011
361.00		437.00					-76.00	
		490. XL GROUP PLC FGN COM PROPERTY TYPE: SECURITIES					09/16/2009	01/19/2011
11,446.00		8,845.00					2,601.00	
		1185. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					02/13/1998	04/07/2011
21,057.00		12,813.00					8,244.00	
		335. COVANCE INC COM PROPERTY TYPE: SECURITIES					12/22/2008	04/07/2011
19,889.00		13,656.00					6,233.00	
		125. CUMMINS INC COM PROPERTY TYPE: SECURITIES					11/06/2009	04/07/2011
13,740.00		5,804.00					7,936.00	
		4866.162 DODGE & COX INTERNATIONAL STOC PROPERTY TYPE: SECURITIES					02/16/2007	04/07/2011
181,313.00		223,260.00					-41,947.00	
		172. DODGE & COX INTERNATIONAL STOC F OP PROPERTY TYPE: SECURITIES					03/12/2007	04/07/2011
6,409.00		7,723.00					-1,314.00	
		1517.841 DODGE & COX INTERNATIONAL STOC PROPERTY TYPE: SECURITIES					07/21/2009	04/07/2011
56,555.00		40,860.00					15,695.00	

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)	
		17.793 DODGE & COX INTERNATIONAL STOC F PROPERTY TYPE: SECURITIES					12/23/2008	04/07/2011
663.00		373.00					290.00	
		451.355 DODGE & COX INTERNATIONAL STOC F PROPERTY TYPE: SECURITIES					12/23/2008	04/07/2011
16,817.00		9,460.00					7,357.00	
		3586.066 DODGE & COX INTERNATIONAL STOC PROPERTY TYPE: SECURITIES					02/05/2009	04/07/2011
133,617.00		70,323.00					63,294.00	
		55. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES					09/28/2005	04/07/2011
6,280.00		4,131.00					2,149.00	
		160. FEDEX CORP COM PROPERTY TYPE: SECURITIES					12/21/2009	04/07/2011
14,966.00		13,572.00					1,394.00	
		45. FEDEX CORP COM PROPERTY TYPE: SECURITIES					08/16/2010	04/07/2011
4,209.00		3,654.00					555.00	
		845. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					11/06/2009	04/07/2011
17,069.00		13,102.00					3,967.00	
		660. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					08/16/2010	04/07/2011
13,332.00		10,184.00					3,148.00	
		1681. ISHARES BARCLAYS AGGREGATE BD FD C PROPERTY TYPE: SECURITIES					01/19/2011	04/07/2011
175,949.00		177,681.00					-1,732.00	
		127. ISHARES MSCI EMERGING MKTS INDEX CL PROPERTY TYPE: SECURITIES					01/19/2011	04/07/2011
6,345.00		6,039.00					306.00	
		22. ISHARES BARCLAYS 20+ YR TREAS BD CLO PROPERTY TYPE: SECURITIES					01/19/2011	04/07/2011
1,985.00		2,017.00					-32.00	

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)	
		1056. ISHARES BARCLAYS 1-3 YR TREAS FD C					01/19/2011	04/07/2011
		PROPERTY TYPE: SECURITIES						
88,396.00		88,767.00					-371.00	
		1969. ISHARES S&P MIDCAP 400 INDEX FD CL					11/05/2008	04/07/2011
		PROPERTY TYPE: SECURITIES						
195,853.00		111,494.00					84,359.00	
		811. ISHARES BARCLAYS TR AGENCY BD FD CL					01/19/2011	04/07/2011
		PROPERTY TYPE: SECURITIES						
88,406.00		89,073.00					-667.00	
		5344. ISHARES S&P GSCI COMMODITY INDEX C					08/03/2009	04/07/2011
		PROPERTY TYPE: SECURITIES						
205,126.00		166,418.00					38,708.00	
		120. OCCIDENTAL PETE CORP DEL COM					06/23/2010	04/07/2011
		PROPERTY TYPE: SECURITIES						
12,104.00		10,064.00					2,040.00	
		87.135 T ROWE PRICE EMERGING MKTS STK OP					01/19/2011	04/07/2011
		PROPERTY TYPE: SECURITIES						
3,193.00		3,061.00					132.00	
		75. VMWARE INC COM CL A					06/23/2010	04/07/2011
		PROPERTY TYPE: SECURITIES						
6,018.00		5,155.00					863.00	
		35. XILINX INC COM					04/15/2008	04/07/2011
		PROPERTY TYPE: SECURITIES						
1,111.00		801.00					310.00	
		10. XILINX INC COM					09/16/2009	04/07/2011
		PROPERTY TYPE: SECURITIES						
318.00		228.00					90.00	
		600. XILINX INC COM					05/27/2009	04/07/2011
		PROPERTY TYPE: SECURITIES						
19,050.00		12,255.00					6,795.00	
		180. XILINX INC COM					12/22/2008	04/07/2011
		PROPERTY TYPE: SECURITIES						
5,715.00		3,022.00					2,693.00	

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)	
		260. ZIONS BANCORP COM PROPERTY TYPE: SECURITIES					04/27/2010	04/07/2011
6,315.00		7,574.00					-1,259.00	
		235. ZIONS BANCORP COM PROPERTY TYPE: SECURITIES					08/16/2010	04/07/2011
5,708.00		4,660.00					1,048.00	
		800. ZIONS BANCORP COM PROPERTY TYPE: SECURITIES					02/23/2010	04/07/2011
19,432.00		14,536.00					4,896.00	
TOTAL GAIN(LOSS)							486,987.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KT SHORT TERM DEPOSIT FUND	1,023.	1,023.
TOTAL	1,023.	1,023.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		130,811.	130,811.
	TOTAL	130,811.	130,811.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME		-1,755.	-1,755.
	TOTALS	-1,755.	-1,755.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,750.			1,750.
TOTALS	1,750.	NONE	NONE	1,750.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	360.	360.
FEDERAL TAX PAYMENT - PRIOR YE	367.	
FEDERAL ESTIMATES - PRINCIPAL	1,600.	
TOTALS	2,327.	360.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
CHARITABLE FILING FEE	200.	200.
SERVICE FEES	15.	15.
TOTALS	215.	215.

KENNETH L CALHOUN CHAR TR 20 -102030170580 34-1370330

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
PUBLICLY TRADED INVESTMENTS	C
TOTALS	

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		5.
PARTNERSHIP INCOME		685.
	TOTAL	690.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
===
OH

STATEMENT 9

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
===

OFFICER NAME:
KEYBANK N.A.
ADDRESS:
219 S. MAIN STREET
AKRON, OH 44308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 40,333.

OFFICER NAME:
MR. PHILP C BRADLEY
ADDRESS:
1098 DRUMMOND CT
STOW, OH 44224
TITLE:
TRUST ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MR. CARL A DRAUCKER
ADDRESS:
SQUIRE SANDERS 127 PUBLIC SQ #4900
CLEVELAND, OH 44114
TITLE:
TRUST ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 40,333.
==============

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
KAREN KRINO
ADDRESS:
219 S. MAIN STREET
AKRON, OH 44308
RECIPIENT'S PHONE NUMBER: 330-258-4044
FORM, INFORMATION AND MATERIALS:
LETTER OF REQUEST STATING NAME AND PURPOSE OF ORGANIZATION, DATE, AND AMOUNT OF FUNDS REQUESTED AND PROOF OF EXEMPT STATUS UNDER 501 (C) 3
SUBMISSION DEADLINES:
JUNE 30 ANNUALLY/CALENDER QUARTERLY MONTH END
RESTRICTIONS OR LIMITATIONS ON AWARDS:
RELIGIOUS, CHARITABLE, SCIENTIFIC

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 326,778.

TOTAL GRANTS PAID: 326,778.

STATEMENT 12

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GOOD NEIGHBORS, INC AKRON, OHIO	501(C)(3)	FOOD CENTER	5,000 00
STAN HYWET HALL & GARDENS AKRON, OHIO	501(C)(3)	INNOVATION STATIONS AN PLANTS OF INDUSTRY	7,500 00
AKRON-CANTON REGIONAL FOOD BANK AKRON, OHIO	501(C)(3)	REPACK CENTER	5,000 00
AKRON INTERNATIONAL FRIENDSHIP AKRON, OHIO	501(C)(3)	KNOW YOUR WORLD-KNOW YOUR COMMUNITY	2,500 00
AKRON MARATHON CHARITABLE CORPORATION AKRON, OHIO	501(C)(3)	SHUTTLE BUS SERVICE	5,000.00
GOODWILL INDUSTRIES AKRON, OHIO	501(C)(3)	GENERAL OPERATING	5,000 00
KEEP AKRON BEAUTIFUL AKRON, OHIO	501(C)(3)	FLOWERSCAPE	1,000.00
TUESDAY MUSICAL AKRON, OHIO	501(C)(3)	JAZZ AT LINCOLN CENTER AND COMMUNITY OUTREACH PROGRAM	2,500.00
THE SALVATION ARMY AKRON, OHIO	501(C)(3)	LEARNING ZONE	5,000.00
AKRON CHILDREN'S HOSPITAL FOUNDATION AKRON, OHIO	501(C)(3)	PALLIATIVE CARE GIFT CARD FUND	4,000 00
AKRON ZOO AKRON, OHIO	501(C)(3)	RENOVATION OF THE FARMLAND EXHIBIT	10,000.00
AMERICAN CANCER SOCIETY CANFIELD, OHIO	501(C)(3)	WRANGLE FOR RESEARCH	10,000.00
AKRON URBAN LEAGUE AKRON, OHIO	501(C)(3)	SCHOOLS IN	5,000.00

AMERICAN HEART ASSOCIATION		501(C)(3)	GO RED FOR WOMEN-SPRING 2011	7,500.00
AKRON, OHIO				
CYO AND COMMUNITY SERVICES		501(C)(3)	6 WHEELCHAIRS FOR ADULT DAY SERVICES	5,000 00
AKRON, OHIO				
GREENLEAF FAMILY CENTER		501(C)(3)	GENEREL OPERATING	5,000 00
AKRON, OHIO				
HAVEN OF REST MINISTRIES		501(C)(3)	SHELTER AND CARE FOR INDIVIDUALS	5,000 00
AKRON, OHIO			EACH NIGHT	
HIRAM COLLEGE		501(C)(3)	THREE SCHOLARSHIPS FOR SUMMIT	4,500.00
HIRAM, OHIO			COUNTY STUDENTS	
BOY SCOUTS OF AMERICA - GREAT TRAIL COUNCIL		501(C)(3)	SCOUTING FOR YOUTH FROM LOW INCOME	10,000.00
AKRON, OHIO			OR DISADVANTAGED CHILDREN THROUGH	
			PATHFINDER PROGRAM	
WEATHERVANE		501(C)(3)	PRODUCTION COSTS FOR THE 2010-2011	10,000 00
AKRON, OHIO			SEASON	
OLD TRAIL SCHOOL		501(C)(3)	ONE HITACHI STARBOARD AND ONE ELMO	4,550.00
BATH, OHIO			DOCUMENT CAMERA FOR FIRST GRADE	
			CLASSROOM	
PORTAGE PATH BEHAVIORAL HEALTH		501(C)(3)	MEDICATION FOR UNINSURED CLIENTS	12,000 00
AKRON, OHIO				
NATIONAL MULTIPLE SCLEROSIS SOCIETY		501(C)(3)	EDUCATIONAL PROGRAMS TO BENEFIT THOSE	3,000.00
INDEPENDENCE, OHIO			NEWLY DIAGNOSED WITH MULTIPLE SCLEROSIS	
			AND THEIR FAMILIES LIVING IN THE SUMMIT	
			COUNTY AREA	
PROJECT GRAD		501(C)(3)	PROJECT GRAD AKRON BRIDGE TO GRADUATION	7,500 00
AKRON, OHIO			PROGRAM AT PERKINS MIDDLE SCHOOL	
ROBINSON MEMORIAL HOSPITAL FOUNDATION		501(C)(3)	ASSISTING NON INSURED HOSPICE PATIENTS	5,000.00
RAVENNA, OHIO				
CHARITY FUND - THE BEACON JOURNAL		501(C)(3)	ORTHODONTIC TREATMENT FOR SUMMIT COUNTY	3,600 00
AKRON, OHIO			UNDERPRIVILEGED CHILDREN	
THE CUYAHOGA VALLEY YOUTH BALLET		501(C)(3)	THE 35TH PERFORMANCE SEASON	6,000 00
CUYAHOGA FALLS, OHIO				

VICTIM ASSISTANCE		501(C)(3)	CRIME AND TRAUMA VICTIMS IN SUMMIT COUNTY	10,000.00
AKRON, OHIO			AND ADVOCACY	
WAITING CHILD FUND		501(C)(3)	SUMMIT PERMANENCY COLLABORATIVE	10,000.00
AKRON, OHIO				
ACCESS INC.		501(C)(3)	HUNGER RELIEF PROGRAM	5,000.00
AKRON, OHIO				
AMERICAN RED CROSS OF SUMMIT & PORTGAGE COUNTIES		501(C)(3)	STAY SAFE YOUTH PROGRAM	6,000 00
AKRON, OHIO				
THE ARC OF SUMMIT & PORTGAGE COUNTIES		501(C)(3)	ADVOCACY EFFORTS IN THE AREA OF SERVICE	3,000.00
STOW, OHIO			COORDINATION	
CASCADE LOCKS PARK ASSOCIATION		501(C)(3)	EDUCATION AND GENERAL OPERATING	2,500 00
AKRON, OHIO				
CHILDREN'S CONCERT SOCIETY E J THOMAS HALL		501(C)(3)	IN-SCHOOL CONCERT SERIES	2,000 00
AKRON, OHIO				
BATTERED WOMEN'S SHELTER		501(C)(3)	2011 OVERNIGHT CRISIS INTERVENTION PROGRAM	5,000 00
AKRON, OHIO				
COMMUNITY OUTREACH RESOURCES EXCHANGE		501(C)(3)	TRANSPORTATION COSTS	4,000 00
CUYAHOGA FALLS, OHIO				
HOSPICE OF VISITING NURSE SERVICE		501(C)(3)	8 PATIENT BEDS AT THE JUSTIN T ROGERS	6,487 50
AKRON, OHIO			HOSPICE CARE CENTER	
RAPE CRISIS CENTER		501(C)(3)	SUMMIT COUNTY COURT ADVOCACY PROGRAM	5,000 00
AKRON, OHIO				
THE AKRON ROTARY CAMP FOR CHILDREN W/SPECIAL NEEDS		501(C)(3)	OPERATING NEEDS	7,500.00
AKRON, OHIO				
COLEMAN PROFESSIONAL SERVICES		501(C)(3)	SUICIDE PREVENTION EDUCATION SEMINAR	4,910 00
KENT, OHIO				
SUMMIT COUNTY HISTORICAL SOCIETY		501(C)(3)	EDUCATIONAL PROGRAM SUPPORT	5,000 00
AKRON, OHIO				
CROWN POINT ECOLOGY CENTER		501(C)(3)	SUMMER CAMP & SCIENCE CAMP SCHOLARSHIPS	8,000 00
BATH, OHIO			FOR UNDERPRIILEGED	
SCHOOL OF LAW, THE UNIVERSITY OF AKRON		501(C)(3)	EDUCATIONAL PUBLIC FORUM HOSTED BY THE	5,000.00

AKRON, OHIO			SCHOOL OF LAW, JOSEPH G MILLER AND	
			WILLIAM C BECKER CENTER FOR PROFESSIONAL	
			RESPONSIBIILITY	
ST PAUL SCHOOL		501(C)(3)	RENOVATION OF COMMUNITY ACTIVITY CENTER	5,000.00
AKRON, OHIO			STAGE AREA	
AKRON ART MUSEUM		501(C)(3)	DOROTHY AND HERBERT VOGEL COLLECTION	5,000.00
AKRON, OHIO			FIFTY WORKS FOR OHIO EXHIBITION	
BARBERTON COMMUNITY DEVELOPMENT CORP		501(C)(3)	MARKETING PLAN OF THE SEIBERLING TIRE AND	3,000 00
BARBERTON, OHIO			RUBBER COMPANY PROJECT	
CAMP QUALITY NE OHIO		501(C)(3)	CAMP WEEK PROGRAM MEMORY BOOKS	2,000.00
AKRON, OHIO				
CORNERSTONE OF HOPE		501(C)(3)	TECHNOLOGY UPGRADES AND REPLACEMENTS	3,000.00
INDEPENDENCE, OHIO				
CUYAHOGA VALLEY SCENIC RAILROAD		501(C)(3)	EDUCATIONAL PROGRAMS	7,500 00
PENINSULA, OHIO				
ALLIANCE FOR HEALTHY YOUTH		501(C)(3)	RSVP PROGRAM	2,500.00
AKRON, OHIO				
THE DRAGON DREAM TEAM		501(C)(3)	PURCHASE OF LIFE JACKETS	3,000 00
MUNROE FALLS, OHIO				
HABITAT FOR HUMANITY		501(C)(3)	RENOVATION OF THE NEW RESTORE	5,000 00
AKRON, OHIO				
FIRST GLANCE STUDENT CENTER, INC.		501(C)(3)	YOUNG ADULT PROGRAMS	3,000.00
AKRON, OHIO				
THE ILLUSION FACTORY		501(C)(3)	SEVEN AKRON AREA SCHOOL PERFORMANCES	4,900 00
AKRON, OHIO				
INFO LINE INC		501(C)(3)	SUMMIT COUNTY FOOD PANTRY CLEARINGHOUSE	5,000.00
AKRON, OHIO				
KENT STATE UNIVERSITY		501(C)(3)	PURCHASE OF FIVE (5) TELESCOPES TO ENHANCE	4,830.00
KENT, OHIO			SCHOOL/CAMP OUTREACH PROGRAMS	
MATCH POINT HUMAN RESOURCE CONSULTING LLC		501(C)(3)	THREE (3) SCHOLARSHIPS FOR SUMMIT COUNTY	5,000.00
NAPLES, FLORIDA			RESIDENTS	

J.O G OUR WAY		501(C)(3)	OURWAY'S DROPOUT PREVENTION AND SCHOOL	3,000.00
AKRON, OHIO			TO WORK/CAREER PROGRAMS	
OPPORTUNITY PARISH ECUMENICAL NEIGHBORHOOD MINISTRY		501(C)(3)	FREE CLINIC OUTREACH PROVIDING FREE	5,000 00
AKRON, OHIO			HEALTHCARE FOR THE UNINSURED	
AKRON SCORE		501(C)(3)	MARKETING EXPENSES	2,000.00
AKRON, OHIO				
FURNACE STREET MISSION		501(C)(3)	SAFETY FORCES CHAPLAINCY CENTER	5,000.00
AKRON, OHIO				
CITY OF AKRON		501(C)(3)	THE AKRON SUMMER ARTS EXPERIENCE	7,500.00
AKRON, OHIO				
				326,777 50

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BK-RG-OFF-ACCOUNT | ACCOUNT NAME | TAX ANALYST/NAME
20-10-203-0170580 CALHOUN KENNETH L PFDN | 563 J F MURRAY 216-813-4580
FISCAL YEAR CODE 0731 AS OF 07-31-2011

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98290102	XL GROUP PLC FGN COM	33,755.40	0.00	29,514.70	1,645.000
000375204	ABB LTD SPONS ADR	35,790.30	0.00	35,091.06	1,495.000
023135106	AMAZON COM INC COM	53,404.80	0.00	18,056.93	240.000
037411105	APACHE CORP COM	43,920.60	0.00	35,666.46	355.000
037833100	APPLE INC COM	74,191.20	0.00	23,399.20	190.000
064058100	BANK OF NEW YORK MELLON CORP COM	18,330.30	0.00	22,177.33	730.000
064149107	BANK OF NOVA SCOTIA FGN COM	48,246.00	0.00	38,503.14	850.000
067901108	BARRICK GOLD CORP FGN COM	17,600.90	0.00	19,880.10	370.000
088606108	BHP BILLITON LTD SPONS ADR	28,838.25	0.00	21,103.15	315.000
151020104	CELGENE CORP COM	29,353.50	0.00	27,654.03	495.000
191216100	COCA COLA CO COM	36,725.40	0.00	36,352.75	540.000
194162103	COLGATE PALMOLIVE CO COM	26,157.80	0.00	14,542.00	310.000
22546EW34	CREDIT SUISSE AG-S&P MID LINKED FGN MED TERM BK NT DTD 03/16/11 0% DUE 03/18/13	197,380.00	0.00	200,000.00	200,000.000
231021106	CUMMINS INC COM	37,756.80	0.00	16,715.05	360.000
244199105	DEERE & CO COM	27,478.50	0.00	27,244.59	350.000
253868103	DIGITAL REALTY TRUST INC REIT	21,423.50	0.00	20,789.07	350.000
254687106	WALT DISNEY CO COM	35,916.60	0.00	22,244.16	930.000

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25490A101	DIRECTV COM CL A	28,380.80	0.00	20,865.50	560.000
268648102	EMC CORP COM	22,820.00	0.00	22,872.41	875.000
26875P101	EOG RESOURCES INC COM	15,810.00	0.00	9,997.95	155.000
278058102	EATON CORP COM	41,716.50	0.00	28,530.30	870.000
302130109	EXPEDITORS INTL WASH INC COM	27,916.20	0.00	19,625.60	585.000
315616102	F5 NETWORKS INC COM	28,511.40	0.00	17,164.72	305.000
35671D857	FREEPORT-MCMORAN COPPER & GOLD COM	29,657.60	0.00	22,343.45	560.000
38259P508	GOOGLE INC COM CL A	39,239.85	0.00	26,917.50	65.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	428,872.90	0.00	319,329.68	6,808.587
42809H107	HESS CORP COM	28,452.40	0.00	35,042.10	415.000
428236103	HEWLETT PACKARD CO COM	35,521.70	0.00	32,283.29	1,010.000
458140100	INTEL CORP COM	32,490.15	0.00	24,787.20	1,455.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	25,893.00	0.00	22,403.95	210.000
464286509	ISHARES MSCI CANADA INDEX FD CLOSED-END FUND	108,537.52	0.00	119,447.05	3,508.000
464286665	ISHARES MSCI PAC EX-JPN INDEX FD CLOSED-END FUND	113,213.76	0.00	119,664.24	2,416.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	376,597.34	0.00	380,114.70	7,994.000
464287432	ISHARES BARCLAYS 20+ YR TREAS BD CLOSED-END FUND	92,534.40	0.00	86,618.60	945.000
464287507	ISHARES S&P MIDCAP 400 INDEX FD	283,391.50	0.00	153,052.09	3,010.000

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	CLOSED-END FUND				
464287804	ISHARES S&P SMALLCAP 600 INDEX CLOSED-END FUND	239,980.00	0.00	180,504.43	3,380.000
464288588	ISHARES BARCLAYS MBS BOND FUND CLOSED-END FUND	615,966.87	0.00	605,903.79	5,739.000
464288646	ISHARES BARCLAYS 1-3 YR CR BD FD CLOSED-END FUND	521,546.24	0.00	519,121.21	4,969.000
464288661	ISHARES BARCLAYS 3-7 YR TREAS BD CLOSED-END FUND	89,706.08	0.00	85,635.73	752.000
464289511	ISHARES 10+ YEAR CREDIT BOND CLOSED-END FUND	185,314.62	0.00	172,293.42	3,298.000
46625H100	JP MORGAN CHASE & CO COM	34,180.25	0.00	31,271.28	845.000
48203R104	JUNIPER NETWORKS INC COM	15,671.30	0.00	24,891.20	670.000
48242W106	KBR INC COM	40,819.25	0.00	24,366.81	1,145.000
579780206	MCCORMICK & CO INC COM	29,190.00	0.00	27,884.29	600.000
58155Q103	MCKESSON CORP COM	20,280.00	0.00	19,617.50	250.000
585055106	MEDTRONIC INC COM	26,136.25	0.00	26,373.36	725.000
59156R108	METLIFE INC COM	19,780.80	0.00	18,529.15	480.000
65339F101	NEXTERA ENERGY INC COM	20,718.75	0.00	19,611.31	375.000
674599105	OCCIDENTAL PETE CORP DEL COM	32,399.40	0.00	26,812.85	330.000
68389X105	ORACLE CORP COM	62,536.10	0.00	30,687.61	2,045.000
704549104	PEABODY ENERGY CORP COM	38,217.55	0.00	22,688.24	665.000
73755L107	POTASH CORP OF SASKATCHEWAN INC FGN COM	23,991.15	0.00	23,356.94	415.000

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73935S105	POWERSHARES DB COMMODITY INDEX CLOSED-END FUND	237,334.64	0.00	244,780.74	7,838.000
74144T108	T ROWE PRICE GROUP INC COM	23,856.00	0.00	21,088.45	420.000
741503403	PRICELINE.COM INC COM	26,882.50	0.00	21,110.10	50.000
747525103	QUALCOMM INC COM	29,033.40	0.00	28,183.92	530.000
7495200A1	KT SHORT TERM DEPOSIT FUND	225,991.27	15,143.92	241,135.19	241,135.190
77956H864	T ROWE PRICE EMERGING MKTS STK OPEN-END FUND	384,191.56	0.00	314,215.11	10,926.950
806407102	HENRY SCHEIN INC COM	36,220.70	0.00	25,037.13	545.000
806857108	SCHLUMBERGER LTD FGN COM	60,547.90	0.00	9,511.55	670.000
832696405	SMUCKER J M CO COM	29,609.60	0.00	24,477.98	380.000
867224107	SUNCOR ENERGY INC FGN COM	39,939.90	0.00	41,981.54	1,045.000
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	272,754.58	0.00	262,630.08	19,482.470
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	37,545.20	0.00	27,951.60	805.000
883556102	THERMO FISHER SCIENTIFIC INC COM	43,565.25	0.00	29,723.58	725.000
913017109	UNITED TECHNOLOGIES CORP COM	29,408.20	0.00	18,931.00	355.000
917047102	URBAN OUTFITTERS INC COM	15,293.80	0.00	8,164.15	470.000
928563402	VMWARE INC COM CL A	29,600.30	0.00	20,277.41	295.000
	*** TOTAL ***	6,064,036.28	15,143.92	5,268,742.70	553,627.197