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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

OMB No. 1545-0052

2010

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

For calendar year **2010**, or tax year beginning **12/01, 2010**, and ending **11/30, 2011**

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: **CORD FOUNDATION TRUST 001576** A Employer identification number: **31-6016786**

Number and street (or P.O. box number if mail is not delivered to street address): **4125 HAMILTON AVENUE** Room/suite: Room/suite B Telephone number (see page 10 of the instructions): **(513) 542-7800**

City or town, state, and ZIP code: **CINCINNATI, OH 45223**

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,354,908.** J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 35,452. | 35,383. | | STMT 1 |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 53,202. | | | |
| b Gross sales price for all assets on line 6a 240,409. | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 53,202. | | |
| 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) | 78. | | | STMT 3 |
| 12 Total. Add lines 1 through 11 | 88,732. | 88,585. | | |
| 13 Compensation of officers, directors, trustees, etc. | 9,395. | 7,516. | | 1,879. |
| 14 Other employee salaries and wages | | | | |
| 15 Pension plans, employee benefits | | | | |
| 16a Legal fees (attach schedule) | | | | |
| b Accounting fees (attach schedule) STMT 4 | 498. | 399. | NONE | 100. |
| c Other professional fees (attach schedule) STMT 5 | 4,027. | 3,221. | | 805. |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6 | 941. | 25. | | |
| 19 Depreciation (attach schedule) and depletion | | | | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) STMT 7 | 200. | | | 200. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 15,061. | | NONE | 2,984. |
| 25 Contributions, gifts, grants paid | 60,702. | | | 60,702. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 75,763. | 11,161. | NONE | 63,686. |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | 12,969. | | | |
| b Net investment income (if negative, enter -0-) | | 77,424. | | |
| c Adjusted net income (if negative, enter -0-) | | | | |

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

JSA

Form **990-PF** (2010)

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | | | |
|-----------------------------|---|--|----------------|-----------------------|------------|
| | | Beginning of year | End of year | | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value | |
| Assets | 1 | Cash - non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | | | |
| | 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) | | | |
| | b | Investments - corporate stock (attach schedule) | 1,134,110. | 1,147,076. | 1,354,908. |
| | 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) | | | | |
| 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) | 1,134,110. | 1,147,076. | 1,354,908. | |
| 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 <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 and complete lines 27 through 31. <input checked="" type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | 753,589. | 753,589. | |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 380,521. | 393,487. | |
| | 30 | Total net assets or fund balances (see page 17 of the instructions) | 1,134,110. | 1,147,076. | |
| | 31 | Total liabilities and net assets/fund balances (see page 17 of the instructions) | 1,134,110. | 1,147,076. | |

| 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) | 1,134,110. |
| 2 | Enter amount from Part I, line 27a | 12,969. |
| 3 | Other increases not included in line 2 (itemize) | |
| 4 | Add lines 1, 2, and 3 | 1,147,079. |
| 5 | Decreases not included in line 2 (itemize) SEE STATEMENT 8 | 3. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 1,147,076. |

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) | | | | 2 | 53,202. | |
| { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | | | | | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): | | | | 3 | | |
| { 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. } | | | | | | |

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 | 56,900. | 1,290,870. | 0.04407879957 |
| 2008 | 69,358. | 1,138,723. | 0.06090857917 |
| 2007 | 76,805. | 1,410,691. | 0.05444494932 |
| 2006 | 74,145. | 1,603,976. | 0.04622575400 |
| 2005 | 72,264. | 1,499,662. | 0.04818685811 |

| | | |
|---|---|---------------|
| 2 Total of line 1, column (d) | 2 | 0.25384494017 |
| 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 | 0.05076898803 |
| 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 | 4 | 1,404,151. |
| 5 Multiply line 4 by line 3 | 5 | 71,287. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 774. |
| 7 Add lines 5 and 6 | 7 | 72,061. |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18. | 8 | 63,686. |

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

Table with 11 rows for excise tax calculations. Includes sub-sections for exemptions (1), tax under section 511 (2), add lines (3), subtitle A tax (4), tax based on investment income (5), credits/payments (6a-6d), total credits (7), penalty (8), tax due (9), overpayment (10), and refunded amount (11).

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Questions cover political influence (1a-1c), unreported activities (2), changes in governing instruments (3), unrelated business income (4a-4b), liquidation (5), section 508(e) requirements (6), assets (7), reporting states (8a-8b), private operating foundation status (9), and substantial contributors (10).

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 NORTH SIDE BANK & TRUST COMPANY Telephone no. (513) 542-7800
Located at 4125 HAMILTON AVENUE, CINCINNATI, OH ZIP + 4 45223
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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
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 X 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 X 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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 | | 9,395. | -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 |
|---|---|------------------|---|---------------------------------------|
| SEE STATEMENT 11 | | 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 |
|---|---------------------|------------------|
| SEE STATEMENT 12 | | 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 <u>N/A</u> ----- ----- | |
| 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 <u>NONE</u> ----- ----- | |
| 2 ----- ----- | |
| All other program-related investments. See page 24 of the instructions. 3 <u>NONE</u> ----- ----- | |
| 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.)

Table with 6 rows and 2 columns. Row 1: Fair market value of assets not used... 1a: 1,425,534. Row 2: Acquisition indebtedness... 2: NONE. Row 3: Subtract line 2 from line 1d... 3: 1,425,534. Row 4: Cash deemed held for charitable activities... 4: 21,383. Row 5: Net value of noncharitable-use assets... 5: 1,404,151. Row 6: Minimum investment return... 6: 70,208.

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.)

Table with 7 rows and 2 columns. Row 1: Minimum investment return from Part X, line 6... 1: 70,208. Row 2a: Tax on investment income for 2010... 2a: 1,548. Row 2b: Income tax for 2010... 2b: (blank). Row 2c: Add lines 2a and 2b... 2c: 1,548. Row 3: Distributable amount before adjustments... 3: 68,660. Row 4: Recoveries of amounts treated as qualifying distributions... 4: NONE. Row 5: Add lines 3 and 4... 5: 68,660. Row 6: Deduction from distributable amount... 6: NONE. Row 7: Distributable amount as adjusted... 7: 68,660.

Part XII Qualifying Distributions (see page 25 of the instructions)

Table with 6 rows and 2 columns. Row 1a: Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26... 1a: 63,686. Row 1b: Program-related investments - total from Part IX-B... 1b: (blank). Row 2: Amounts paid to acquire assets used... 2: NONE. Row 3a: Suitability test... 3a: NONE. Row 3b: Cash distribution test... 3b: NONE. Row 4: Qualifying distributions... 4: 63,686. Row 5: Foundations that qualify under section 4940(e)... 5: N/A. Row 6: Adjusted qualifying distributions... 6: 63,686.

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 | | | | 68,660. |
| 2 Undistributed income, if any, as of the end of 2010: | | | | |
| a Enter amount for 2009 only | | | 60,702. | |
| b Total for prior years: 20____, 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: ▶ \$ <u>63,686.</u> | | | | |
| a Applied to 2009, but not more than line 2a | | | 60,702. | |
| 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 | | | | 2,984. |
| e Remaining amount distributed out of corpus | NONE | | | |
| 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 | NONE | | | |
| 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. | | | | 65,676. |
| 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 | NONE | | | |
| 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 | NONE | | | |

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)

Table with columns for Tax year (a) 2010, Prior 3 years (b) 2009, (c) 2008, (d) 2007, and (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: a, b, c), and 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:
SEE STATEMENT 13

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 |
|--|--|--------------------------------------|-------------------------------------|---------|
| <p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 14</p> | | | | |
| Total | | | | 60,702. |
| b <i>Approved for future payment</i> | | | | |
| Total | | | | 3b |

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (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.

Table with 3 columns: (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. THE NORTH SIDE BANK TRUST CO, TRUSTEE

Paid Preparer Use Only Form section containing fields for Preparer's name (GORDON POWERS), Signature, Date (01/04/2012), Title (VP + Sr. Trust Officer), Firm's name (THOMSON REUTERS (TAX & ACCOUNTING)), Firm's EIN (75-1297386), Firm's address (35 THOMSON PLACE, 1ST FLOOR BOSTON, MA 02210), and Phone no. (617-856-2811).

**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 LONG-TERM CAPITAL GAIN DIVIDENDS | | | | | 77. | |
| 13,974.00 | | 225. FORTUNE BRANDS, INC PROPERTY TYPE: SECURITIES 5,671.00 | | | | | 10/11/2000 8,303.00 | 12/08/2010 |
| 9,316.00 | | 150. FORTUNE BRANDS, INC PROPERTY TYPE: SECURITIES 4,698.00 | | | | | 05/25/2001 4,618.00 | 12/08/2010 |
| 3,294.00 | | 35.424 CHEVRON CORPORATION PROPERTY TYPE: SECURITIES 1,446.00 | | | | | 01/30/2002 1,848.00 | 01/19/2011 |
| 6,656.00 | | 71.576 CHEVRON CORPORATION PROPERTY TYPE: SECURITIES | | | | | 08/19/2005 6,656.00 | 01/19/2011 |
| 50,000.00 | | 50000. CITIGROUP INC 6.5% 1/16/11 PROPERTY TYPE: SECURITIES 50,286.00 | | | | | 02/15/2001 -286.00 | 01/19/2011 |
| 7,435.00 | | 100. ROCKWELL AUTOMATION INC. PROPERTY TYPE: SECURITIES 71.00 | | | | | 07/06/2001 7,364.00 | 01/19/2011 |
| 4,509.00 | | 368. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES 17,632.00 | | | | | 08/26/2004 -13,123.00 | 04/20/2011 |
| 1,225.00 | | 100. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES 3,411.00 | | | | | 07/30/2008 -2,186.00 | 04/20/2011 |
| 2,451.00 | | 200. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES 2,486.00 | | | | | 12/09/2010 -35.00 | 04/20/2011 |
| 1,225.00 | | 100. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES 1,451.00 | | | | | 01/05/2011 -226.00 | 04/20/2011 |

**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) | |
| 25,000.00 | | 25000. FNMA STEP UP MEDIUM 2.00% DUE 5/1 PROPERTY TYPE: SECURITIES 25,000.00 | | | | | 04/21/2010 | 05/13/2011 |
| 2,749.00 | | 100. ALTRIA GROUP INCORPORATED PROPERTY TYPE: SECURITIES 2,153.00 | | | | | 06/18/2007 | 05/17/2011 596.00 |
| 9,915.00 | | 92. CHEVRON CORPORATION PROPERTY TYPE: SECURITIES | | | | | 08/19/2005 | 07/26/2011 9,915.00 |
| 9,864.00 | | 120. ROCKWELL AUTOMATION INC. PROPERTY TYPE: SECURITIES 85.00 | | | | | 07/06/2001 | 07/26/2011 9,779.00 |
| 9,560.00 | | 168. ROCKWELL COLLINS PROPERTY TYPE: SECURITIES 182.00 | | | | | 07/06/2001 | 07/26/2011 9,378.00 |
| 7,692.00 | | 20. APPLE, INC. PROPERTY TYPE: SECURITIES 3,990.00 | | | | | 01/22/2010 | 09/07/2011 3,702.00 |
| 5,726.00 | | 100. BED BATH & BEYOND PROPERTY TYPE: SECURITIES 3,753.00 | | | | | 02/25/2005 | 09/07/2011 1,973.00 |
| 11,056.00 | | 160. COCA COLA CO COM PROPERTY TYPE: SECURITIES 7,674.00 | | | | | 02/16/2007 | 09/13/2011 3,382.00 |
| 10,769.00 | | 301. MARATHON PETROLEUM CORP PROPERTY TYPE: SECURITIES 7,074.00 | | | | | 06/24/2009 | 09/13/2011 3,695.00 |
| 18.00 | | .5 MARATHON PETROLEUM CORP PROPERTY TYPE: SECURITIES 12.00 | | | | | 06/24/2009 | 09/15/2011 6.00 |
| 10,000.00 | | 10000. FEDERAL HOME LOAN MTG STEP 2.00% PROPERTY TYPE: SECURITIES 10,000.00 | | | | | 07/19/2010 | 10/18/2011 |

**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) | |
| 17,898.00 | | 530. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 20,132.00 | | | | | 11/24/2010 | 10/25/2011 |
| | | | | | | | -2,234.00 | |
| 20,000.00 | | 20000. FREDDIE MAC STEP-UP NOTE 3.00% DU PROPERTY TYPE: SECURITIES 20,000.00 | | | | | 11/22/2010 | 11/16/2011 |
| TOTAL GAIN (LOSS) | | | | | | | ----- 53,202. ===== | |

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|--------------------------------|-----------------------|
| ALTRIA GROUP INCORPORATED | 870. | 870. |
| AMERICAN EXPRESS CO | 270. | 270. |
| APPLIED MATLS INC COM | 369. | 369. |
| BANK OF AMERICA CORPORATION COM | 12. | 12. |
| BANK OF NEW YORK MELLON CORP | 240. | 240. |
| CHEVRON CORPORATION | 962. | 962. |
| CISCO SYSTEMS | 195. | 195. |
| CISCO SYSTEMS 3.15% DUE 3/14/2017 | 312. | 312. |
| CITIGROUP INC 6.5% 1/16/11 | 1,625. | 1,625. |
| COCA COLA CO COM | 1,545. | 1,545. |
| DIRECTV HOLDINGS 5.00% DUE 3/1/2021 | 475. | 475. |
| EXXON MOBIL CORP COM | 683. | 683. |
| FREDDIE MAC STEP-UP NOTE 3.00% DUE 11/15 | 582. | 582. |
| FEDERAL HOME LOAN MTG STEP 2.00% DUE 7/1 | 246. | 246. |
| FNMA STEP UP MEDIUM 2.00% DUE 5/12/20 | 250. | 250. |
| FEDERATED KAUFMANN FUND #66 | 69. | 69. |
| FEDERATED GNMA INST #16 | 786. | 786. |
| FEDERATED TOTAL RETURN BOND REINVEST #28 | 919. | 919. |
| FORTUNE BRANDS, INC | 71. | 71. |
| GENERAL ELEC CO COM | 696. | 696. |
| GOLDMAN SACHS GROUP 4.70% DUE 2/15/2020 | 875. | 875. |
| GOLDMAN SACHS 5.625% DUE 1/15/2017 | 1,406. | 1,406. |
| ILLINOIS TOOL WKS INC COM | 718. | 718. |
| INTEL CORP COM | 984. | 984. |
| INTERNATIONAL BUSINESS MACHS COM | 905. | 905. |
| JP MORGAN CHASE & CO | 424. | 424. |
| JANUS GLOBAL SELECT FD CL T SHS | 451. | 451. |
| JANUS OVERSEAS FUND REIN T SHS | 95. | 95. |
| LOWES COS INC COM | 410. | 410. |
| MGA ASSET INCOME CASH | 68. | 68. |
| MGA ASSET PRINCIPAL CASH | 94. | 94. |
| USX MARATHON GROUP COM NEW | 543. | 543. |

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

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|---|-----------------------------|
| MARATHON PETROLEUM CORP | 60. | 60. |
| MARSH MCLENNAN | 630. | 630. |
| MERCK & COMPANY INC | 488. | 488. |
| MICROSOFT CORP COM | 640. | 640. |
| NEWS CORP | 340. | 340. |
| NORFOLK SOUTHERN CORP | 302. | 302. |
| ORACLE CORP COM | 396. | 396. |
| PAYCHEX INC. | 869. | 869. |
| PFIZER INC COM | 927. | 927. |
| PHILIP MORRIS INTERNATIONAL INC | 839. | 839. |
| POWERSHARES BUILD AMERICA ETF | 832. | 763. |
| PROCTER & GAMBLE CO COM | 1,255. | 1,255. |
| PUTNAM DIVERSIFIED INCOME CLASS A | 1,747. | 1,747. |
| ROCKWELL AUTOMATION INC. | 810. | 810. |
| ROCKWELL COLLINS | 632. | 632. |
| SPDR SELECT HEALTH CARE | 153. | 153. |
| SINCLAIR BROADCAST GROUP | 408. | 408. |
| STAPLES INC COM | 471. | 471. |
| TIME WARNER INC NEW | 464. | 464. |
| UNITED TECHNOLOGIES | 492. | 492. |
| UNITED HEALTH GROUP | 287. | 287. |
| VERIZON COMMUNICATIONS 6.10% DUE 4/15/20 | 3,050. | 3,050. |
| WELLS FARGO & CO | 203. | 203. |
| WELLS FARGO CO 5.00% DUE 11/15/2014 | 750. | 750. |
| NOBLE CORPORATION (SWITZERLAND) | 257. | 257. |
| TOTAL | 35,452. | 35,383. |

FORM 990PF, PART I - OTHER INCOME
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- |
|----------------------|--|
| TOTALS | 78. ===== |

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 | 498. | 399. | | 100. |
| TOTALS | 498. | 399. | NONE | 100. |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|--------------------------------|--------------------------------|-----------------------|---------------------|
| INVESTMENT MGMT FEES-SUBJECT T | 4,027. | 3,221. | 805. |
| TOTALS | 4,027. | 3,221. | 805. |

FORM 990PF, PART I - TAXES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------------|--|--------------------------------------|
| FEDERAL ESTIMATES - PRINCIPAL | 916. | |
| FOREIGN TAXES ON QUALIFIED FOR | 22. | 22. |
| FOREIGN TAXES ON NONQUALIFIED | 3. | 3. |
| TOTALS | 941. | 25. |
| | ===== | ===== |

FORM 990PF, PART I - OTHER EXPENSES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | CHARITABLE PURPOSES ----- |
|--------------------------------|--|---------------------------------|
| OTHER ALLOCABLE EXPENSE-PRINCI | 200. | 200. |
| TOTALS | ----- 200. ===== | ----- 200. ===== |

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

=====

DESCRIPTION

AMOUNT

ROUNDING

3.

TOTAL

3.

=====

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

OH

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

OFFICER NAME:

NORTH SIDE BANK & TRUST COMPANY

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 9,395.

TOTAL COMPENSATION: 9,395.

=====

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

=====

EMPLOYEE NAME:
NONE

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

=====

NAME:
N/A

RECIPIENT NAME:

R. M. KEYES

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

RECIPIENT'S PHONE NUMBER: 513-542-7800

FORM, INFORMATION AND MATERIALS:

REQUEST TO BE SUBMITTED IN LETTER FORM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

=====

RECIPIENT NAME:

SCHEDULE ATTACHED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FINANCIAL SUPPORT OF DONEE CHARITABLE ORG

AMOUNT OF GRANT PAID 60,702.

TOTAL GRANTS PAID:

60,702.

=====

NORTH SIDE BANK & TRUST
CORD FOUNDATION
CHARITABLE DISTRIBUTIONS FOR FYE 11/30/2011

| Posting Date | Amount | Explanation | Explanation (line 2) |
|--------------|-----------|--|---------------------------------------|
| 11/29/2011 | -1,000.00 | AMERICAN DIABETES ASSOCIATION | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -4,000.00 | ARPPSC OF HAMILTON COUNTY INC | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | AMERICAN HEART ASSOCIATION | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | AMERICAN CANCER SOCIETY | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -750.00 | HUMANE ASSOCIATION OF WARREN COUNTY | CHARITABLE CONTRIBUTION FROM |
| 11/29/2011 | -3,000.00 | THE JEWISH HOSPITAL | DEVELOPMENT OFFICE |
| 11/29/2011 | -1,000.00 | ARTHRITIS FOUNDATION | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -750.00 | ART ACADEMY OF CINCINNATI | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | MENNINGER CLINIC & DEVELOPEMENT OFFICE | ATTN: MONTY NELSON |
| 11/29/2011 | -1,000.00 | MIAMI UNIVERSITY | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -9,750.00 | THE MONARCH SCHOOL | ATTN: JANET R. COHEN |
| 11/29/2011 | -500.00 | ONE WAY FARM | CHARITABLE CONTRIBUTION FROM |
| 11/29/2011 | -1,750.00 | OPERATION USO CARE PACKAGE | CHARITABLE CONTRIBUTION FROM |
| 11/29/2011 | -1,000.00 | UNITED WAY - FOOD DRIVE | CHARITABLE CONTRIBUTION FROM THE CORD |
| 11/29/2011 | -5,000.00 | BETHESDA BREAST CENTER | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | WOBO OPERATING FUND | CHARITABLE CONTRIBUTION FROM |
| 11/29/2011 | -1,500.00 | WOMEN ART CLUB OF CINCINNATI | ATTN: ANN ARNOLD |
| 11/29/2011 | -1,000.00 | BOY SCOUTS OF AMERICA | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | CINCINNATI ART CLUB | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | CINCINNATI ART MUSEUM | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | CINCINNATI HISTORICAL SOCIETY | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | CINCINNATI PLAYHOUSE IN THE PARK | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | CINCINNATI SYMPHONY ORCHESTRA | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -2,000.00 | THE CINCINNATI ZOO & BOTANICAL GARDEN | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | CONTEMPORARY ART CENTER | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | FINE ARTS FUND | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -2,000.00 | FREE STORE / FOOD BANK INC. | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -250.00 | GEORGETOWN UNIVERSITY LAW CENTER | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | GREATER CINCINNATI POLICE ATHLETIC ASSOC | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -2,000.00 | HOSPICE OF CINCINNATI, ENDOWMENT FUND | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -250.00 | HOUSTON AREA SUZUKI PIANO ASSOCIATION | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | MUSEUM OF NATURAL HISTORY & SCIENCE | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | OHIO ST. COLLEGE OF VETERINARY MEDICINE | CHARITABLE CONTRIBUTION |

NORTH SIDE BANK & TRUST
 CORD FOUNDATION
 CHARITABLE DISTRIBUTIONS FOR FYE 11/30/2011

| Posting Date | Amount | Explanation | Explanation (line 2) |
|--------------|-----------|------------------------------------|------------------------------|
| 11/29/2011 | -1,000.00 | PUBLIC LIBRARY OF CINCINNATI | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | RECORDING FOR THE BLIND | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | SEVEN HILLS SCHOOL | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | SHRINERS HOSPITALS FOR CHILDREN | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -1,000.00 | SPCA CINCINNATI | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | ST. RITA SCHOOL FOR THE DEAF | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -250.00 | SWEET BRIAR COLLEGE | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | UNITED NEGRO COLLEGE FUND | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -500.00 | U.S. OLYMPIC FUND | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -600.00 | WCET-TV | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -400.00 | 4 C FOR CHILDREN | CHARITABLE CONTRIBUTION FROM |
| 11/29/2011 | -452.00 | WVXU - FM | CHARITABLE CONTRIBUTION |
| 11/29/2011 | -4,000.00 | HOUSTON FEDERATION OF FAMILIES FOR | CHILDREN'S MENTAL HEALTH |
| 11/29/2011 | -1,000.00 | WOUNDED WARRIORS PROJECT | ATTN: DONOR SERVICES |

-60,702.00

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No. 1545-0092

2010

Department of the Treasury
Internal Revenue Service

▶ **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).**

Name of estate or trust

Employer identification number

CORD FOUNDATION TRUST 001576

31-6016786

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 | -2,495. |
| 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 | -2,495. |

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 LONG-TERM CAPITAL GAIN DIVIDENDS | | STMT 1 | | | 77. |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

| | | |
|--|-----------|---------|
| b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | 55,620. |
| 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 | 55,697. |

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 | | -2,495. |
| 14 | Net long-term gain or (loss): | | | |
| a | Total for year | 14a | | 55,697. |
| 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 | | 53,202. |

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, as 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 | | |

FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

| | | |
|-------------------|-------|--|
| | 46.00 | |
| CONAGRA FOODS INC | 13.00 | |
| MOTOROLA INC | 18.00 | |

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 77.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 77.00

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For the Account of **CORD FOUNDATION TRUST**

Report Date **12/21/2011 11:12 AM**

Previous Close Date **12/20/2011**

Account Number **23 00 1576 0 03**

Reconstruct Account Holdings As Of 11/30/2011

| CUSIP | Security Name | Shares / Par | Investment | Unit Price | Market Value | Price Date |
|-----------|---|--------------|------------|------------|--------------|------------|
| 02209S103 | ALTRIA GROUP INCORPORATED | 512 0000 | 10,387 35 | 28 69 | 14,689 28 | 11/30/2011 |
| 025816109 | AMERICAN EXPRESS CO | 377 0000 | 18,803 36 | 48 04 | 18,111 08 | 11/30/2011 |
| 037833100 | APPLE, INC | 60 0000 | 11,968 68 | 382 20 | 22,932 00 | 11/30/2011 |
| 038222105 | APPLIED MATLS INC COM | 1,230 0000 | 28,253 69 | 10 78 | 13,259 40 | 11/30/2011 |
| 064058100 | BANK OF NEW YORK MELLON CORP | 500 0000 | 17,979 92 | 19 46 | 9,730 00 | 11/30/2011 |
| 075896100 | BED BATH & BEYOND | 409 0000 | 15,349 67 | 60 51 | 24,748 59 | 11/30/2011 |
| 166764100 | CHEVRON CORPORATION | 227 0000 | 0 58 | 102 82 | 23,340 14 | 11/30/2011 |
| 17275R102 | CISCO SYSTEMS | 1,492 0000 | 39,305 69 | 18 64 | 27,810 88 | 11/30/2011 |
| 17275RAK8 | CISCO SYSTEMS 3 15% DUE 3/14/2017 | 20,000 0000 | 20,256 00 | 106 534 | 21,306 80 | 11/30/2011 |
| 191216100 | COCA COLA CO COM | 675 0000 | 32,373 00 | 67 23 | 45,380 25 | 11/30/2011 |
| 25459HBA2 | DIRECTV HOLDINGS 5 00% DUE 3/1/2021 | 20,000 0000 | 20,272 50 | 103 739 | 20,747 80 | 11/30/2011 |
| 30231G102 | EXXON MOBIL CORP COM | 375 0000 | 13,927 50 | 80 44 | 30,165 00 | 11/30/2011 |
| 314172636 | FEDERATED KAUFMAN SMALL CAP FUND #757 | 846 0240 | 20,000 00 | 22 84 | 19,323 19 | 11/30/2011 |
| 314172677 | FEDERATED KAUFMANN FUND #66 | 2,066 1160 | 10,000 00 | 4 78 | 9,876 03 | 11/30/2011 |
| 314184102 | FEDERATED GNMA INST #16 | 1,896 7590 | 21,354 63 | 11 55 | 21,907 57 | 11/30/2011 |
| 31428Q507 | FEDERATED TOTAL RETURN BOND REINVEST #288 | 2,068 6230 | 22,072 35 | 11 28 | 23,334 07 | 11/30/2011 |
| 31428Q754 | FEDERATED ULTRASHORT BOND CL SS FD #838 NEW | 2,183 4060 | 20,000 00 | 9 14 | 19,956 33 | 11/30/2011 |
| 369604103 | GENERAL ELEC CO COM | 1,200 0000 | 35,181 60 | 15 91 | 19,092 00 | 11/30/2011 |
| 38141E2W8 | GOLDMAN SACHS GROUP 4 70% DUE 2/15/2020 | 25,000 0000 | 25,000 00 | 91 23 | 22,807 50 | 11/30/2011 |
| 38141GEU4 | GOLDMAN SACHS 5 625% DUE 1/15/2017 | 25,000 0000 | 23,884 50 | 97 064 | 24,266 00 | 11/30/2011 |
| 38259P508 | GOOGLE INC | 22 0000 | 10,750 30 | 599 39 | 13,186 58 | 11/30/2011 |
| 452308109 | ILLINOIS TOOL WKS INC COM | 520 0000 | 21,100 68 | 45 44 | 23,628 80 | 11/30/2011 |
| 458140100 | INTEL CORP COM | 1,598 0000 | 45,311 22 | 24 91 | 39,806 18 | 11/30/2011 |
| 459200101 | INTERNATIONAL BUSINESS MACHSCOM | 300 0000 | 26,945 60 | 188 00 | 56,400 00 | 11/30/2011 |
| 471023648 | JANUS GLOBAL SELECT FD CL T SHS | 3,802 2810 | 40,000 00 | 9 81 | 37,300 38 | 11/30/2011 |
| 471023846 | JANUS OVERSEAS FUND REIN T SHS | 1,277 2070 | 48,364 55 | 36 21 | 46,247 67 | 11/30/2011 |
| 548661107 | LOWES COS INC COM | 820 0000 | 11,136 02 | 24 01 | 19,688 20 | 11/30/2011 |
| 553994195 | MGA ASSET INCOME CASH | 22,696 6100 | 22,696 61 | 1 00 | 22,696 61 | 11/08/2011 |

NORTH SIDE BANK AND TRUST

For the Account of **CORD FOUNDATION TRUST**

Report Date **12/21/2011 11:12 AM**

Previous Close Date **12/20/2011**

Account Number **23 00 1576 0 03**

Reconstruct Account Holdings As Of 11/30/2011

| CUSIP | Security Name | Shares / Par | Investment | Unit Price | Market Value | Price Date |
|-------------------------|--|---------------------|---------------------|------------|---------------------|------------|
| 554994194 | MGA ASSET PRINCIPAL CASH | 53,973 0000 | 53,973 00 | 1 00 | 53,973 00 | 11/08/2011 |
| 565849106 | USX MARATHON GROUP COM NEW | 603 0000 | 10,475 35 | 27 96 | 16,859.88 | 11/30/2011 |
| 571748102 | MARSH MCLENNAN | 733 0000 | 17,056 72 | 30 19 | 22,129 27 | 11/30/2011 |
| 58933Y105 | MERCK & COMPANY INC | 321 0000 | 9,041 87 | 35 75 | 11,475 75 | 11/30/2011 |
| 594918104 | MICROSOFT CORP COM | 1,000 0000 | 28,548 60 | 25 58 | 25,580 00 | 11/30/2011 |
| 65248E203 | NEWS CORP | 2,000 0000 | 14,460 00 | 17 85 | 35,700 00 | 11/30/2011 |
| 655844108 | NORFOLK SOUTHERN CORP | 190 0000 | 10,754 17 | 75 54 | 14,352 60 | 11/30/2011 |
| 68389X105 | ORACLE CORP COM | 1,720 0000 | 27,585 79 | 31 35 | 53,922 00 | 11/30/2011 |
| 704326107 | PAYCHEX INC | 695 0000 | 21,294 25 | 29 11 | 20,231 45 | 11/30/2011 |
| 717081103 | PFIZER INC COM | 1,188 0000 | 39,983 27 | 20 07 | 23,843 16 | 11/30/2011 |
| 718172109 | PHILIP MORRIS INTERNATIONAL INC | 312 0000 | 15,306 74 | 76 24 | 23,786.88 | 11/30/2011 |
| 73937BA07 | POWERSHARES BUILD AMERICA ETF | 574 0000 | 15,117 30 | 28 464 | 16,338 34 | 11/30/2011 |
| 742718109 | PROCTER & GAMBLE CO COM | 610 0000 | 20,317 30 | 64 57 | 39,387 70 | 11/30/2011 |
| 746704105 | PUTNAM DIVERSIFIED INCOME CLASS A | 3,334 0070 | 26,935 38 | 7 27 | 24,238 23 | 11/30/2011 |
| 767204100 | RIO TINTO PLC | 200 0000 | 9,987 60 | 53 07 | 10,614 00 | 11/30/2011 |
| 773903109 | ROCKWELL AUTOMATION INC | 440 0000 | 313 34 | 75 03 | 33,013 20 | 11/30/2011 |
| 774341101 | ROCKWELL COLLINS | 532 0000 | 576 41 | 54 90 | 29,206 80 | 11/30/2011 |
| 81369Y209 | SPDR SELECT HEALTH CARE | 233 0000 | 6,631 18 | 33 88 | 7,894 04 | 11/30/2011 |
| 829226109 | SINCLAIR BROADCAST GROUP | 1,700 0000 | 18,755 92 | 10 34 | 17,578 00 | 11/30/2011 |
| 855030102 | STAPLES INC COM | 1,207 0000 | 11,051 83 | 14 41 | 17,392 87 | 11/30/2011 |
| 887317303 | TIME WARNER INC NEW | 506 0000 | 36,073 02 | 34 82 | 17,618 92 | 11/30/2011 |
| 913017109 | UNITED TECHNOLOGIES | 272 0000 | 7,806 40 | 76 60 | 20,835.20 | 11/30/2011 |
| 91324P102 | UNITED HEALTH GROUP | 500 0000 | 13,725 00 | 48 77 | 24,385 00 | 11/30/2011 |
| 92343VAM6 | VERIZON COMMUNICATIONS 6 10% DUE 4/15/2018 | 50,000 0000 | 50,000 00 | 118 208 | 59,104 00 | 11/30/2011 |
| 949746101 | WELLS FARGO & CO | 496 0000 | 12,937 47 | 25 86 | 12,826 56 | 11/30/2011 |
| 949746CR0 | WELLS FARGO CO 5 00% DUE 11/15/2014 | 15,000 0000 | 15,787 95 | 105 977 | 15,896 55 | 11/30/2011 |
| H5833N103 | NOBLE CORPORATION (SWITZERLAND) | 434 0000 | 19,903 80 | 34 53 | 14,986 02 | 11/30/2011 |
| Total Securities | | 275,927,0330 | 1,147,075.66 | | 1,354,907.75 | |

NORTH SIDE BANK AND TRUST

For the Account of **CORD FOUNDATION TRUST**

Report Date **12/21/2011 11:12 AM**

Previous Close Date **12/20/2011**

Account Number **23 00 1576 0 03**

Reconstruct Account Holdings As Of 11/30/2011

| CUSIP | Security Name | Shares / Par | Investment | Unit Price | Market Value | Price Date |
|-------|----------------|--------------|--------------|------------|--------------|------------|
| | Income Cash | | 0.00 | | 0.00 | |
| | Principal Cash | | 0.00 | | 0.00 | |
| | TOTAL | | 1,147,075.66 | | 1,354,907.75 | |