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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
CHRISTMAN ANNE KILCAWLEY FDN 450033014

A Employer identification number
35-6735706

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O FARMERS TRUST CO 42 MCCLURG R

B Telephone number (see page 10 of the instructions)
(330) 743-7000

City or town, state, and ZIP code
YOUNGSTOWN, OH 44512

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 43,357,388

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))*

	Line	Description	(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	169	169		
	4	Dividends and interest from securities	1,172,879	1,172,879		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,538,417			
	b	Gross sales price for all assets on line 6a 35,988,062				
	7	Capital gain net income (from Part IV, line 2)		2,538,417		
	8	Net short-term capital gain			0	
	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)	5,000			
	12	**Total.** Add lines 1 through 11	3,716,465	3,711,465		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	266,905	186,833		80,071
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)	7,177	3,589	0	3,589
	b	Accounting fees (attach schedule)	2,520	630	0	1,890
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	30,745	5,745		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	200			200
	24	**Total operating and administrative expenses.** Add lines 13 through 23	307,547	196,797	0	85,750
	25	Contributions, gifts, grants paid	1,820,000			1,820,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,127,547	196,797	0	1,905,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,588,918			
	b	**Net investment income** (if negative, enter -0-)		3,514,668		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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		-300,126	-300,126
2	Savings and temporary cash investments	1,036,120	1,928,124	1,928,124
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	6,660,350	8,137,549	8,130,398
b	Investments—corporate stock (attach schedule)	15,114,548	15,366,543	20,824,736
c	Investments—corporate bonds (attach schedule)	9,256,635	8,049,940	8,195,995
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	154,998	154,998	154,998
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	3,409,286	3,883,825	4,423,263
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	35,631,937	37,220,853	43,357,388
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
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	35,631,937	37,220,853	
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)	35,631,937	37,220,853	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	35,631,937	37,220,853	

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	35,631,937
2	Enter amount from Part I, line 27a	2	1,588,918
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	37,220,855
5	Decreases not included in line 2 (itemize) ▶	5	2
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	37,220,853

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,538,417
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))
2010	1,778,529	39,114,599	0 04547
2009	1,553,558	36,394,455	0 042687
2008	1,091,469	29,116,659	0 037486
2007	1,126,816	29,515,903	0 038177
2006	1,440,830	27,212,703	0 052947

2	**Total** of line 1, column (d)	2	0 216767
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 043353
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	43,039,230
5	Multiply line 4 by line 3	5	1,865,880
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	35,147
7	Add lines 5 and 6	7	1,901,027
8	Enter qualifying distributions from Part XII, line 4	8	1,905,750

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ____ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	35,147
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	35,147
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	35,147
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	42,622		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	42,622
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,475
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 7,475	**Refunded** ▶		11	0

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶FARMERS TRUST COMPANY Telephone no ▶(330) 743-7000

Located at ▶42 MCCLURG ROAD YOUNGSTOWN OH ZIP+4 ▶44512

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 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See 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

			Yes	No
	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 ☑ 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 20 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 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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** 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? **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
FARMERS TRUST COMPANY 42 MCCLURG ROAD YOUNGSTOWN, OH 44512	CO-TRUSTEE 2	210,727		
HERBERT H PRIDHAM 330 OVERBROOK DRIVE CANFIELD, OH 44406	CO-TRUSTEE 1	56,178		

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

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	41,674,876
b	Average of monthly cash balances	1b	2,019,774
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	43,694,650
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	43,694,650
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	655,420
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	43,039,230
6	**Minimum investment return.** Enter 5% of line 5	6	2,151,962

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	2,151,962
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 35,147		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	35,147
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,116,815
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	2,116,815
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,116,815

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	1,905,750
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,905,750
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	35,147
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,870,603

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,116,815
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			144,687	
b Total for prior years 2009 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006. 0				
b From 2007. 0				
c From 2008. 0				
d From 2009. 0				
e From 2010. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,905,750				
a Applied to 2010, but not more than line 2a			144,687	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				1,761,063
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				355,752
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . . 0				
b Excess from 2008. . . . 0				
c Excess from 2009. . . . 0				
d Excess from 2010. . . . 0				
e Excess from 2011. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
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 organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				1,820,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	169	
4 Dividends and interest from securities. . . .			14	1,172,879	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,538,417	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a EXCISE TAX REFUND			1	5,000	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				3,716,465	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 3,716,465

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

******	2012-05-03	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name		Firm's EIN	
Firm's address		Phone no	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☑ No

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
5000 AFLAC INC		2011-02-11	2011-07-14
913000 AT&T INC 2 500% 08/15/15		2010-07-28	2011-04-15
87000 AT&T INC 2 500% 08/15/15		2010-07-28	2011-04-26
87000 AT&T INC 2 950% 05/15/16		2011-04-26	2011-08-15
392000 BANK NOVA SCOTIA HALIFAX 2 250% 01/22/13		2011-04-07	2011-09-15
119000 BOEING CAPITAL CORP 2 125% 08/15/16		2011-07-28	2011-09-06
2500 CATERPILLAR INC DEL COM		2009-03-06	2011-02-11
1000 CATERPILLAR INC DEL COM		2009-03-06	2011-05-05
3000 CATERPILLAR INC DEL COM		2009-03-06	2011-10-28
190000 COCA COLA CO 3 150% 11/15/20		2011-04-06	2011-05-19
500000 CONOCOPHILLIPS 5 200% 05/15/18		2009-02-03	2011-04-06
10000 DTE ENERGY CO		2010-04-08	2011-02-11
5000 DU PONT E I DE NEMOURS & CO COM		2004-11-30	2011-02-11
500000 ESTEE LAUDER COS INC 5 550% 05/15/17		2009-03-17	2011-04-05
1000000 FEDERAL FARM CREDIT BANK 3 500% 12/02/16-11 C		2010-04-08	2011-03-28
1000000 FEDERAL FARM CREDIT BANK 3 875% 03/29/18-11 C		2010-04-08	2011-03-29
1000000 FEDERAL HOME LOAN BANK 3 500% 06/24/14-11 C		2009-06-10	2011-03-28
145000 FEDERAL HOME LOAN BANK 2 150% 11/25/13-11		2010-02-03	2011-02-25
1000000 FEDERAL HOME LOAN BANK 4 125% 04/15/19-11 C		2010-06-23	2011-03-28
1000000 FEDERAL HOME LOAN BANK 2 900% 04/16/15-12 C		2010-04-08	2011-03-28
1000000 FEDERAL HOME LOAN BANK 3 750% 04/19/17-12 C		2010-04-08	2011-03-28
500000 FEDERAL HOME LOAN BANK 2 250% 06/02/14-11 C		2010-05-26	2011-03-28
144000 FEDERAL NATIONAL MORTGAGE ASSOC 1 125% 06/27/14		2011-05-12	2011-07-05
174000 FEDERAL NATIONAL MORTGAGE ASSOC 1 125% 06/27/14		2011-05-12	2011-07-07
1000000 FEDERAL NATIONAL MORTGAGE ASSOC 2 500% 09/14/17		2010-08-30	2011-03-28
1000000 FEDERAL NATIONAL MORTGAGE ASSOC 1 250% 11/04/14-11 Q		2010-11-03	2011-03-28
941000 FEDERAL HOME LOAN MORTGAGE CORP 4 125% 09/27/13		2011-04-19	2011-05-12
945000 FEDERAL NATIONAL MORTGAGE ASSOC 2 875% 12/11/13		2011-04-01	2011-05-12
549000 FEDERAL NATIONAL MORTGAGE ASSOC 2 500% 05/15/14		2011-04-19	2011-05-12
147000 GENERAL DYNAMICS CORP 1 375% 01/15/15		2011-07-05	2011-07-12

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
250000 GENERAL ELECTRIC CO 5 000% 02/01/13		2008-09-18	2011-04-07
1000000 GENERAL ELECTRIC CO 5 250% 12/06/17		2008-02-20	2011-04-07
450000 GENERAL ELECTRIC CAPITAL CORP 1 875% 09/16/13		2011-04-07	2011-09-15
500000 GOLDMAN SACHS GROUP INC 1 625% 07/15/11		2009-02-10	2011-04-07
364000 GOOGLE INC 1 250% 05/19/14		2011-05-16	2011-05-31
500000 JOHNSON & JOHNSON 5 550% 08/15/17		2008-10-15	2011-04-06
500000 LILLY ELI & CO 4 500% 03/15/18		2009-02-03	2011-04-06
1000000 MICROSOFT CORP 4 200% 06/01/19		2009-05-12	2011-04-14
287000 PEPSICO INC 2 500% 05/10/16		2011-05-03	2011-10-04
10000 T ROWE PRICE GROUP INC		2009-09-29	2011-12-07
1000000 PROCTER & GAMBLE CO 3 500% 02/15/15		2009-02-12	2011-04-13
374000 PROCTER & GAMBLE CO 0 700% 08/15/14		2011-08-10	2011-08-23
223000 ROYAL BANK OF CANADA 2 875% 04/19/16		2011-04-12	2011-06-24
14700 STANCORP INC		2002-03-26	2011-01-26
173000 SANOFI AVENTIS 1 625% 03/28/14		2011-04-07	2011-05-09
196000 SANOFI 1 200% 09/30/14		2011-09-27	2011-09-29
176000 TORONTO DOMINION BANK 1 375% 07/14/14		2011-07-07	2011-08-04
334000 TOTAL CAPITAL SA 2 300% 03/15/16		2011-04-06	2011-08-04
246000 UNITED PARCEL SERVICE INC 3 125% 01/15/21		2011-04-14	2011-07-28
276000 U S BANCORP 1 125% 10/30/13		2011-04-04	2011-09-22
146000 U S TREASURY NOTE 5 125% 06/30/11		2011-04-28	2011-05-04
176000 U S TREASURY NOTE 5 125% 06/30/11		2011-04-28	2011-05-16
1419000 U S TREASURY NOTE 5 125% 06/30/11		2011-04-28	2011-06-30
294000 U S TREASURY NOTE 1 000% 08/31/11		2011-04-28	2011-08-26
317000 U S TREASURY NOTE 1 375% 11/15/12		2011-05-13	2011-12-13
1703000 U S TREASURY NOTE 1 000% 12/31/11		2011-05-31	2011-09-02
198000 U S TREASURY NOTE 1 000% 12/31/11		2011-05-31	2011-09-27
231000 U S TREASURY NOTE 1 000% 12/31/11		2011-07-12	2011-12-07
44000 U S TREASURY NOTE 1 000% 04/30/12		2011-06-28	2011-07-29
203000 U S TREASURY NOTE 1 000% 04/30/12		2011-06-28	2011-08-10

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
174000 U S TREASURY NOTE 3 500% 05/15/20		2011-04-29	2011-05-16
145000 U S TREASURY NOTE 2 625% 11/15/20		2011-06-27	2011-07-21
30000 U S TREASURY NOTE 2 625% 11/15/20		2011-06-27	2011-07-25
188000 U S TREASURY NOTE 2 625% 11/15/20		2011-09-26	2011-11-14
341000 U S TREASURY NOTE 2 625% 11/15/20		2011-04-29	2011-12-13
145000 U S TREASURY NOTE 1 250% 03/15/14		2011-04-28	2011-05-04
175000 U S TREASURY NOTE 0 625% 07/15/14		2011-08-04	2011-08-10
187000 U S TREASURY NOTE 1 500% 07/31/16		2011-09-06	2011-09-08
461000 U S TREASURY NOTE 1 500% 07/31/16		2011-10-04	2011-10-31
328000 U S TREASURY NOTE 1 500% 07/31/16		2011-09-15	2011-12-02
406000 U S TREASURY NOTE 1 500% 07/31/16		2011-09-29	2011-12-05
245000 U S TREASURY NOTE 2 125% 08/15/21		2011-10-27	2011-12-13
649000 U S TREASURY NOTE 1 500% 08/31/18		2011-09-02	2011-12-13
391000 VERIZON COMMUNICATIONS INC 4 600% 04/01/21		2011-04-14	2011-10-27
393000 WELLS FARGO CO 3 750% 10/01/14		2011-04-07	2011-09-13
500000 YOUNGSTOWN ST UNIVERSITY OH 4 542% 12/15/17		2010-03-17	2011-03-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
226,239		283,224	-56,985
911,055		917,565	-6,510
86,812		87,435	-623
89,698		86,842	2,856
400,193		400,616	-423
121,116		118,931	2,185
254,895		60,931	193,964
109,962		24,373	85,589
292,644		73,118	219,526
182,951		176,930	6,021
547,190		499,985	47,205
468,420		459,927	8,493
271,545		225,570	45,975
545,650		478,250	67,400
1,004,000		1,000,000	4,000
1,000,000		995,500	4,500
1,005,000		1,000,000	5,000
145,000		145,000	
997,500		1,018,900	-21,400
1,006,500		1,000,000	6,500
1,014,000		1,000,000	14,000
500,000		500,950	-950
144,771		143,798	973
174,682		173,756	926
962,100		1,000,000	-37,900
972,750		1,000,000	-27,250
1,013,324		1,012,041	1,283
992,835		985,381	7,454
571,595		568,294	3,301
147,547		146,765	782

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
266,340		247,100	19,240
1,087,330		997,330	90,000
453,920		450,347	3,573
501,930		501,435	495
365,427		363,916	1,511
571,245		498,125	73,120
525,580		499,390	26,190
1,037,660		1,012,520	25,140
298,027		286,733	11,294
572,164		463,150	109,014
1,049,970		1,017,500	32,470
373,278		372,463	815
230,506		222,474	8,032
1,437,440			1,437,440
174,607		172,825	1,782
196,241		195,759	482
177,998		175,593	2,405
344,868		324,571	20,297
241,877		227,646	14,231
275,823		273,372	2,451
147,049		147,278	-229
177,044		177,541	-497
1,419,000		1,431,421	-12,421
294,045		294,908	-863
320,615		321,719	-1,104
1,708,183		1,712,526	-4,343
198,487		198,983	-496
231,144		232,038	-894
44,258		44,294	-36
204,268		204,357	-89

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
181,204		178,521	2,683
141,284		139,401	1,883
29,341		29,435	-94
199,720		190,614	9,106
362,151		322,499	39,652
146,093		146,031	62
176,640		176,005	635
192,909		192,578	331
473,280		474,573	-1,293
337,442		337,185	257
418,052		416,115	1,937
247,296		239,192	8,104
653,282		650,067	3,215
428,790		392,943	35,847
417,720		413,090	4,630
496,560		500,000	-3,440

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-56,985
			-6,510
			-623
			2,856
			-423
			2,185
			193,964
			85,589
			219,526
			6,021
			47,205
			8,493
			45,975
			67,400
			4,000
			4,500
			5,000
			-21,400
			6,500
			14,000
			-950
			973
			926
			-37,900
			-27,250
			1,283
			7,454
			3,301
			782

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			19,240
			90,000
			3,573
			495
			1,511
			73,120
			26,190
			25,140
			11,294
			109,014
			32,470
			815
			8,032
			1,437,440
			1,782
			482
			2,405
			20,297
			14,231
			2,451
			-229
			-497
			-12,421
			-863
			-1,104
			-4,343
			-496
			-894
			-36
			-89

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,683
			1,883
			-94
			9,106
			39,652
			62
			635
			331
			-1,293
			257
			1,937
			8,104
			3,215
			35,847
			4,630
			-3,440

Form 990PF Part XV Line 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*				
LAKE ERIE COLLEGE391 WEST WASHINGTON STREET PAINESVILLE,OH 44077	N/A	PUBLIC UNIVERSITY	PUBLIC SUPPORT	260,000
BUTLER INSTITUTE OF ART524 WICK AVE YOUNGSTOWN,OH 44502	N/A	PUBLIC CHARITY	PUBLIC SUPPORT	260,000
MAHONING VALLEY HISTORICAL SOCIETYMR WILLIAM LAWSON YOUNGSTOWN,OH 44502	N/A	PUBLIC CHARITY	PUBLIC SUPPORT	260,000
FIRST PRESBYTERIAN CHURCH - CANFIELDPASTOR LARRY BOWALD CANFIELD,OH 44406	N/A	RELIGIOUS ORGANIZATI	PUBLIC SUPPORT	260,000
HOSPICE OF YOUNGSTOWNLIZ MCGARRY YOUNGSTOWN,OH 44512	N/A	PUBLIC CHARITY	PUBLIC SUPPORT	260,000
PARK VISTA RETIREMENT COMMUNITY1216 FIFTH AVENUE YOUNGSTOWN,OH 44504	N/A	PUBLIC ORGANIZATION	PUBLIC SUPPORT	260,000
HENRY H STAMBAUGH AUDITORIUM ASSOCDBA STAMBAUGH AUDITORIUM YOUNGSTOWN,OH 445041603	N/A	PUBLIC CHARITY	PUBLIC SUPPORT	260,000
Total . . . . ▶ **3a**				1,820,000

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TY 2011 Accounting Fees Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	2,520	630		1,890

TY 2011 Investments Corporate Bonds Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Name of Bond	End of Year Book Value	End of Year Fair Market Value
500,000 CONOCOPHILLIPS 5.20%		
500,000 ESTEE LAUDER 5.550%		
1,000,000 FNMA 1.250% 11/04/14		
250,000 GE CO 5.000% 2/1/13		
1,000,000 GE CO 5.250% 12/6/17		
500,000 JOHNSON & JOHNSON		
500,000 GOLDMAN SACHS 1.625%		
500,000 LILLY ELI 4.500%		
1,000,000 MICROSOFT 4.200%		
1,000,000 PROCTOR & GAMBLE 3.5		
1,000,000 AT&T 2.500% 8/15/15		
1,000,000 FNMA 2.500% 9/14/17		
500,000 YOUNGSTOWN ST 4.542%		
145,000 AT&T 6.700% 11/15/13	163,382	159,849
73,000 AT&T 2.400% 8/15/16	72,961	74,481
145,000 BERKSHIRE HATHAWAY	158,211	160,622
217,000 BLACKROCK 2.25%	221,279	219,934
162,000 BLACKROCK 4.250%	161,073	169,361
333,000 BOEING CAPITAL GR	338,128	340,176
116,000 CISCO SYSTEMS	115,421	125,904
320,000 CITIGROUP INC 5.375%	332,086	329,046
232,000 COOP CENRALE RAIFFEI	224,404	227,337
143,000 DIEGO CAP 7.375%	164,414	161,397
1,327,000 FNMA 1.125% 6/27/14	1,325,142	1,345,047
334,000 GOLDMAN SACHS 6.000%	356,916	342,136
29,000 GOLDMAN SACHS 5.25%	28,984	28,291
172,000 JPMORGAN CHASE 4.40%	167,927	175,650
221,000 JPMORGAN CHASE 3.45%	220,637	224,525
277,000 MERRILL LYNCH 6.875%	309,226	273,105
189,000 METLIFE 6.750% 6/16	217,968	217,736
418,000 MICROSOFT 2.500%	420,880	443,816
322,000 MORGAN STANLEY 5.50%	325,490	297,734
261,000 SHELL INTL FIN 3.10%	266,685	279,829
421,000 STATE STREET 4.375%	419,611	461,694
304,000 STATOILHYDRO A 5.25%	329,703	351,804
179,000 TOYOTO MOT 2.000%	178,071	180,781
202,000 TOYOTA MOT 1.250%	201,556	203,127
178,000 VERIZON 3.500%	176,590	185,319
393,000 WALMART 4.250%	390,442	454,108
414,000 WELLS FARGO 2.625%	412,940	413,747
346,000 WESTPAC BKG 2.250%	349,813	349,439

TY 2011 Investments Corporate Stock Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6,000 SHS CHEVRON CORP	221,158	638,400
7,000 SHS MCDONALDS CORP	356,493	702,310
13,000 SHS HEWLETT PACKARD CO	286,390	334,880
8,000 SHS JOHNSON & JOHNSON	400,745	524,640
8,000 SHS ABBOTT LABS	385,661	449,840
20,000 SHS AT&T INC	672,500	604,800
14,700 SHS STANCORP		
8,400 SHS CONOCOPHILLIPS	319,904	612,108
15,000 SHS DUPONT DE NEMOURS	446,064	686,700
40,000 SHS GENERAL ELEC	741,280	716,400
8,000 SHS PROCTOR & GAMBLE	436,099	533,680
5,000 SHS IBM	511,254	919,400
15,000 SHS DOMINION RESOURCES	539,249	796,200
10,250 SHS CAMPBELL SOUP CO	377,713	340,710
6,000 SHS EXXON MOBIL CORP	440,141	508,560
8,000 SHS UNITED TECHNOLOGIES	461,802	584,720
30,000 SHS PFIZER INC	489,606	649,200
20,000 SHS ALTRIA GROUP INC	339,000	593,000
25,000 SHS AQUA AMERICA INC	442,350	551,250
3,500 SHS CATERPILLAR INC	85,304	317,100
10,000 SHS COCA COLA CO	488,793	699,700
10,000 SHS HOME DEPOT INC	250,000	420,400
10,000 SHS HONEYWELL INT'L INC	241,822	543,500
25,000 SHS JPMORGAN CHASE & CO	758,777	831,250
12,000 SHS PHILIP MORRIS INT'L	500,137	941,760
10,000 SHS PRICE T ROWE GR INC		
12,000 SHS SMUCKER J M CO NEW	415,484	938,040
15,000 SHS VERIZON COMM	436,844	601,800
2,000 SHS APPLE COMPUTER	538,545	810,000
5,000 SHS BERKSHIRE HATHAWAY	398,440	381,500
10,000 SHS DTE ENERGY		
30,000 SHS FRONTIER COMMUN	278,148	154,500
7,800 SHS HERSHEY COMPANY	370,803	481,884
4,700 SHS LAUDER ESTEE COS	301,363	527,904
15,000 SHS MICROSOFT	448,823	389,400
10,000 SHS NEXTERA ENERGY	551,759	608,800
4,500 SHS PARKER-HANNIFIN	303,941	343,125
2,500 SHS CITIGROUP NEW	121,750	65,775
3,600 SHS ILLINOIS TOOLWORKS	202,391	168,156
5,000 SHS NORFOLK & SOUTHERN	320,165	364,300
3,200 SHS PNC FINL SVS GROUP	202,351	184,544
15,000 SHS PEPCO HOLDINGS	283,494	304,500

TY 2011 Investments - Other Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CAPITAL CR EQUITY AGLAND CO-OP	AT COST	6,528	6,528
14,700 SHS STANCORP MEMBERS	AT COST	148,470	148,470

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TY 2011 Legal Fees Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - INCOME (ALLOCABLE	7,177	3,589		3,589

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TY 2011 Other Assets Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
22,200 SHS ISHARES MSCI EMERG	710,514	910,010	842,268
16,549 SHS ISHARES MSCI EAFE	765,782	966,191	819,672
10,437 SHS ISHARES S&P MID 400	714,002	734,229	914,386
14,086 SHS ISHARES S&P SMALLCA	720,399	774,806	962,074
58,100 SHS ISHARES COMEX GOLD	498,589	498,589	884,863

TY 2011 Other Decreases Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Description	Amount
ROUNDING	2

TY 2011 Other Expenses Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF OHIO FILING FEE	200	0		200

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TY 2011 Other Income Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	5,000	0	

TY 2011 Taxes Schedule

Name: CHRISTMAN ANNE KILCAWLEY FDN 450033014

EIN: 35-6735706

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - INCOME	15,000	0		0
FEDERAL ESTIMATES - PRINCIPAL	10,000	0		0
FOREIGN TAXES ON QUALIFIED FOR	5,487	5,487		0
FOREIGN TAXES ON NONQUALIFIED	258	258		0