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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
CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

A Employer identification number
54-2135984

Number and street (or P O box number if mail is not delivered to street address)
425 WALNUT STREET CN-OH-W11F

Room/suite

B Telephone number (see page 10 of the instructions)
(513) 632-4385

City or town, state, and ZIP code
CINCINNATI, OH 45202

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)
\$ 217,055,830

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)
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	51,387	51,387		
	4 Dividends and interest from securities.	4,857,277	4,870,605		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,575,882			
	b Gross sales price for all assets on line 6a 67,575,018				
	7 Capital gain net income (from Part IV, line 2)		1,608,034		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)		241,002		
	12 Total. Add lines 1 through 11	6,484,546	6,771,028		
	13 Compensation of officers, directors, trustees, etc	1,076,008	85,505		990,503
	14 Other employee salaries and wages	68,312	47,340		20,972
	15 Pension plans, employee benefits	9,250	7,361		1,889
	16a Legal fees (attach schedule).	 16,749	0		16,749
	b Accounting fees (attach schedule).	 9,975	9,975		0
	c Other professional fees (attach schedule)	 1,187,656	1,171,286		16,370
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 146,129	87,275		38,856
	19 Depreciation (attach schedule) and depletion	 17,916	0		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 130,051	199,782		113,269
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	2,662,046	1,608,524		1,198,608
	25 Contributions, gifts, grants paid	11,494,138			11,494,138
	26 Total expenses and disbursements. Add lines 24 and 25	14,156,184	1,608,524		12,692,746
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,671,638			
	b Net investment income (if negative, enter -0-)		5,162,504		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2011)

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	26,220,153	22,017,367	22,017,367
	3	Accounts receivable ▶ <u>10,000</u>			
		Less allowance for doubtful accounts ▶ _____		10,000	10,000
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	54,384,132 	46,072,789	40,651,449
	c	Investments—corporate bonds (attach schedule).	22,245,565 	22,245,565	24,546,576
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	123,679,624 	128,535,308	129,698,178
	14	Land, buildings, and equipment basis ▶ <u>276,773</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>204,536</u>	90,153 	72,237	72,237
	15	Other assets (describe ▶ _____)	 65,300 	60,023 	60,023
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	226,684,927	219,013,289	217,055,830
	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	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	623,375	623,375	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	226,061,552	218,389,914	
	30	Total net assets or fund balances (see page 17 of the instructions)	226,684,927	219,013,289	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	226,684,927	219,013,289	

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	226,684,927
2	Enter amount from Part I, line 27a	2	-7,671,638
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	219,013,289
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	219,013,289

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

(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 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	1,608,034
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	11,804,199	214,457,648	0 055042
2009	10,596,498	190,736,098	0 055556
2008	10,692,507	245,402,144	0 043571
2007	6,861,758	245,470,294	0 027954
2006	2,766,728	6,337,537	0 436562

2 Total of line 1, column (d).	2	0 618685
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 123737
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	223,245,770
5 Multiply line 4 by line 3.	5	27,623,762
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	51,625
7 Add lines 5 and 6.	7	27,675,387
8 Enter qualifying distributions from Part XII, line 4.	8	12,692,746

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 VIExcise 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	103,250
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	103,250
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	103,250
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	71,920	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	85,300	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	157,220
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	53,970
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 53,970	Refunded ☐	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
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? Website address WWW HAILEUSB ORG	13	Yes	
14	The books are in care of CHRIS BOCHENEK Telephone no (513) 632-4381 Located at 425 WALNUT STREET CN-OH-W11F CINCINNATI OH ZIP +4 45202			
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			
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	Yes	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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		No
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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☒ Yes	☐ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b	No	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☒ Yes	☐ No	
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? <i>If "Yes" to 6b, file Form 8870.</i>	6b	No	
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		

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

Total number of other employees paid over \$50,000.	0
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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
US BANK	TRUSTEE AND CUSTODIAN SERVICES	1,185,625
425 WALNUT STREET CINCINNATI, OH 45202		
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.	0

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	206,036,417
b	Average of monthly cash balances.	1b	20,609,035
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	226,645,452
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	226,645,452
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	3,399,682
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	223,245,770
6	Minimum investment return. Enter 5% of line 5.	6	11,162,289

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	11,162,289
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	103,250
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	103,250
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	11,059,039
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	11,059,039
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	11,059,039

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	12,692,746
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	12,692,746
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	12,692,746
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				11,059,039
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				16,054
e From 2010.				1,153,212
f Total of lines 3a through e.	1,169,266			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 12,692,746				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				11,059,039
e Remaining amount distributed out of corpus	1,633,707			
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	2,802,973			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	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	2,802,973			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				16,054
d Excess from 2010. . . .				1,153,212
e Excess from 2011. . . .				1,633,707

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary 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))

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

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	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	11,494,138
b <i>Approved for future payment</i> See Additional Data Table				
Total			3b	5,884,586

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	51,387	
4	Dividends and interest from securities. . . .			14	4,857,277	
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	1,575,882	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		6,484,546	0
13	Total. Add line 12, columns (b), (d), and (e).			13		6,484,546

[illegible]

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?		Yes	No
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			

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

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

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

Additional Data

Software ID:
Software Version:
EIN: 54-2135984
Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

Form 990PF - Special Condition Description:

Special Condition Description

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)
SHORT TERM LOSSES FROM STOCK SALES	P	2010-01-01	2011-12-31
OPTIONS TRANSACTIONS	P	2010-01-01	2011-12-31
LONG TERM STOCK SALES	P	2010-12-31	2011-12-31
COAST DIVERSIFIED FUND	P	2010-12-31	2011-12-31
LONG TERM GAIN FROM FORT WASHINGTON P E K-1	P	2010-12-31	2011-12-31
CAPITAL GAINS DIVIDENDS	P		

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)
22,469,450		22,330,495	138,955
179,919		739,438	-559,519
44,486,327		42,850,285	1,636,042
94,713		46,766	47,947
32,152			32,152
312,457			312,457

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	
			138,955
			-559,519
			1,636,042
			47,947
			32,152
			312,457

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
AMERICAN SIGN MUSEUM11262 CORNELL PARK DR CINCINNATI,OH 45242		PUBLIC CHARITY	CAPITAL IMPROVEMENTS-MONMOUTH STREET FACILITY	25,000
ARCHDIOCESE OF CINCINNATI100 EAST 8TH STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT- CISE EDUCATION FUND	25,000
ARCHITECTURAL FDN OF CINCINNATI INC2449 FAIRVIEW AVE CINCINNATI,OH 45219		PUBLIC CHARITY	GENERAL OPERATING SUPPORT & 2012 MEMBERSHIP	12,500
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR 100 BEST INFLATABLE ART	1,500
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR NORTHERN KENTUCKY MURALS	50,000
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR SPRINGBOARD START-UP FUNDS	45,000
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	LANDSCAPE/CULTURAL FACILITIES ASSESSMENT	50,000
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	MURAL WORKS PROGRAM & OPERATING SUPPORT 2011-2013	300,000
ART OPPORTUNITIES INC20 E CENTRAL PKWY CINCINNATI,OH 45202		PUBLIC CHARITY	WORLD CHOIR GAMES BIG PIG GIG SCHOOL UNDERWRITING	35,000
ASSISTANCE LEAGUE OF GREATER CINCINNATI1057 META DRIVE SUITE A CINCINNATI,OH 45237		PUBLIC CHARITY	GRANT FOR WOMEN IN CRISIS KITS	10,000
ASSOCIATION OF FUNDRAISING PROFESSIONALS4010 EXECUTIVE PARK DR CINCINNATI,OH 45241		PUBLIC CHARITY	NATIONAL PHILANTHROPY DAY, SPEAKER ENGAGEMENT	15,000
BAKER HUNT FOUNDATION INC620 GREENUP COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5,000
BAKER HUNT FOUNDATION INC620 GREENUP COVINGTON,KY 41011		PUBLIC CHARITY	GRANT FOR TWILIGHT IN THE GARDENS	5,000
BEHRINGER CRAWFORD MUSEUM1600 MONTAGUE ROAD COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10,000
BIO START3130 HIGHLAND AVENUE CINCINNATI,OH 45219		PUBLIC CHARITY	MATCHING GRANT FOR ENTREPRENEURS IN RESIDENCE	25,000
BI-OKOTO DRUM & DANCE THEATRE7030 READING ROAD - SUITE 662 CINCINNATI,OH 45237		PUBLIC CHARITY	GRANT FOR EDUCATIONAL OUTREACH	40,000
BOOKS BY THE BANKS414 WALNUT ST FL 11 CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10,000
BUILDING HEALTHY LIVES FOR WOMEN FDN625 EDEN PARK DR STE 200 CINCINNATI,OH 45202		PRIVATE NON-OPER FOU	CONVERSION TO TABLET SOFTWARE	50,000
BUILDING HEALTHY LIVES FOR WOMEN FOUNDATION625 EDEN PARK DR STE 200 CINCINNATI,OH 45202		PRIVATE NON-OPER FOU	GENERAL OPERATING SUPPORT	50,000
CATALYTIC DEVELOPMENT FUNDING CORP OF NORTHERN KENTUCKY50 EAST RIVERCENTER BOULEVARD COVINGTON,KY 41011		PUBLIC CHARITY	CATACATALYTIC FUND - GENERAL OPERATING SUPPORT	25,000
CBC FOUNDATION INC501 MADISON AVENUE SUITE 100 COVINGTON,KY 41011		PUBLIC CHARITY	GRANT FOR TRANSITIONAL OPERATING SUPPORT- 2011	50,000
CBC FOUNDATION INC501 MADISON AVENUE SUITE 100 COVINGTON,KY 41011		PUBLIC CHARITY	URBAN PARTNERSHIP OF COVINGTON	50,000
CENTER FOR GREAT NEIGHBORHOODS OF COVINGTON INC1650 RUSSELL STREET COVINGTON,KY 410113361		PUBLIC CHARITY	ART OFF PIKE FESTIVAL-2011	5,000
CENTER FOR GREAT NEIGHBORHOODS OF COVINGTON INC1650 RUSSELL STREET COVINGTON,KY 410113361		PUBLIC CHARITY	ENHANCED COMMUNITY ENGAGEMENT INITIATIVE 2011/2012	135,000
CEOS FOR CITIES NFP177 N STATE ST CHICAGO,IL 60601		PUBLIC CHARITY	GRANT FOR CINCINNATI CLUSTER 2011-2012	25,000
CHILDREN INCORPORATED333 MADISON AVENUE COVINGTON,KY 41011		PUBLIC CHARITY	EXPANSION OF SERVICE LEARNING IN CINCINNATI SCHOOL	50,000
CHILDREN INCORPORATED333 MADISON AVENUE COVINGTON,KY 41011		PUBLIC CHARITY	GREATER CINCINNATI CELEBRATION OF SERVICE	3,000
CHILDREN'S LAW CENTER1002 RUSSELL STREET COVINGTON,KY 41011		PUBLIC CHARITY	JUSTICE FOR CHILDREN CAMPAIGN	50,000
CHILDREN'S THEATRE2106 FLORENCE AVE CINCINNATI,OH 45206		PUBLIC CHARITY	EDUCATIONAL PROGRAMMING	25,000
CINCINNATI AREA SENIOR SERVICES INC2368 VICTORY PKWY STE 300 CINCINNATI,OH 45206		PUBLIC CHARITY	SAVORY SELECTS ON REQUEST	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CINCINNATI BALLET COMPANY INC1555 CENTRAL PKWY CINCINNATI, OH 45214		PUBLIC CHARITY	IN-STEP EDUCATION AND OUTREACH PROGRAM	25,000
CINCINNATI CENTER CITY DEVELOPMENT CORPORATION 1410 RACE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL OPERATING EXPENSES- FOUNTAIN SQUARE MANAGEMENT	50,000
CINCINNATI CENTER CITY DEVELOPMENT CORPORATION 1410 RACE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	WASHINGTON PARK RENOVATION AND EXPANSION	50,000
CINCINNATI EARLY LEARNING CENTERS INC1301 E MCMILLAN ST CINCINNATI, OH 45206		PUBLIC CHARITY	OYLER EARLY CHILDHOOD CENTER	50,000
CINCINNATI INSTITUTE OF FINE ARTS FINE ARTS FUND2649 ERIE AVENUE CINCINNATI, OH 452082087		PUBLIC CHARITY	CAMPAIGN MATCH- 2011	100,000
CINCINNATI INSTITUTE OF FINE ARTS FINE ARTS FUND2649 ERIE AVENUE CINCINNATI, OH 452082087		PUBLIC CHARITY	COMMUNITY ARTS CENTERS- 2011	100,000
CINCINNATI INSTITUTE OF FINE ARTS FINE ARTS FUND2649 ERIE AVENUE CINCINNATI, OH 452082087		PUBLIC CHARITY	STRENGTHENING ARTS EDUCATION- 2011	50,000
CINCINNATI MUSEUM ASSOCIATION953 EDEN PARK DRIVE CINCINNATI, OH 45202		PUBLIC CHARITY	ART ACADEMY RENOVATION- MATCHING GRANT PYMT	250,000
CINCINNATI MUSEUM ASSOCIATION DBA CINTI ART MUSEUM & ART ACADEMY953 EDEN PARK DRIVE CINCINNATI, OH 45202		PUBLIC CHARITY	IN MEMORY OF WALTER G ALPAUGH	1,000
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 452031103		PUBLIC CHARITY	GRANT FOR TRANSPORTATION AND ADMISSIONS	100,000
CINCINNATI MUSICAL FESTIVAL ASSOC1241 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	TECHNOLOGY & HARDWARE UPGRADE PROJECT	25,000
CINCINNATI OBSERVATORY CENTER3489 OBSERVATORY PLACE CINCINNATI, OH 45208		PUBLIC CHARITY	GRANT FOR SECOND FULL-TIME EDUCATOR	25,000
CINCINNATI OPERA ASSOCIATION1243 ELM STREET CINCINNATI, OH 452027532		PUBLIC CHARITY	GRANT FOR GENERAL OPERATING SUPPORT	25,000
CINCINNATI PARK FOUNDATION 950 EDEN PARK DRIVE CINCINNATI, OH 45202		PUBLIC CHARITY	HATS OFF LUNCHEON- 2011	10,000
CINCINNATI PLAYHOUSE IN THE PARKPO BOX 6537 CINCINNATI, OH 45206		PUBLIC CHARITY	ED STERN ENDOWMENT FOR ARTISTIC EXCELLENCE	250,000
CINCINNATI PRESERVATION ASSOCIATION342 W 4TH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR MESSAGES OF GLORY	5,000
CINCINNATI PUBLIC RADIO INC 1223 CENTRAL PKWY CINCINNATI, OH 45214		PUBLIC CHARITY	GENERAL OPERATING SUPPORT- CHALLENGE GRANT	25,000
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI, OH 45219		PUBLIC CHARITY	GRANT FOR COMMUNITY LEARNING CENTERS	120,000
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI, OH 45219		PUBLIC CHARITY	NAVIANCE STUDENT SUCCESS PLANNING SOLUTION	50,000
CINCINNATI STATE TECHNICAL AND COMMUNITY COLLEGE3520 CENTRAL PARKWAY CINCINNATI, OH 452232690		PUBLIC CHARITY	GRANT FOR MIDWEST CULINARY INSTITUTE-EQUIPMENT	15,000
CINCINNATI SYMPHONY ORCHESTRA1241 ELM STREET CINCINNATI, OH 45210		PUBLIC CHARITY	DESIGNER SHOWHOUSE PROJECT	50,000
CINCINNATI SYMPHONY ORCHESTRA1241 ELM STREET CINCINNATI, OH 45210		PUBLIC CHARITY	MUSIC DIRECTOR POSITION	250,000
CINCINNATI SYMPHONY ORCHESTRA1241 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	MUSIC DIRECTOR POSITION	250,000
CINCINNATI SYMPHONY ORCHESTRA1241 ELM STREET CINCINNATI, OH 45210		PUBLIC CHARITY	OPENING GALA SPONSORSHIP	10,000
CINCINNATI USA REGIONAL CHAMBER MINORITY BUSINESS ACCELERATOR300 CAREW TOWER 441 VINE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	CINCINNATI USA PTNSHP FOR ECONOMIC DEVELOPEMENT	75,000
CINCINNATI USA REGIONAL CHAMBER MINORITY BUSINESS ACCELERATOR300 CAREW TOWER 441 VINE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR CINCINNATI CIVIC ENGAGEMENT PLATFORM	10,000
CINCINNATI WORKS708 WALNUT STREET FLOOR 2 CINCINNATI, OH 45202		PUBLIC CHARITY	THREE-YEAR STRATEGIC PARTNERSHIP	150,000
CINCINNATI-HAMILTON COUNTYCONTINUUM OF CARE FOR THE HOMELESS2260 PARK AVE STE 402 CINCINNATI, OH 45206		PUBLIC CHARITY	CAPACITY BUILDING GRANT	120,000
CINCINNATI-HAMILTON COUNTYCONTINUUM OF CARE FOR THE HOMELESS2260 PARK AVE STE 402 CINCINNATI, OH 45206		PUBLIC CHARITY	LIGHTHOUSE ON HIGHLAND, GENERAL OPERATING SUPPORT	100,000
CIVIC GARDEN CENTER OF GREATER CINCINNATI2715 READING ROAD CINCINNATI, OH 45206		PUBLIC CHARITY	SCHOOL GARDEN COORDINATOR	70,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
COLLEGE OF MT ST JOSEPH5701 DELHI RD CINCINNATI, OH 452331669		PUBLIC CHARITY	CO-OP POSITIONS W/ HAM CO JOBS & FAMILY SERVICES	50,000
COLLEGE OF MT ST JOSEPH5701 DELHI RD CINCINNATI, OH 452331669		PUBLIC CHARITY	GRANT FOR ETHICAL LEADERSHIP INITIATIVE	50,000
COMMUNITY DEVELOPMENT SOCIETY17 S HIGH ST STE 200 COLUMBUS, OH 43215		PUBLIC CHARITY	GRANT FOR CDS INTERNATIONAL ANNUAL CONFERENCE 2012	5,000
COMPREHENSIVE COMMUNITY CHILD CARE ORGANIZATION INC 1924 DANA AVE CINCINNATI, OH 45207		PUBLIC CHARITY	SERVICE EXPANSION INTO NORTHERN KENTUCKY	50,000
CONTEMPORARY ARTS CENTER 44 EAST 6TH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	BLACK BOX THEATER ELEMENT	100,000
CONTEMPORARY ARTS CENTER 44 EAST 6TH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	COMMUNITY ART & ENGAGEMENT PROGRAMS	50,000
COVINGTON EDUCATION FOUNDATION INC25 E 7TH ST COVINGTON, KY 41011		PUBLIC CHARITY	LEADER SPONSORSHIP 2011 PERSON OF THE YEAR AWARD	2,500
COVINGTON PROTESTANT CHILDREN'S HOME CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME ROAD COVINGTON, KY 41011		PUBLIC CHARITY	COMMUNICATIONS AND A DEVELOPMENT COORDINATOR	25,000
COVINGTON PROTESTANT CHILDREN'S HOME CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME ROAD COVINGTON, KY 41011		PUBLIC CHARITY	GRANT FOR ONLINE COMMUNICATIONS SUPPORT	30,000
COVINGTON PROTESTANT CHILDREN'S HOME CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME ROAD COVINGTON, KY 41011		PUBLIC CHARITY	PHOTOGRAPHY FOR COMMUNICATION REDESIGN	3,000
CRAYONS TO COMPUTERS INC 1350 TENNESSEE AVENUE CINCINNATI, OH 45229		PUBLIC CHARITY	GRANT FOR BACKPACKS AND TAGS- 2011	80,000
CROSSROADS HOSPICE CHARITABLE FOUNDATION 10810 E 45TH ST TULSA, OK 74146		PUBLIC CHARITY	IN MEMORY OF HARRY MICHAEL MATHIS, JR	1,000
EASTER SEALS WORK RESOURCE CENTER2901 GILBERT AVENUE CINCINNATI, OH 452061211		PUBLIC CHARITY	BUILDING VALUE - ROOF REPAIR	35,000
EASTER SEALS WORK RESOURCE CENTER2901 GILBERT AVENUE CINCINNATI, OH 452061211		PUBLIC CHARITY	GRANT FOR LJF INNOVATION FUND	50,000
ELEMENTZPO BOX 141078 CINCINNATI, OH 45250		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	7,500
ENSEMBLE THEATRE OF CINCINNATI1127 VINE ST CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	80,000
EXECUTIVE SERVICE CORPS OF CINCINNATI10921 REED HARTMAN HWY SUITE 228 CINCINNATI, OH 45242		PUBLIC CHARITY	2011-2012 PARTNERSHIP FOR NONPROFIT CAPACITY BUILD	35,000
EXECUTIVE SERVICE CORPS OF CINCINNATI10921 REED HARTMAN HWY SUITE 228 CINCINNATI, OH 45242		PUBLIC CHARITY	GRANT FOR 2012 PARTNERSHIP FOR NONPROFIT CAPACITY	35,000
FORWARD QUEST INC50 E RIVER CENTER BLVD ROOM 465 COVINGTON, KY 41011		PUBLIC CHARITY	GRANT FOR OPEN CITY PLATFORM DEVELOPMENT	40,000
FORWARD QUEST INC50 E RIVER CENTER BLVD ROOM 465 COVINGTON, KY 41011		PUBLIC CHARITY	ONE VISION, ONE VOICE CAMPAIGN	250,000
FORWARD QUEST INC50 E RIVER CENTER BLVD ROOM 465 COVINGTON, KY 41011		PUBLIC CHARITY	OPENCITY PLATFORM DEVELOPMENT- BUSINESS PLANNING	25,000
FOUNDATION FIGHTING BLINDNESS INC11435 CRONHILL DRIVE OWINGS MILLS, MD 211172220		PUBLIC CHARITY	2011 NORTHERN KENTUCKY/CINCINNATI VISIONWALK	15,000
FREESTORE FOODBANK1250 TENNESSEE AVE CINCINNATI, OH 45229		PUBLIC CHARITY	THE GIVING FIELDS	25,000
FREESTORE FOODBANK1250 TENNESSEE AVE CINCINNATI, OH 45229		PUBLIC CHARITY	U S BANK EMPLOYEES- COMMUNITY SERVICE HOURS	25,000
FREESTORE FOODBANK1250 TENNESSEE AVE CINCINNATI, OH 45229		PUBLIC CHARITY	VIRTUAL CASE MANAGER	38,000
GOVERNOR'S SCHOLARS PROGRAM FOUNDATION INC 1024 CAPITAL CENTER DR STE 210 FRANKFORT, KY 40601		PUBLIC CHARITY	NORTHERN KENTUCKY STUDENT SCHOLARSHIPS	50,000
GREATER CINCINNATI FILM COMMISSION602 MAIN ST STE 712 CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR 2011 OPERATING SUPPORT	20,000
GREATER CINCINNATI FOUNDATION200 WEST FOURTH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	2011 WEATHERING THE ECONOMIC STORM INITIATIVE	75,000
GREATER CINCINNATI FOUNDATION200 WEST FOURTH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR HAILE FELLOWSHIP PROGRAM 2011-2012	39,880
GREATER CINCINNATI FOUNDATION200 WEST FOURTH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	IN MEMORY OF RAYMOND L BUSE, JR	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
GREATER CINCINNATI FOUNDATION200 WEST FOURTH STREET CINCINNATI, OH 45202		PUBLIC CHARITY	NORTHERN KY FUND OF GCF, GENERAL OPERATING SUPPORT	250,000
GREATER CINCINNATI TELEVISION & EDUCATIONAL FOUNDATION1223 CENTRAL PARKWAY CINCINNATI, OH 452142812		PUBLIC CHARITY	CET ARTS CHANNEL PROGRAM DEVELOPMENT	50,000
HAMILTON COUNTY BUSINESS CENTER INC1776 MENTOR AVE CINCINNATI, OH 45212		PUBLIC CHARITY	ENTREPRENEURSHIP ROADMAP ACTIVITIES	25,000
HILLFOREST HISTORICAL FOUNDATION INC213 FIFTH STREET AURORA, IN 47001		PUBLIC CHARITY	CAPITAL CONTRIBUTION - RESTORATION PROJECT	25,000
IMPACT 100 INC2692 MADISON RD STE N1 PMB 314 CINCINNATI, OH 45208		PUBLIC CHARITY	GRANT FOR GENERAL OPERATING SUPPORT	10,300
ITNGREATERCINCINNATI311 STRAIGHT ST CINCINNATI, OH 45219		PUBLIC CHARITY	NORTHERN KY GENERAL OPERATING SUPPORT	25,000
JEWISH FEDERATION OF CINCINNATI8499 RIDGE ROAD CINCINNATI, OH 45236		PUBLIC CHARITY	2011 CINCINNATI JEWISH AND ISRAELI FILM FESTIVAL	1,500
JEWISH FEDERATION OF CINCINNATI8499 RIDGE ROAD CINCINNATI, OH 45236		PUBLIC CHARITY	GRANT FOR SERVING FORMER F R E E CLIENTS	20,000
JOY OUTDOOR EDUCATION CENTER FOUNDATION INC10117 OLD 3C HIGHWAY PO BOX 157 CLARKSVILLE, OH 45113		PUBLIC CHARITY	OUTDOOR ED PROGRAM SUPPORT CISE STUDENTS	25,000
JUNIOR LEAGUE OF CINCINNATI ENDOWMENT TRUST FUND3500 COLUMBIA PARKWAY CINCINNATI, OH 45226		PUBLIC CHARITY	GRANT FOR ENDOWMENT CAMPAIGN	10,000
KENZIE'S CLOSETPO BOX 43285 CINCINNATI, OH 45243		PUBLIC CHARITY	GRANT FOR GENERAL OPERATING SUPPORT- 2011	20,000
KNOW THEATRE TRIBE INC1120 JACKSON ST CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR CHALLENGE GRANT	25,000
KNOW THEATRE TRIBE INC1120 JACKSON ST CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR JACKSON STREET MARKET	45,000
KNOWLEDGEWORKS FOUNDATION 1 WEST 4TH STREET SUITE 200 CINCINNATI, OH 452023634		PUBLIC CHARITY	GRANT FOR IN MEMORY OF ARTHUR SLATER	1,000
KNOWLEDGEWORKS FOUNDATION 1 WEST 4TH STREET SUITE 200 CINCINNATI, OH 452023634		PUBLIC CHARITY	STRIVE PARTNERSHIP PRIORITIES	175,000
LEADERSHIP COUNCIL OF HUMAN SERVICE EXECUTIVES1650 RUSSELL STREET COVINGTON, KY 41011		PUBLIC CHARITY	FLYWHEEL- CINCINNATI SOCIAL ENTERPRISE HUB	25,000
LEARNING THROUGH ART1420 SYCAMORE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR BOOKS ALIVEI FOR KIDS	50,000
LEARNING THROUGH ART1420 SYCAMORE STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR KIDS, CULTURES, CRITTERS & CRAFTS-2011	25,000
LOCAL INITIATIVES SUPPORT CORPORATION6 EAST FOURTH ST SUITE 1225 CINCINNATI, OH 45202		PUBLIC CHARITY	LISC AMERICORPS PROGRAM, MATCHING GRANT	25,000
MAIN STREET VENTURES1201 MAIN ST STE 3 CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR THE BRANDERY- CAPITAL IMPROVEMENTS	35,000
MAIN STREET VENTURES1201 MAIN ST STE 3 CINCINNATI, OH 45202		PUBLIC CHARITY	THE BRANDERY - YEAR 2 SUPPORT	20,000
MAIN STREET VENTURES1201 MAIN ST STE 3 CINCINNATI, OH 45202		PUBLIC CHARITY	VENTURE FOR AMERICA PRE-PLANNING GRANT FEAS EXPLOR	4,000
MAYERSON ACADEMY FOR HUMAN RESOURCE DEVELOPMENT2650 HIGHLAND AVE CINCINNATI, OH 45219		PUBLIC CHARITY	ASCEND PERFORMANCE INSTITUTE	30,000
MAYERSON ACADEMY FOR HUMAN RESOURCE DEVELOPMENT2650 HIGHLAND AVE CINCINNATI, OH 45219		PUBLIC CHARITY	CINTI VERMONT MATH INITIATIVES CELEBRATION EVENT	2,293
NORTHERN KENTUCKY EDUCATION COUNCIL INC7310 TURFWAY RD 115 FLORENCE, KY 41042		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000
NORTHERN KENTUCKY LEADERSHIP FDN300 BUTTERMILK PIKE FT MITCHELL, KY 41017		PUBLIC CHARITY	LEADERSHIP NORTHERN KENTUCKY	1,000
NORTHERN KENTUCKY UNIVERSITY822 LUCAS AC NUNN DRIVE HIGHLAND HEIGHTS, KY 41099		PUBLIC CHARITY	GRANT NKU COLLEGE OF BUSINESS	3,000,000
NORTHERN KENTUCKY UNIVERSITY FOUNDATION INC NUNN DRIVE AC 221 HIGHLAND HEIGHTS, KY 41099		PUBLIC CHARITY	CEAD STUDENT FELLOW PROGRAM	53,560
NORTHERN KENTUCKY UNIVERSITY FOUNDATION INC NUNN DRIVE AC 221 HIGHLAND HEIGHTS, KY 41099		PUBLIC CHARITY	OPERATING SUPPORT NKU ENTREPRENEURSHIP INSTITUTE	20,000
OHIO GRANTMAKERS FORUM37 WEST BROAD STREET SUITE 800 COLUMBUS, OH 432154198		PUBLIC CHARITY	2011 MEMBERSHIP	10,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
OHIO GRANTMAKERS FORUM37 WEST BROAD STREET SUITE 800 COLUMBUS,KY 432154198		PUBLIC CHARITY	GRANT FOR ALLEN PROCTOR PROGRAMS	1,000
OPERATION HOMEFRONT INC OHIO CHAPTER1631 SUNFLOWER AVENUE STE C-34 SANTA ANA,CA 92704		PUBLIC CHARITY	HOLIDAY GIFT BASKET PROGRAM OH CHPTR USB GRTR CINT	5,000
PEOPLE WORKING COOPERATIVELY4612 PADDOCK RD CINCINNATI,OH 45229		PUBLIC CHARITY	MODIFICATION FOR MOBILITY PROGRAM	25,000
PRICHARD COMMITTEE FOR ACADEMIC EXCELLENCEPO BOX 1658 LEXINGTON,KY 40588		PUBLIC CHARITY	COMMONWEALTH INST - PARENT LDRSHP IN NKY	35,000
PROKIDS2605 BURNET AVE CINCINNATI,OH 45219		PUBLIC CHARITY	GRANT FOR LAUNCH PROGRAM	25,000
RENAISSANCE COVINGTON INC 638 MADISON AVE STE 412 COVINGTON,KY 41011		PUBLIC CHARITY	CHARITABLE CONTRIBUTION FOR BIKE PATROL	3,000
RENAISSANCE COVINGTON INC 638 MADISON AVE STE 412 COVINGTON,KY 41011		PUBLIC CHARITY	COVINGTON LIFE SCIENCE INCUBATOR	50,000
ROMAN CATHOLIC DIOCESE OF COVINGTON CATHEDRAL BASILICA FOUNDATION INC1140 MADISON AVE COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT / CATHEDRAL BASILICA FDN	10,000
SEVEN HILLS SCHOOL5400 RED BANK ROAD CINCINNATI,OH 45227		PUBLIC CHARITY	ENDOWMT PROFESSIONAL DEVL/CURRICULUM ENHANPYMT	25,000
SEVEN HILLS SCHOOL5400 RED BANK ROAD CINCINNATI,OH 45227		PUBLIC CHARITY	GRANT FOR BOOKS FOR LUNCH PRESENTING SPONSORSHIP	5,000
SHARED HARVEST FOODBANK INC5901 DIXIE HIGHWAY FAIRFIELD,OH 45014		PUBLIC CHARITY	GENERAL OPERATING SUPPORT IN 2011	25,000
SOCIETY OF ST VINCENT DEPAUL PARTICULAR COUNCIL OF CINCINNATI1125 BANK ST CINCINNATI,OH 45214		PUBLIC CHARITY	2011 SUMMER BREEZE PROGRAM	10,000
SOCIETY OF ST VINCENT DEPAUL PARTICULAR COUNCIL OF CINCINNATI1125 BANK ST CINCINNATI,OH 45214		PUBLIC CHARITY	GRANT FOR BEDS	15,485
SOCIETY OF ST VINCENT DEPAUL PARTICULAR COUNCIL OF CINCINNATI1125 BANK ST CINCINNATI,OH 45214		PUBLIC CHARITY	RELIEF FROM THE HEAT	20,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR AWL WORLD CHOIR GAMES PROMOTION	5,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR SOAPBOX MEDIA- 2011 SUPPORT	30,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	SOAPBOXMEDIA COM-STARTUP SECTION	20,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	SUPPORT FOR LOCAL CHOIR COMPETITION	25,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	WORLD CHOIR GAMES MASCOT	25,000
SPIRIT OF CINCINNATI525 VINE ST STE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	WORLD CHOIR GAMES-GENERAL OPERATING SUPPORT	150,000
STARTUP WEEKEND1700 7TH AVE STE 116 147 SEATTLE,WA 98101		PUBLIC CHARITY	NORTHERN KENTUCKY STARTUP WEEKEND	2,500
TAFT MUSEUM OF ART316 PIKE ST CINCINNATI,OH 45202		PUBLIC CHARITY	BOARD CHALLENGE GRANT	50,000
TAFT MUSEUM OF ART316 PIKE ST CINCINNATI,OH 45202		PUBLIC CHARITY	FREE SUNDAY ADMISSION	100,000
TAFT MUSEUM OF ART316 PIKE ST CINCINNATI,OH 45202		PUBLIC CHARITY	GRANT FOR MUSEUM MEMBERS CHALLENGE GRANT	50,000
TALBERT HOUSE2600 VICTORY PKWY CINCINNATI,OH 45206		PUBLIC CHARITY	GRANT FOR MT AIRY CENTER FOR HOMELESS MEN	25,000
THE ARMED FORCES TICKET ASSOCIATION CINCINNATI INC 7216 WILLOWBROOK LANE CINCINNATI,OH 45237		PUBLIC CHARITY	GRANT FOR OPERATING SUPPORT- 2011	25,000
THE CARNEGIE VISUAL & PERFORMING ARTS CENTER1028 SCOTT BLVD COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	80,000
THE CHRIST HOSPITAL2139 AUBURN AVE CINCINNATI,OH 45219		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	3,000
THE OHIO RIVER WAY INCPO BOX 43261 CINCINNATI,OH 45243		PUBLIC CHARITY	6TH ANNUAL PADDLEFEST KID'S OUTDOOR ADVENTURE EXPO	10,000
THE POINT ARC OF NKY INC104 WEST PIKE STREET COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000

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Name and address (home or business)				
a Paid during the year				
THE RONALD MCDONALD HOUSE CHARITIES OF GREATER CINCINNATI350 ERKENBRECHER AVE CINCINNATI,OH 45229		PUBLIC CHARITY	RED TIE GALA- 2011	5,000
THE RONALD MCDONALD HOUSE CHARITIES OF GREATER CINCINNATI350 ERKENBRECHER AVE CINCINNATI,OH 45229		PUBLIC CHARITY	TEACHER PROGRAM 2011-2013	120,050
THOMAS MORE COLLEGE333 THOMAS MORE PARKWAY CRESTVIEW HILLS,KY 410173495		PUBLIC CHARITY	BIOLOGY FIELD STATION PROJECT	50,000
TOOLBANK USA INC656 BONAVENTURE AVE NE ATLANTA,GA 30306		PUBLIC CHARITY	CINCINNATI TOOLBANK START-UP FUNDING	10,000
TRI-STATE WARBIRD MUSEUM 4021 BORMAN DRIVE BATAVIA,OH 45103		PUBLIC CHARITY	CHARITABLE CONTRIBUTION (4TH OF 5 ANNUAL)	100,000
UGIVE ORG9380 MONTGOMERY ROAD SUITE 207 CINCINNATI,OH 45242		PUBLIC CHARITY	GRANT FOR CONTINUED LOCAL CAPACITY BUILDING	150,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	GATEWAY COM & TECH COLLEGE VETERANS TRANS SERV CTR	100,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	GRANT FOR DE TOCQUEVILLE SOCIETY MATCH- 2011	250,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	GRANT FOR SIF VIDEO, EVENT, AND FOLDER SUPPORT	2,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	GRTR CINCINNATI N KY COMMUNITY INDICATORS PORTAL	50,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	REGIONAL WORKFORCE NETWORK, SIF MATCH	100,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	SOCIAL INNOVATION FUND	150,000
UNITED WAY OF GREATER CINCINNATI2400 READING ROAD CINCINNATI,OH 452021478		PUBLIC CHARITY	USB EMPLOYEE MATCH FOR 2011	36,036
UNIVERSITY OF CINCINNATI FOUNDATION425 OAK ST CINCINNATI,OH 452192594		PUBLIC CHARITY	2011 STROKE SURVIVOR AND CAREGIVER DAY	15,000
UNIVERSITY OF CINCINNATI FOUNDATION425 OAK ST CINCINNATI,OH 452192594		PUBLIC CHARITY	FRIENDS OF CCM MEMBERSHIP- CHALLENGE GRANT	40,000
UNIVERSITY OF CINCINNATI FOUNDATIONPO BOX 19970 CINCINNATI,OH 45219		PUBLIC CHARITY	GRANT FOR BARRETT CANCER CENTER	50,000
UNIVERSITY OF CINCINNATI FOUNDATION425 OAK ST CINCINNATI,OH 452192594		PUBLIC CHARITY	GRANT FOR GEN-1 HOUSE AND HEMI	50,000
UNIVERSITY OF CINCINNATI FOUNDATION425 OAK ST CINCINNATI,OH 452192594		PUBLIC CHARITY	GRANT FOR WALK AHEAD FOR THE BRAIN TUMOR CURE 2011	5,000
UNIVERSITY OF CINCINNATI FOUNDATION425 OAK ST CINCINNATI,OH 452192594		PUBLIC CHARITY	HEMI HIGHER EDU MENTORING INITIATIVE PYMT	15,000
VOLUNTEERS-IN-PARKS INC 10245 WINTON RD CINCINNATI,OH 45231		PUBLIC CHARITY	GRANT FOR SOLO RIDER PROGRAM	1,700
VOLUNTEERS-IN-PARKS INC 10245 WINTON RD CINCINNATI,OH 45231		PUBLIC CHARITY	GRANT FOR TREES ETC USB EMPLOYEE PARK CLEAN UP DAY	1,000
WALNUT HILLS HIGH SCHOOL & ALUMNI FOUNDATION3250 VICTORY PARKWAY CINCINNATI,OH 45207		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
WHOLE AGAIN INTERNATIONALPO BOX 19618 CINCINNATI,OH 45219		PUBLIC CHARITY	SUMMER FOOD ENRICHMENT PROGRAM 2011	25,000
WOMEN HELPING WOMEN OF HAMILTON COUNTY215 EAST NINTH ST 7TH FLOOR CINCINNATI,OH 45202		PUBLIC CHARITY	CHALLENGE GRANT	25,000
WOMENS CRISIS CENTER INC 3580 HARGRAVE DRIVE HEBRON,KY 41048		PUBLIC CHARITY	CAPITAL CAMPAIGN, PYMT 1/3	80,000
WOOD HUDSON CANCER & RESEARCH LABORATORY INC931 ISABELLA STREET NEWPORT,KY 410714101		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	15,000
XAVIER UNIVERSITY3800 VICTORY PKWY CINCINNATI,OH 45207		PUBLIC CHARITY	CORE CHANGE SUMMIT	10,000
YMCA OF CINCINNATI FUND1105 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GO VIBRANT OPERATING SUPPORT	20,000
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	2011 FIFTH QUARTER AND SUMMER PROGRAM SUPPORT	50,000
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	CAMP ERNST E-TEAM LONGHOUSE CABIN	83,334

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
YWCA OF GREATER CINCINNATI 898 WALNUT STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GRANT FOR 2011 CAREER WOMEN OF ACHIEVEMENT EVENT	5,000
ZOOLOGICAL SOCIETY OF CINCINNATI CINCINNATI ZOO & BOTANICAL GARDEN 3400 VINE STREET CINCINNATI, OH 452201399		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5,000
Total  3a				11,494,138

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
b <i>Approved for future payment</i>				
ARCHDIOCESE OF CINCINNATI100 EAST EIGHTH STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
ARTWORKS20 EAST CENTRAL PARKWAY CINCINNATI,OH 45202		PUBLIC CHARITY	MURALWORKS PROGRAMMING AND OPERATING SUPPORT 2011-2013	300,000
BUILDING HEALTHY LIVES FOR WOMEN FOUNDATION625 EDEN PARK DRIVE SUITE 200 CINCINNATI,OH 45202		PRIVATE NON-OPER FOU	INCREASED COMMITMENT TO CLEVER CRAZES FOR KIDS	50,000
CARNEGIE VISUAL & PERFORMING ARTS CENTER1028 SCOTT BOULEVARD COVINGTON,KY 41011		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	150,000
CINCINNATI ART MUSEUM953 EDEN PARK DRIVE CINCINNATI,OH 45202		PUBLIC CHARITY	ART ACADEMY RENOVATION-MATCHING GRANT	250,000
CINCINNATI CENTER CITY DEVELOPMENT CORPORATION 1410 RACE STREET CINCINNATI,OH 45202		PUBLIC CHARITY	HOMELESS TO HOMES PLAN - CAPITAL FUNDING	1,000,000
CINCINNATI MAY FESTIVAL1241 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	135,000
CINCINNATI OPERA1243 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
CINCINNATI PLAYHOUSE IN THE PARKPO BOX 6537 CINCINNATI,OH 45206		PUBLIC CHARITY	ED STERN ENDOWMENT FOR ARTISTIC EXCELLENCE	250,000
CINCINNATI PLAYHOUSE IN THE PARKPO BOX 6537 CINCINNATI,OH 45206		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	135,000
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI,OH 45219		PUBLIC CHARITY	COMMUNITY LEARNING CENTERS	240,000
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI,OH 45219		PUBLIC CHARITY	NAVIANCE STUDENT SUCCESS PLANNING SOLUTION	50,000
CINCINNATI SYMPHONY ORCHESTRA1241 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	MUSIC DIRECTOR POSITION	250,000
CINCINNATI-HAMILTON COUNTY CONTINUUM OF CARE FOR THE HOMELESS2260 PARK AVE STE 402 CINCINNATI,OH 45206		PUBLIC CHARITY	HOMELESS TO HOMES PLAN - OPERATING FUNDS	300,000
CINCINNATI-HAMILTON COUNTY CONTINUUM OF CARE FOR THE HOMELESS2260 PARK AVE STE 402 CINCINNATI,OH 45206		PUBLIC CHARITY	CAPACITY BUILDING GRANT	60,000
CIVIC GARDEN CENTER OF GREATER CINCINNATI2715 READING ROAD CINCINNATI,OH 45206		PUBLIC CHARITY	SCHOOL GARDEN COORDINATOR	140,000
COMPREHENSIVE COMMUNITY CHILD CARE INC1924 DANA AVENUE CINCINNATI,OH 45207		PUBLIC CHARITY	NORTHERN KENTUCKY TRAINING FOR CHILD CARE PROGRAMS	100,000
FORWARD QUEST INC50 E RIVERCENTER BLVD SUITE 465 COVINGTON,KY 41011		PUBLIC CHARITY	ONE VISION, ONE VOICE CAMPAIGN (2012-2017)	1,250,000
FREESTORE-FOODBANK1250 TENNESSEE AVE CINCINNATI,OH 45229		PUBLIC CHARITY	VIRTUAL CASE MANAGER	38,000
GOVERNOR'S SCHOLARS PROGRAM 1024 CAPITOL CENTER DRIVE SUITE 210 FRANKFORT,KY 40601		PUBLIC CHARITY	NORTHERN KENTUCKY STUDENT SCHOLARSHIPS	50,000
HILLFOREST HISTORICAL FOUNDATION INC213 FIFTH STREET AURORA,IN 47001		PUBLIC CHARITY	CAPITAL CONTRIBUTION FOR RESTORATION PROJECT	25,000
ITNGREATERCINCINNATI311 STRAIGHT STREET CINCINNATI,OH 45219		PUBLIC CHARITY	NORTHERN KENTUCKY GENERAL OPERATING SUPPORT KENTON, CAMPBELL AND BOONE	50,000
JOY OUTDOOR EDUCATION CENTER FOUNDATION10117 OLD 3C HIGHWAY PO BOX 157 CLARKSVILLE,OH 45113		PUBLIC CHARITY	OUTDOOR EDUCATION PROGRAM SUPPORT FOR CISE STUDENTS	50,000
KNOWLEDGEWORKS FOUNDATION ONE WEST FOURTH STREET SUITE 200 CINCINNATI,OH 45202		PUBLIC CHARITY	STRIVE PARTNERSHIP PRIORITIES	315,000
LEADERSHIP COUNCIL OF HUMAN SERVICE EXECUTIVES1650 RUSSELL STREET COVINGTON,KY 41011		PUBLIC CHARITY	FLYWHEEL - GREATER CINCINNATI SOCIAL ENTERPRISE HUB	25,000
LEARNING THROUGH ART1420 SYCAMORE STREET SUITE 3 CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	100,000
NORTHERN KENTUCKY UNIVERSITY FOUNDATIONNUNN DRIVE AC 221 HIGHLAND HEIGHTS,KY 41099		PUBLIC CHARITY	CEAD STUDENT FELLOW PROGRAM	60,720
RONALD MCDONALD HOUSE OF GREATER CINCINNATI350 ERKENBRECHER AVENUE CINCINNATI,OH 45229		PUBLIC CHARITY	TEACHER PROGRAM 2011-2013	64,200
SPIRIT OF CINCINNATI525 VINE STREET SUITE 1500 CINCINNATI,OH 45202		PUBLIC CHARITY	WORLD CHOIR GAMES GENERAL OPERATING SUPPORT	75,000
THE CHILDREN'S THEATRE OF CINCINNATI5020 OAKLAWN DRIVE SUITE 2000 CINCINNATI,OH 45227		PUBLIC CHARITY	EDUCATIONAL PROGRAMMING	50,000

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Name and address (home or business)				
b <i>Approved for future payment</i>				
UNIVERSITY OF CINCINNATI FOUNDATIONPO BOX 19970 CINCINNATI, OH 45219		PUBLIC CHARITY	HEMI - HIGHER EDUCATION MENTORING INITIATIVE	15,000
WOMEN'S CRISIS CENTER3580 HARGRAVE DR HEBRON, KY 41048		PUBLIC CHARITY	CAPITAL CAMPAIGN	40,000
YMCA1105 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	CAMP ERNST E-TEAM LONGHOUSE CABIN	166,666
Total  3b				5,884,586

Form

4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Department of the Treasury
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return CAROL ANN AND RALPH V HAILE US BANCORP FOUNDATION TRUST UAD 5/30/03	Business or activity to which this form relates FORM 990-PF PAGE 1	Identifying number 54-2135984
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Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7		
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9 Tentative deduction Enter the smaller of line 5 or line 8	9		
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10		
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A		
17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	17,916
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	17,916
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No						24b If "Yes," is the evidence written? ☐ Yes ☐ No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
43 Amortization of costs that began before your 2011 tax year				43	5,277
44 Total. Add amounts in column (f) See the instructions for where to report				44	5,277

TY 2011 Accounting Fees Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,975	9,975		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Amortization Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
WEBSITE	2008-04-14	10,500	1,925	180 0000000000000	700	0		2,625
WEBSITE	2008-07-31	1,000	162	180 0000000000000	67	0		229
WEBSITE	2008-08-29	3,650	567	180 0000000000000	243	0		810
WEBSITE	2008-10-31	20,000	2,888	180 0000000000000	1,333	0		4,221
SOFTWARE	2008-02-26	44,005	8,313	180 0000000000000	2,934	0		11,247

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03
EIN: 54-2135984

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE AND FIXTURES	2008-05-05	5,056	1,468	200DB	7 0000000000000	303	0		
FURNITURE AND FIXTURES	2008-07-15	1,900	517	200DB	7 0000000000000	124	0		
FURNITURE AND FIXTURES	2008-08-06	5,613	1,528	200DB	7 0000000000000	365	0		
FURNITURE AND FIXTURES	2008-09-10	17,308	4,712	200DB	7 0000000000000	1,126	0		
FURNITURE AND FIXTURES	2008-10-31	9,657	2,452	200DB	7 0000000000000	679	0		
FURNITURE AND FIXTURES	2008-11-13	57,193	14,527	200DB	7 0000000000000	4,020	0		
FURNITURE AND FIXTURES	2008-12-09	1,830	465	200DB	7 0000000000000	129	0		
FURNITURE AND FIXTURES	2009-01-13	1,055	204	200DB	7 0000000000000	92	0		
LEASEHOLD IMPROVEMENTS	2009-02-06	50,359	3,651	150DB	15 0000000000000	2,153	0		
LEASEHOLD IMPROVEMENTS	2009-02-09	1,474	107	150DB	15 0000000000000	63	0		
FURNITURE AND FIXTURES	2009-03-12	9,493	1,840	200DB	7 0000000000000	830	0		
LEASEHOLD IMPROVEMENTS	2009-03-19	19,851	1,439	150DB	15 0000000000000	849	0		
FURNITURE AND FIXTURES	2009-03-20	55,999	10,857	200DB	7 0000000000000	4,898	0		
LEASEHOLD IMPROVEMENTS	2009-03-20	11,560	838	150DB	15 0000000000000	494	0		
FURNITURE AND FIXTURES	2009-03-20	224	43	200DB	7 0000000000000	20	0		
LEASEHOLD IMPROVEMENTS	2009-03-30	1,943	141	150DB	15 0000000000000	83	0		
LEASEHOLD IMPROVEMENTS	2009-04-07	5,001	363	150DB	15 0000000000000	214	0		
FURNITURE AND FIXTURES	2009-05-19	1,835	356	200DB	7 0000000000000	160	0		
LEASEHOLD IMPROVEMENTS	2009-06-18	3,310	240	150DB	15 0000000000000	142	0		
FURNITURE AND FIXTURES	2009-07-02	1,835	356	200DB	7 0000000000000	160	0		
LEASEHOLD IMPROVEMENTS	2009-07-02	1,439	104	150DB	15 0000000000000	62	0		
FURNITURE AND FIXTURES	2009-08-11	268	52	200DB	7 0000000000000	23	0		
FURNITURE AND FIXTURES	2009-09-03	250	49	200DB	7 0000000000000	22	0		
FURNITURE AND FIXTURES	2009-09-30	2,741	531	200DB	7 0000000000000	240	0		
LEASEHOLD IMPROVEMENTS	2009-11-12	2,890	209	150DB	15 0000000000000	124	0		
FURNITURE AND FIXTURES	2009-11-23	5,700	1,105	200DB	7 0000000000000	499	0		
LEASEHOLD IMPROVEMENTS	2009-09-09	990	72	150DB	15 0000000000000	42	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Expenditure Responsibility Statement

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03
EIN: 54-2135984

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
BUILDING HEALTHY LIVES FOR WOMEN FOUNDATION (AKA CLEVER CRAZES FOR KIDS)	625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	2011-09-08	25,000	THE GRANT SUPPORTED MATERIALS THAT SUPPORT AN ONLINE WELLNESS PROGRAM FOR CHILDREN THESE MATERIALS WERE PROVIDED TO A 501C(3) CRAYONS TO COMPUTERS, WHO THEN DISTRIBUTED THEM TO TEACHERS	25,000	NO FUNDS HAVE BEEN DIVERTED TO ANY OTHER ACTIVITY	06/19/2012	2012-06-19	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF REPORT WAS MADE
BUILDING HEALTHY LIVES FOR WOMEN FOUNDATION (AKA CLEVER CRAZES FOR KIDS)	625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	2011-09-15	25,000	THE GRANT SUPPORTED MATERIALS THAT SUPPORT AN ONLINE WELLNESS PROGRAM FOR CHILDREN THESE MATERIALS WERE PROVIDED TO A 501C(3) CRAYONS TO COMPUTERS, WHO THEN DISTRIBUTED THEM TO TEACHERS	25,000	NO FUNDS HAVE BEEN DIVERTED TO ANY OTHER ACTIVITY	06/19/2012	2012-06-19	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF REPORT WAS MADE
BUILDING HEALTHY LIVES FOR WOMEN FOUNDATION (AKA CLEVER CRAZES FOR KIDS)	625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	2012-12-16	50,000	THE GRANT SUPPORTED MATERIALS THAT SUPPORT AN ONLINE WELLNESS PROGRAM FOR CHILDREN THE GRANT SUPPORTED A SOFTWARE UPGRADE THAT ENABLES STUDENTS TO USE MOBILE DEVICES TO ACCESS THE COMPANY'S WEBSITE	30,000	NO FUNDS HAVE BEEN DIVERTED TO ANY OTHER ACTIVITY	06/18/2012	2012-06-18	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF REPORT WAS MADE

**TY 2011 Investments Corporate
Bonds Schedule**

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03
EIN: 54-2135984

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	22,245,565	24,546,576

TY 2011 Investments Corporate Stock Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	46,072,789	40,651,449

TY 2011 Investments - Other Schedule**Name:** CAROL ANN AND RALPH V HAILE US BANCORP

FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	31,991,134	30,514,653
EXCHANGE TRADED FUNDS	AT COST	57,218,483	58,850,435
EXCHANGE TRADED FUNDS - FIXED INCOME	AT COST	13,037,247	13,949,387
MUTUAL FUNDS - FIXED INCOME	AT COST	16,934,651	16,762,850
REIT	AT COST	220,898	199,772
OTHER ASSETS	AT COST	9,132,895	9,421,081

TY 2011 Land, Etc. Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
 FOUNDATION TRUST UAD 5/30/03
 EIN: 54-2135984

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND FIXTURES	5,056	4,299	757	
FURNITURE AND FIXTURES	1,900	1,591	309	
FURNITURE AND FIXTURES	5,613	4,700	913	
FURNITURE AND FIXTURES	17,308	14,492	2,816	
FURNITURE AND FIXTURES	9,657	7,960	1,697	
FURNITURE AND FIXTURES	57,193	47,144	10,049	
FURNITURE AND FIXTURES	1,830	1,509	321	
WEBSITE	10,500	2,625	7,875	
WEBSITE	1,000	229	771	
WEBSITE	3,650	810	2,840	
WEBSITE	20,000	4,221	15,779	
SOFTWARE	44,005	11,247	32,758	
FURNITURE AND FIXTURES	1,055	824	231	
LEASEHOLD IMPROVEMENTS	50,359	30,984	19,375	
LEASEHOLD IMPROVEMENTS	1,474	907	567	
FURNITURE AND FIXTURES	9,493	7,417	2,076	
LEASEHOLD IMPROVEMENTS	19,851	12,214	7,637	
FURNITURE AND FIXTURES	55,999	43,755	12,244	
LEASEHOLD IMPROVEMENTS	11,560	7,112	4,448	
FURNITURE AND FIXTURES	224	175	49	
LEASEHOLD IMPROVEMENTS	1,943	1,196	747	
LEASEHOLD IMPROVEMENTS	5,001	3,078	1,923	
FURNITURE AND FIXTURES	1,835	1,434	401	
LEASEHOLD IMPROVEMENTS	3,310	2,037	1,273	
FURNITURE AND FIXTURES	1,835	1,434	401	
LEASEHOLD IMPROVEMENTS	1,439	886	553	
FURNITURE AND FIXTURES	268	209	59	
FURNITURE AND FIXTURES	250	196	54	
FURNITURE AND FIXTURES	2,741	2,142	599	
LEASEHOLD IMPROVEMENTS	2,890	1,778	1,112	
FURNITURE AND FIXTURES	5,700	4,454	1,246	
LEASEHOLD IMPROVEMENTS	990	609	381	

TY 2011 Legal Fees Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	16,749	0		16,749

TY 2011 Other Assets Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SOFTWARE - NET	35,692	32,758	32,758
WEBSITE - NET	29,608	27,265	27,265

TY 2011 Other Expenses Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	4,662	4,662		0
PORTFOLIO DEDUCTIONS FROM FORT WASHINGTON P E K-1	0	152,772		0
SECTION 59(E)(2) EXPENSE FROM K-1	0	30,225		0
INVESTMENT INTEREST EXPENSE FROM K-1	0	5,212		0
CASH CONTRIBUTIONS FROM K-1	0	62		0
OTHER EXPENSES FROM FORT WASHINGTON P E K-1	0	6		0
SPONSORSHIP & EVENTS	30,964	0		30,964
OFFICE SUPPLIES	11,436	0		11,436
MEMBERSHIPS	9,829	0		9,829
SUBSCRIPTIONS	599	0		599
INSURANCE	9,318	0		9,318
ADMINISTRATIVE EXPENSES	56,303	6,843		49,460
OTHER EXPNESES	10	0		10
INTERNET EXPENSES	1,653	0		1,653
AMORTIZATION	5,277	0		0

TY 2011 Other Professional Fees Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STRATEGIC CONSULTING	7,900	0		7,900
GRANT MANAGEMENT FEES	8,470	0		8,470
INVESTMENT MANAGEMENT FEES	7,500	7,500		0
PORTFOLIO MANAGEMENT FEES	1,163,786	1,163,786		0

TY 2011 Taxes Schedule

Name: CAROL ANN AND RALPH V HAILE US BANCORP
FOUNDATION TRUST UAD 5/30/03

EIN: 54-2135984

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	79,160	79,160		0
FOREIGN TAXES FROM FORT WASHINGTON P E K-1	0	2		0
STATE TAXES	200	0		200
FEDERAL EXCISE TAX	20,000	0		0
PAYROLL TAXES	46,769	8,113		38,656