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Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the **2011** calendar year, or tax year beginning **JUL 1, 2011** and ending **JUN 30, 2012**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization SHAKER SCHOOLS FOUNDATION		D Employer identification number 34-1351470
	Doing Business As		E Telephone number 216-295-4329
	Number and street (or P O box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 966,109.
	15600 PARKLAND DRIVE		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
City or town, state or country, and ZIP + 4 SHAKER HEIGHTS, OH 44120		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	H(c) Group exemption number
F Name and address of principal officer: KATHY JONES 15600 PARKLAND DRIVE, SHAKER HEIGHTS, OH 44		I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	
J Website: WWW.SHAKER.ORG/FOUNDATION/		L Year of formation 1981 M State of legal domicile OH	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other			

Part I Summary				
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: PROVIDE RESOURCES TO ENRICH THE EDUCATION EXPERIENCES OF STUDENTS IN THE SHAKER CITY SCHOOL DISTRICT			
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.			
	3	Number of voting members of the governing body (Part VI, line 1a)	20	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	20	
	5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	3	
	6	Total number of volunteers (estimate if necessary)	0	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.	
7b	Net unrelated business taxable income from Form 990-T, line 34	0.		
Revenue			Prior Year	Current Year
	8	Contributions and grants (Part VIII, line 1h)	484,627.	498,680.
	9	Program service revenue (Part VIII, line 2g)	0.	0.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	45,069.	57,733.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	101,636.	114,693.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	631,332.	671,106.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	177,914.	245,543.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	60,426.	80,122.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	16b	Total fundraising expenses (Part IX, column (D), line 25)	384.	
	17	Other expenses (Part IX, column (A), lines 11a, 11c, 11f-24e)	30,230.	26,650.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	268,570.	352,315.	
19	Revenue less expenses. Subtract line 18 from line 12	362,762.	318,791.	
Net Assets or Fund Balances			Beginning of Current Year	End of Year
	20	Total assets (Part X, line 16)	1,893,861.	2,117,224.
	21	Total liabilities (Part X, line 26)	2,388.	2,449.
22	Net assets or fund balances. Subtract line 21 from line 20	1,891,473.	2,114,775.	

Part II Signature Block			
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 officer) is based on all information of which preparer has any knowledge.			
Sign Here	<input checked="" type="checkbox"/> Signature of officer	<input checked="" type="checkbox"/> Date	5/9/13
	KATHY JONES, PRESIDENT Type or print name and title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	HARRY T SLOCUM, CPA	HARRY T SLOCUM, CPA	5/6/13
	Firm's name	Firm's EIN	PTIN
THE D'AMORE TATMAN GROUP LLC	34-1904516	P00448030	
Firm's address	Phone no		
3659 GREEN ROAD, SUITE 124 BEACHWOOD, OH 44122	216-378-1550		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

SCANNED JUN 18 2013

15610

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

X

1 Briefly describe the organization's mission: TO PROVIDE RESOURCES TO ENRICH THE EDUCATION EXPERIENCES OF STUDENTS IN THE SHAKER HEIGHTS CITY SCHOOL DISTRICT. PRIMARILY, THE FOUNDATION HELPS EXPAND CLASSROOM INTRUCTION AT ALL GRADE LEVELS WITH GRANTS TO TEACHERS AND FOR PROJECTS; MAKES AWARDS TO INDIVIDUAL STUDENTS TO

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 245,543. Including grants of \$) (Revenue \$) AS ARTICLE THREE, PARAGRAPH 1(1) OF THE ARTICLES OF INCORPORATION STATES, THE ORGANIZATION SUPPORTS SELECTED CURRICULAR AND EXTRACURRICULAR ACTIVITES, PROGRAMS AND FACILITIES OF THE PUBLIC SCHOOLS OPERATED BY THE BOARD OF EDUCATION OF THE SHAKER HEIGHTS (OHIO) CITY SCHOOL DISTRICT (THE "SHAKER HEIGHTS BOARD OF EDUCATION"). IT WILL ENHANCE THE ABILITY OF THE SHAKER HEIGHTS BOARD OF EDUCATION TO PROVIDE PUBLIC SCHOOL EDUCATIONAL OPPORTUNITIES OF THE HIGHEST POSSIBLE QUALITY AND OF GRADUATES OF PUBLIC SCHOOLS OPERATED BY SUCH SCHOOLS TO PURSUE POST-SECONDARY EDUCATIONAL OPPORTUNITIES.

THE ORGANIZATION WORKS TOWARD A GOAL OF ATTRACTING THE PERSONAL SUPPORT AND FINANCIAL ASSISTANCE OF CONCERNED INDIVIDUALS WHO SHARE ITS GOAL OF

4b (Code) (Expenses \$ Including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ Including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 245,543.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		X
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	X	
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and numerical responses. Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance issues.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O		
	20		
b	Enter the number of voting members included in line 1a, above, who are independent		
	20		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official		X
b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **OH**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **SHAKER SCHOOLS FOUNDATION - 216-295-4329**
15600 PARKLAND DRIVE, SHAKER HEIGHTS, OH 44120

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) KATHY JONES PRESIDENT	0.00	X		X				0.	0.	0.
(2) ANN GARSON VICE PRESIDENT	0.00	X		X				0.	0.	0.
(3) CRAIG STOUT TREASURER	0.00	X		X				0.	0.	0.
(4) STEVEN GOLDFARB SECRETARY	0.00	X		X				0.	0.	0.
(5) STUART ABRAMS TRUSTEE	0.00	X						0.	0.	0.
(6) JOAN BALL TRUSTEE	0.00	X						0.	0.	0.
(7) DEBBIE COWAN TRUSTEE	0.00	X						0.	0.	0.
(8) SARAJANE DOLINSKY TRUSTEE	0.00	X						0.	0.	0.
(9) MARK FREEMAN TRUSTEE	0.00	X						0.	0.	0.
(10) DEREK GREEN TRUSTEE	0.00	X						0.	0.	0.
(11) RICHARD HUBBARD TRUSTEE	0.00	X						0.	0.	0.
(12) ROBIN JOHNSON TRUSTEE	0.00	X						0.	0.	0.
(13) AMY KERR THOME TRUSTEE	0.00	X						0.	0.	0.
(14) MATT LEHMAN TRUSTEE	0.00	X						0.	0.	0.
(15) JOHN MURPHY TRUSTEE	0.00	X						0.	0.	0.
(16) PAUL SAUERLAND TRUSTEE	0.00	X						0.	0.	0.
(17) PHILIP SHANDS TRUSTEE	0.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) ANNETTE TUCKER SUTHERLAND TRUSTEE	0.00	X						0.	0.	0.
(19) ROBIN WEAVER TRUSTEE	0.00	X						0.	0.	0.
(20) FRED WIDEN TRUSTEE	0.00	X						0.	0.	0.
(21) THOMAS WISE TRUSTEE	0.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a						
	b Membership dues	1b						
	c Fundraising events	1c						
	d Related organizations	1d						
	e Government grants (contributions)	1e						
	f All other contributions, gifts, grants, and similar amounts not included above	1f	498,680.					
	g Noncash contributions included in lines 1a-1f \$		13,210.					
	h Total. Add lines 1a-1f			498,680.				
	Program Service Revenue			Business Code				
2 a								
b								
c								
d								
e								
f All other program service revenue								
g Total. Add lines 2a-2f								
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			46,829.			46,829.	
	4 Income from investment of tax-exempt bond proceeds							
	5 Royalties							
	6 a Gross rents	(i) Real	(ii) Personal					
		b Less: rental expenses						
		c Rental income or (loss)						
		d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other					
		b Less: cost or other basis and sales expenses		206,146.				
		c Gain or (loss)		195,242.				
		d Net gain or (loss)		10,904.	10,904.			10,904.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a		214,454.				
		b Less: direct expenses	b	99,761.				
		c Net income or (loss) from fundraising events			114,693.			114,693.
	9 a Gross income from gaming activities. See Part IV, line 19	a						
b Less: direct expenses		b						
c Net income or (loss) from gaming activities								
10 a Gross sales of inventory, less returns and allowances	a							
	b Less: cost of goods sold	b						
	c Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code					
11 a								
b								
c								
d All other revenue								
e Total. Add lines 11a-11d								
12 Total revenue See instructions				671,106.	0.	0.	172,426.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2 Grants and other assistance to individuals in the United States See Part IV, line 22	245,543.	245,543.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	61,600.		30,800.	30,800.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	12,645.		6,323.	6,322.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	5,877.		2,939.	2,938.
11 Fees for services (non-employees)				
a Management	15,173.		7,587.	7,586.
b Legal				
c Accounting	6,000.		3,000.	3,000.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a PORTFOLIO MGMT & ADMIN	5,477.		2,739.	2,738.
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	352,315.	245,543.	53,388.	53,384.
26 Joint costs Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	354,636.	2	445,504.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a		
	b Less: accumulated depreciation	10b		10c
	11 Investments - publicly traded securities	1,533,084.	11	1,667,620.
	12 Investments - other securities See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	6,141.	15	4,100.
16 Total assets. Add lines 1 through 15 (must equal line 34)	1,893,861.	16	2,117,224.	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	2,388.	25	2,449.
	26 Total liabilities. Add lines 17 through 25	2,388.	26	2,449.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	353,500.	27	352,563.
	28 Temporarily restricted net assets	286,330.	28	488,808.
	29 Permanently restricted net assets	1,251,643.	29	1,273,404.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	1,891,473.	33	2,114,775.	
34 Total liabilities and net assets/fund balances	1,893,861.	34	2,117,224.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	671,106.
2	Total expenses (must equal Part IX, column (A), line 25)	2	352,315.
3	Revenue less expenses Subtract line 2 from line 1	3	318,791.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,891,473.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	<95,489.>
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	2,114,775.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

- 1 Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c		X
3a		X
3b		

Form 990 (2011)

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	547,989.	324,550.	321,797.	484,627.	498,680.	2177643.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	547,989.	324,550.	321,797.	484,627.	498,680.	2177643.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						245,910.
6 Public support. Subtract line 5 from line 4						1931733.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	547,989.	324,550.	321,797.	484,627.	498,680.	2177643.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	67,114.	25,964.	25,884.	37,079.	46,829.	202,870.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						2380513.
12 Gross receipts from related activities, etc. (see instructions)					12	973,564.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	81.15 %
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	74.08 %
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11, and 12)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011
Open to Public Inspection

Name of the organization

SHAKER SCHOOLS FOUNDATION

Employer identification number

34-1351470

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	1,251,643.	864,182.	755,898.	771,665.	
b Contributions	162,125.	276,721.	100,065.	121,687.	
c Net investment earnings, gains, and losses	<25,798.>	157,043.	54,888.		
d Grants or scholarships	52,978.	48,091.	46,668.	137,454.	
e Other expenditures for facilities and programs	61,588.				
f Administrative expenses					
g End of year balance	1,273,404.	1,251,643.	864,182.	755,898.	

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____ %
 - b Permanent endowment _____ %
 - c Temporarily restricted endowment _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|---------------------------------------------------------------------------------------|--------|----|
| (i) unrelated organizations | 3a(i) | X |
| (ii) related organizations | 3a(ii) | X |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ▶ 0.

Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13) ▶		

Part IX Other Assets. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) 403(B) PAYABLE	1,250.
(3) PAYROLL LIABILITIES	1,199.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25) ▶	2,449.

FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12),	1	671,106.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	352,315.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	318,791.
4	Net unrealized gains (losses) on investments	4	<95,489.>
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	119,752.
9	Total adjustments (net). Add lines 4 through 8	9	24,263.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	343,054.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	794,279.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	<95,489.>
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	118,901.
e	Add lines 2a through 2d	2e	23,412.
3	Subtract line 2e from line 1	3	770,867.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	<99,761.>
c	Add lines 4a and 4b	4c	<99,761.>
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	671,106.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	451,225.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	98,910.
e	Add lines 2a through 2d	2e	98,910.
3	Subtract line 2e from line 1	3	352,315.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	352,315.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

PART XI, LINE 8 - OTHER ADJUSTMENTS:

GAAP CONVERSION ACCRUAL TO CASH NET ADJUSTMENT 119,752.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

GAAP CONVERSION ACCRUAL TO CASH 118,901.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events NONE	(d) Total events (add col. (a) through col. (c))	
		RED & WHITE (event type)	(event type)	(total number)		
Revenue	1	Gross receipts	214,454.		214,454.	
	2	Less: Charitable contributions				
	3	Gross income (line 1 minus line 2)	214,454.		214,454.	
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs	99,761.		99,761.	
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses				
	10	Direct expense summary. Add lines 4 through 9 in column (d)				99,761.
	11	Net income summary. Combine line 3, column (d), and line 10				114,693.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d)				()
8	Net gaming income summary. Combine line 1, column d, and line 7				

9 Enter the state(s) in which the organization operates gaming activities _____
 a Is the organization licensed to operate gaming activities in each of these states? Yes No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain: _____

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
SEE EXHIBIT "A"	0	0.	0.		

Part IV Supplemental information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE I, PART I, LINE 2: SEE EXHIBIT "B"

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

SHAKER SCHOOLS FOUNDATION

Employer identification number

34-1351470

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

RECOGNIZE THEIR ACADEMIC SUCCESS AND ENCOURAGE THEIR PURSUIT OF
ADVANCED STUDIES; AND PROVIDES SUPPORT FOR IMPROVEMENTS TO LEARNING
ENVIRONMENTS.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

ENHANCING OPPORTUNITIES WITHIN THE SCHOOL DISTRICT FOR QUALITY PUBLIC
SCHOOL EDUCATION AT THE PRIMARY AND SECONDARY LEVELS. THE TYPES OF
SUPPORT WHICH THE ORGANIZATION PROVIDES FOR THE SHAKER PUBLIC SCHOOLS
INCLUDE EXPENDING FUNDS TO ASSIST IN ENRICHING THE CURRICULUM, TO
INCREASE OPPORTUNITIES FOR DISADVANTAGED STUDENTS, TO INCREASE STUDENT
ACCESS TO TECHNOLOGY, AND TO SUPPORT MAJOR CAPITAL IMPROVEMENTS. THE
REQUIREMENT OF REPRESENTATION ON THE BOARD OF TRUSTEES OF THE
ORGANIZATION BY A MEMBER OF THE SHAKER HEIGHTS BOARD OF EDUCATION
ENSURES THAT THE ORGANIZATION'S ACTIVITIES ARE CONSISTENT WITH THOSE OF
THE BOARD OF EDUCATION.

ALL STUDENTS WHO RECEIVE AWARDS WERE SELECTED BASED UPON
RECOMMENDATIONS BY THE HIGH SCHOOL PRINCIPAL, APPROPRIATE DEPARTMENT
CHAIRS AND GUIDANCE COUNSELORS.

FORM 990, PART VI, SECTION B, LINE 11: A "DRAFT" COPY OF THE 990 IS
REVIEWED DIRECTLY BY THE PRESIDENT, EXECUTIVE DIRECTOR AND THE CHAIRMAN OF
THE FINANCE COMMITTEE FOR ACCURACY, MATERIAL MISSTATEMENTS AND
EXTRAORDINARY ITEMS. ONCE APPROVED, THE RETURN IS PROCESSED AND A COPY OF
THE RETURN IS SENT TO EACH VOTING BOARD MEMBER (VIA EMAIL OR HARD COPY)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2011)

132211
01-23-12

Name of the organization

SHAKER SCHOOLS FOUNDATION

Employer identification number

34-1351470

PRIOR TO THE RETURN BEING FILED.

FORM 990, PART VI, SECTION B, LINE 12C: BOARD TRUSTEE, EMPLOYEE OR VOLUNTEER OF THE SHAKER SCHOOL FOUNDATION SHALL AVOID ANY CONFLICT, INCLUDING THE APPEARANCE OF CONFLICT BETWEEN HIS OR HER PERSONAL INTERESTS AND THE INTERESTS OF THE FOUNDATION WHEN ACTING FOR OR REPRESENTING THE FOUNDATION OR WHEN DEALING WITH ANY ORGANIZATION OR INDIVIDUAL WHOSE OBJECTIVES OR INTEREST MAY BE ADVERSE TO SPECIFIC INTEREST OF THE FOUNDATION. EACH BOARD TRUSTEE SHALL DISCLOSE ANY POSSIBLE CONFLICT OF INTEREST IN A TIMELY MANNER. EACH SEPTEMBER, SUCH DISCLOSURE SHALL BE IN THE FORM OF AN ANNUAL DISCLOSURE OF INTEREST CERTIFICATE TO BE SIGNED BY EACH BOARD MEMBER, IN WHICH EACH SHALL INDICATE THAT HE OR SHE IS FAMILIAR WITH THIS POLICY AND HAS DISCLOSED OR IS DISCLOSING ALL KNOWN SITUATIONS THAT COULD POTENTIALLY INVOLVE A POSSIBLE CONFLICT OF INTEREST.

FORM 990, PART VI, SECTION B, LINE 15B: THE BOARD PRESIDENT CONDUCTS AN ANNUAL REVIEW OF THE DIRECTOR OF DEVELOPMENT, BASED ON INPUT FROM THE EXECUTIVE DIRECTOR AND THE BOARD'S EXECUTIVE COMMITTEE. THE DEVELOPMENT DIRECTOR ALSO MEETS WITH THE FOUNDATION'S TWO EMPLOYEES AFTER RECEIVING FEEDBACK FROM THE EXECUTIVE DIRECTOR. ANY MERIT RAISES ARE BASED ON COMPENSATION PRACTICES OF THE SHAKER HEIGHTS CITY SCHOOL DISTRICT.

FORM 990, PART VI, SECTION C, LINE 19: ALL COPIES OF THE ORGANIZATION'S GOVERNING DOCUMENTS AND AUDITED FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST AND IN CERTAIN CASES AVAILABLE ON THE INTERNET AT WWW.SHAKER.ORG.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

132212
01-23-12

Schedule O (Form 990 or 990-EZ) (2011)

Shaker Schools Foundation
 Form 990, Part IX, Line 1(b) Grants and Awards
 6/30/12
 FIN:34-1351470

TOTAL SCHOLARSHIPS, GRANTS and AWARDS

PURPOSE	AMOUNT	FUND
Excellence in Backstage Theatre	250	Nikki Babbit
Excellence in Citizenship	1,000	Andrew Barnett
Excellence in Athletics	300	David Berger
Excellence in Academics and Athletics	300	Daniel R Biello
Senior Scholarship in Education/Teaching	500	Laura Almeida Brooks
Outstanding Female Athlete	300	Lucille M Burkett
Outstanding Scholar	400	Rashad Burnley Memorial
Outstanding African American	500	CommitMEN
Excellence in Writing	200	Mae Stuart Dalrymple
Excellence in Goal Setting	990	Dare to Dream
Excellence in Goal Setting	500	M Evelyn Dilley
Middle School Scholarship	75	Katie Galvin
Senior Scholarship	350	Carolyn Garvin
Excellence in Language	200	Jenny Goldman Language Excellence
Scholarship and Athletics	1,000	Grace B Graham
Performing Arts & Humanities	150	June Marie Harney
Outstanding in Athletics	100	Fred Heinlen
Outstanding Perform in Instrumental Music	300	Douglas E Hicks
Senior Scholar/Athlete	250	John S Holdstein Memorial
Academic Achievement	2,070	Dorothy Hummel Hovorka
Athlete with Positive Contributions	1,000	Mark Leimsieder
Excellence in Vocational School	2,000	Eric & Susan Lindquist Memorial
Environmental Concerns & Achievement	3,000	Jennifer Lynn Moore
Outstanding African American	400	MAC Scholar
Music Enrichment	1,600	Charlotte Braverman
Excellence in Leadership	250	Terry Pollack
Senior Community Leadership	1,000	Loretta Quade
Excellence in Modern Language	500	Rosewater Family Modern Language
High Academic Performance	350	A Jack Rumbaugh
Excellence in Journalism	250	Shaker Life
Excellence in Fine Arts	200	Amy Margolis Silberman
Excellence in Journalism & Public Service	100	Sue Silverman
Excellence in Journalism	350	Jane Wood
Outstanding Accomplishments in Drama	800	Jeff Young

21,535

Shaker Schools Foundation
 Form 990, Part IX, Line 1(b) Grants and Awards
 6/30/12
 FIN.34-1351470

AUTHORIZED PROJECTS & EDUCATIONAL ENRICHMENT GRANTS	AMOUNT	FUND
Enrichment Supplies, Materials, Teacher Grants	336	Arts
Enrichment Supplies, Materials, Teacher Grants	3,006	Baseball
Enrichment Supplies, Materials, Teacher Grants	3,289	Block
Enrichment Supplies, Materials, Teacher Grants	975	Brandon
Enrichment Supplies, Materials, Teacher Grants	565	Brattin
Enrichment Supplies, Materials, Teacher Grants	230	Breland
Enrichment Supplies, Materials, Teacher Grants	108	Buie
Enrichment Supplies, Materials, Teacher Grants	300	Calland
Enrichment Supplies, Materials, Teacher Grants	24,219	Centennial
Enrichment Supplies, Materials, Teacher Grants	213	Chang
Enrichment Supplies, Materials, Teacher Grants	1,368	CL 1938
Enrichment Supplies, Materials, Teacher Grants	97	CL 1949
Enrichment Supplies, Materials, Teacher Grants	103	CL 1954
Enrichment Supplies, Materials, Teacher Grants	195	CL 1973
Enrichment Supplies, Materials, Teacher Grants	93	CL 2001
Enrichment Supplies, Materials, Teacher Grants	3,360	Clarren
Enrichment Supplies, Materials, Teacher Grants	8,280	CL 1950
Enrichment Supplies, Materials, Teacher Grants	251	Cowen
Enrichment Supplies, Materials, Teacher Grants	124	David
Enrichment Supplies, Materials, Teacher Grants	149	Epps
Enrichment Supplies, Materials, Teacher Grants	247	Geismer
Enrichment Supplies, Materials, Teacher Grants	219	Goodman
Enrichment Supplies, Materials, Teacher Grants	291	Herron
Enrichment Supplies, Materials, Teacher Grants	295	Hershman
Enrichment Supplies, Materials, Teacher Grants	218	Hirsch
Enrichment Supplies, Materials, Teacher Grants	1,929	Hockey
Enrichment Supplies, Materials, Teacher Grants	379	IB
Enrichment Supplies, Materials, Teacher Grants	398	Kassen
Enrichment Supplies, Materials, Teacher Grants	515	Kaufman
Enrichment Supplies, Materials, Teacher Grants	294	Lisak
Enrichment Supplies, Materials, Teacher Grants	357	Loeffler
Enrichment Supplies, Materials, Teacher Grants	3,345	MAC
Enrichment Supplies, Materials, Teacher Grants	982	MacIntyre
Enrichment Supplies, Materials, Teacher Grants	1,126	Marks
Enrichment Supplies, Materials, Teacher Grants	1,200	Mason
Enrichment Supplies, Materials, Teacher Grants	1,445	Morris
Enrichment Supplies, Materials, Teacher Grants	152	Pruett
Enrichment Supplies, Materials, Teacher Grants	500	PTO
Enrichment Supplies, Materials, Teacher Grants	200	SGORR
Enrichment Supplies, Materials, Teacher Grants	1,500	High School
Enrichment Supplies, Materials, Teacher Grants	1,264	Middle School
Enrichment Supplies, Materials, Teacher Grants	500	Library
Enrichment Supplies, Materials, Teacher Grants	14,622	Stout
Enrichment Supplies, Materials, Teacher Grants	598	Steinberg
Enrichment Supplies, Materials, Teacher Grants	653	Sugarman
Enrichment Supplies, Materials, Teacher Grants	1,754	Superintendent
Enrichment Supplies, Materials, Teacher Grants	500	Waller
Enrichment Supplies, Materials, Teacher Grants	400	Ware

Shaker Schools Foundation
Form 990, Part IX, Line 1(b) Grants and Awards
6/30/12

Enrichment Supplies, Materials, Teacher Grants FIN:34-1351470	300	Wonson
Enrichment Supplies, Materials, Teacher Grants	18,417	Woodbury
Technology/Fine & Performing Arts Support for all Shaker Heights Schools	121,152	Red & White
	223,013	

PLAQUES AND AWARDS EXPENSES:

70	Biello
39	Burnley
29	Campaign
141	Graham
43	Heinlen
463	Hovorka
70	Moore
141	Young

995

Total Program Services

245,543

SHAKER SCHOOLS FOUNDATION

15600 Parkland Drive
Shaker Heights, Ohio 44120

FUND DESCRIPTIONS

(As of June 30, 2012)

The Shaker Schools Foundation depends upon the generosity of donors to fulfill its mission of providing resources to enrich the educational experiences of students of the Shaker Heights City School District. The Foundation is especially pleased to honor or memorialize a person, family, or alumni class. This can be accomplished with a donation of \$5,000 or more to set up a named fund. A special purpose endowment fund can be created with a gift of \$25,000 or more.

The Foundation's original named funds were established during its first year of existence. Income from these funds helps support teaching and learning in the Shaker Heights City Schools; now nearly 90 such funds exist. Many of the fund descriptions below contain a brief historical account. Most have ongoing activity in the form of additional donations by the fund sponsor or other contributors.

THE RUTH S. AFFELDER READING FUND – 888-AF, EN

The Ruth S. Affelder Reading Fund was established as an endowment fund in 1991 in tribute to Ruth S. Affelder's 70th birthday and to her years of service to the Shaker Schools and commitment to children's reading development. This fund may be used to improve the teaching of reading and language arts in the elementary grades and for staff development or the acquisition of materials, or for other related purposes.

NIKKI BABBIT MEMORIAL FUND – 620, AW

The Nikki Babbit Memorial Fund was established as a special purpose endowment fund in 2008 in memory of Nikki Babbit. The mother of three graduates of the Theatre Arts Department (Ross, 1986; Jamie, 1989; and Rider, 1992), Nikki was a devoted follower and supporter of the Theatre Arts Department until her death in 2006. This fund will provide an award to a senior student who has provided outstanding technical service to the Shaker Heights High School Theatre Arts Department. This includes set, costume, light, or sound design, set construction, light board operation, and other activities that support performances.

DAVID M. BERGER MEMORIAL FUND – 140, AW

The David M. Berger Memorial Fund was established as an endowment fund in 1984 in memory of David Berger, a former student of the Shaker Heights public schools, who was slain while participating in the 1972 Munich Olympic Games. The initial contributions were received from his parents, Dr. and Mrs. Benjamin Berger. The fund may be used to provide an annual academic/athletic award presented on Senior Honors Day at Shaker Heights High School.

DANIEL R. BIELLO MEMORIAL FUND – 150, AW

The Daniel R. Biello Memorial Fund was established as an endowment fund in 1986 with contributions from friends in memory of Daniel R. Biello, a 1965 graduate of Shaker Heights High School and a distinguished radiologist and expert in nuclear medicine. The fund may be used for an award on Senior Honors Day to an outstanding student-athlete.

MADELINE AND DENNIS BLOCK FUND – 614, SP

The Madeline and Dennis Block Fund was established in 2010 by the Blocks. Their daughters Amanda (SHHS1995) and Lindsay (SHHS 1997) are Shaker graduates, and their grandchildren currently are attending Lomond Elementary School. This is a special purpose expendable fund that will support the music program at the High School. The Block Fund will underwrite annual

EXHIBIT B PAGE 1 OF 16

projects identified by the department chair as being needed, but not covered by the budget. These can include masterclasses for string and vocal programs; the commissioning of new music; and other enrichment projects.

PHYLLIS P. BRANDON FUND – 888-PB, EN

The Phyllis P. Brandon Fund was established in 2011 by her five children and their spouses, 15 grandchildren, and husband, to celebrate Phyllis Brandon's milestone birthday on April 30, 2011. The Brandon Fund is a special purpose endowment created to support a new reading program for Kindergarten students in the lower quartile. Beginning in fall 2011, these children will receive a series of books that meet Shaker and state academic standards. To underscore the importance of reading, Shaker teachers will work with the parents and families of these Kindergarteners to support their exploration of books.

JEAN BRATTIN PHYSICS FUND – 115, GR

The Jean Brattin Physics Fund was established as an endowment fund in 1989 in memory of Jean Brattin, who taught physics for eighteen years at Shaker Heights High School. This fund may be used for the improvement of physics instruction through the purchase of equipment, funding of special science projects, and recognition of innovative science teaching. It may also be used to award outstanding students in the sciences, particularly in physics.

CHARLOTTE BRAVERMAN MUSIC ENRICHMENT FUND – 618, SP

The Music Enrichment Fund is a special purpose endowment established in 2006 with an anonymous donation in honor of the Shaker Heights High School band program. The initial gift was matched by additional contributions to provide funding for the enrichment of the instrumental program. This includes, but is not limited to, group instrument lessons for disadvantaged middle and high school students who would not otherwise be able to afford instruction, work with guest conductors, clinics with composers, and master classes with professional musicians.

DAVID BRELAND FUND FOR INNOVATION IN MUSIC AND TECHNOLOGY – 517, GR

The David Breland Fund for Innovation in Music and Technology was established in 2005 as a special purpose endowment fund in memory of David, a high school senior, who had a passion for integrating music and technology. His musical compositions reflected his creative and innovative nature. This fund will support an enrichment grant.

LOUIS AND LAURA BROOKS MEMORIAL FUND – 018, AW

The Louis and Laura Brooks Memorial Fund was established as an endowment fund in 2002 in memory of Laura Almeada Brooks, a lifetime educator and teacher of 35 years. The name was changed to include Louis Brooks in 2012. This fund may be used for a student award to be given to a senior who has demonstrated a passionate concern for teaching and education and has achieved a 3.0 or higher grade point average, preferably bound for an Ohio or Tennessee college/university.

BUIE DATA PROCESSING FUND – 145, GR

The Buie Data Processing Fund was established as an endowment fund in December 1989 with an individual contribution of \$2,000 by Mr. Richard Buie. The fund may be used for the support of innovative teaching in data processing and computer science and projects involving technology as it is applied to education.

EXHIBIT B PAGE 2 OF 16

LUCILLE M. BURKETT FUND – 060, AW

The Lucille M Burkett Fund was established as an endowment fund in 1986 in tribute to Lucille M. Burkett's thirty-three years of service as a Shaker Heights School District teacher and administrator who retired in 1986. Revenues were raised from a special event in her honor. This fund may be used to support innovative teaching in physical education and to provide an award to an outstanding female athlete who has contributed time and participation in many school and community activities and has worked and achieved her academic potential.

RASHAD BURNLEY MEMORIAL FUND – 178, AW

The Rashad Burnley Memorial Fund was established as an endowment fund in 2000 to honor an outstanding minority achievement scholar and enhance opportunities for the Minority Achievement Committee (MAC) Scholars.

SALLY CALLAND LOMOND SCHOLAR AWARD FUND – 640, AW

The Sally Calland Lomond Scholar Award Fund was established in 2012 by Jim Calland and Shelli Calland (SHHS 1997). While not intended as a continuation of the student award presented for many years by the Lomond Association, this Fund will honor the graduating senior living in the Lomond Elementary School attendance area who has earned the highest GPA. Sally Calland, who was Jim's wife and Shelli's mother, graduated from Shaker Heights High School in 1966, and lived in the Lomond neighborhood until her death in 2002.

PENNY CHANG FUND – 171, GR

The Penny Chang Fund was established as an endowment fund in 2000 to support various enrichment projects that benefit the students in the Shaker Heights City Schools.

CLASS OF 1938 SPECIAL SCHOLARSHIP FUND – 075, GR

The Class of 1938 Harry Horvitz and C. C. Tippit Award Fund was established as an unrestricted endowment fund in 1990 in tribute to the Class of 1938 alumni. The fund was created by alums Harry Horvitz and C. Carlisle Tippit and may be used for providing current students and faculty with opportunities for advanced study.

CLASS OF 1949, including the Class of January 1950 Fund – 074, GR

The Class of 1949, including the Class of January 1950 Fund was established as an unrestricted endowment fund in 2000 in tribute to the alumni of both classes. This fund may be used to provide opportunities for advanced study by students and/or to enhance instruction at Shaker Heights High School.

CLASS OF 1950 AND JANUARY 1951 FUND – 076, SP

The Class of 1950 and January 1951 Fund was established in 2011 by members of the Shaker Heights High School classes of January and June 1950 and January 1951. This is a special purpose expendable fund that will help current High School students achieve their potential, regardless of family income.

CLASS OF 1954 ALUMNI FUND – 437, GR

The Class of 1954 Alumni Fund was established as an unrestricted endowment fund in 2004 from contributions honoring the fiftieth reunion of the Class of 1954. The proceeds of this fund will be used to enrich the educational experience of the students of Shaker Heights High School.

EXHIBIT B PAGE 3 OF 16

CLASS OF 1973 FUND – 073, GR

The Class of 1973 Fund was established as an unrestricted endowment fund in 1994 in tribute to the Class of 1973 by the twentieth-year reunion committee, with proceeds from the event and additional contributions from the members of the class. This fund may be used to enhance learning and teaching at Shaker Heights High School.

SHAKER HEIGHTS HIGH SCHOOL CLASS OF 2001 FUND – 016, GR

The Shaker Heights High School Class of 2001 Fund was established as an unrestricted expendable fund in 2001 in tribute to the Class of 2001 by the Shaker Heights High School After Prom Committee. This fund may be used for any purpose consistent with the Foundation's mission.

“COMMITMEN” FUND – 630, AW

The “CommitMEN” Fund was established in 2006 as an expendable fund by six Shaker natives: Justin Erkins (Shaker 1998), Patrick Hicks (Shaker 2000), Landon Lockhart (Shaker 1999), Trenton Marsh (Shaker 1998), Brad Picot (Shaker 1998) and Philip Smith (St. Ignatius 1999). This Fund will provide a \$500 award each year to an African-American male senior who earns at least a 2.5 GPA, has been accepted into a post-secondary program, and is a well-rounded person who demonstrates integrity, leadership, and service to others.

LYNN COWEN FUND – 650, SP

The Lynn Cowen Fund was established in 2011, with gifts honoring her retirement from the Shaker Heights City Schools. It was initiated by the PTO Presidents who worked with Dr. Cowen during her nine years as principal of Onaway Elementary School. Lynn Cowen also served as teacher and assistant principal during her distinguished 24.5 year tenure with Shaker. This is a special purpose expendable fund to benefit Onaway teachers and students, particularly in the area of innovative mathematics instruction.

JAMEALA A. CROOM CAMP HOPE FUND – 660, SP

The Croom Camp Hope Fund was established in 2007 in memory of Jameala, a fifth grade Woodbury student who believed in humanitarian efforts and in giving service to others. The fund will provide annual scholarships for sixth grade Shaker students to attend summer camp. Beginning Spring 2008, funds will be available for students who have financial or health impairments to attend the Sixth Grade Camp.

THE MAE STUART DALRYMPLE MEMORIAL FUND – 022, AW

The Mae Stuart Dalrymple Memorial Fund was established as an endowment fund in 1995 in memory of Mae Stuart Dalrymple by Byron W. and Ellen F. Dalrymple. Mrs. Dalrymple, who grew up in Shaker Heights, lost her life in a tragic automobile accident in 1933. This fund may be used for activities that support student writing such as the publication of student newspapers and literary magazines or a student award for writing.

FRED DAVID MEMORIAL FUND – 053, GR

The Fred David Memorial Fund was established as an endowment fund in 1997 in memory of Fred David, a longtime educator in the Shaker Heights City Schools, by his friends and colleagues. He served as a teacher, Treasurer, and Assistant Superintendent, totaling nearly thirty years of service. This fund may be used for purposes consistent with the Foundation's mission.

EXHIBIT B PAGE 4 OF 16

M. EVELYN DILLEY FUND – 021, AW

The M. Evelyn Dilley Fund was established as a special purpose endowment fund in 2007 as part of a bequest from Kenneth J. Suid. Mr. Suid, a 1958 Shaker Heights High School graduate, received encouragement, support, and inspiration from Miss Dilley. She taught him the concept of “making your best better,” and Mr. Suid lived by and shared this motto throughout his life. This fund will provide an award to a graduating student who exemplifies the personal goals and ideals expressed the motto, “make your best better,” and a commemorative medal will be given with the cash award.

RICHARD WILLIAM EPPS MEMORIAL FUND – 043, GR

The Richard William Epps Memorial Fund was established as an endowment fund in 1993 in memory of Richard W. Epps, an active member of the Shaker community, by his friends. This fund may be used for general purposes consistent with the Foundation’s mission.

FINE AND PERFORMING ARTS FUND – 050, GR

The Fine and Performing Arts Fund was established as an endowment fund in 1985 from many contributors to enhance the dramatic, musical, and visual arts programs in the schools. This fund may be used for providing artists-in-residence, mentorships for students, visual aids, production costs, or for the acquisition of video and photography equipment for production and presentation.

JEFFRY E. FOX MEMORIAL FUND – 888-JF, EN

The Jeffry E. Fox Memorial Fund was established in 2010 as a named endowment fund by family members and friends. Jeffry graduated from Shaker in 1973 and was a talented musician. This fund will support students who are unable to afford their interest in music and provide for instrument rental, private music lessons, participation in camps and trips sponsored by the High School’s music program, and/or other similar needs as identified by the High School’s music program.

LINDA FREEMAN FUND – 173

The Linda Freeman Fund was established as an unrestricted endowment fund in 1999 to support various enrichment projects that benefit the students in the Shaker Heights City Schools as deemed by the Foundation trustees.

KATIE GALVIN FUND – 040, AW

The Katie Galvin Fund was established as an endowment fund in 1985 in memory of Katie Galvin, a former Middle School student who passed away. This fund may be used to honor an eighth grader for excellence in the arts.

CAROLYN GARVIN SCHOLARSHIP FUND – 149, AW

The Carolyn Garvin Scholarship Fund was established as an endowment fund in 2001 by family and friends to honor Carolyn as the recipient of the Martin Luther King Human Relations Award. The fund may be used to provide an award to a senior who demonstrates leadership abilities and a grade point average of at least 2.5.

BARBARA P. GEISMER FUND FOR CULTURAL ENRICHMENT IN GRADES K-3 – 502, GR

The Barbara P. Geismer Fund for Cultural Enrichment in Grades K-3 was established in July 2005 as a special purpose endowment fund by Meg Ostrum, Alan Geismer, and Mollie Geismer in honor of the birthday of their mother, Barbara Geismer. The proceeds from the fund will be used to support a teacher grant that focuses on cultural enrichment in the primary grades

EXHIBIT B PAGE 5 OF 16

JENNY GOLDMAN LANGUAGE EXCELLENCE FUND – 636, AW

The Jenny Goldman Language Excellence Fund was established as a special purpose endowment fund in 2006 in memory of Jenny Goldman, Class of 2005, who loved languages and cultures. A junior at the time of her death, she was already fluent in French and Japanese and was studying German and Russian. She helped with student exchange programs and made each participant feel welcome. The Jenny Goldman Language Excellence Award is presented in her memory. It is awarded to a junior or senior who has excelled in more than one language and who has also demonstrated a love of learning languages by efforts beyond the classroom or academic requirements.

ROBERT C. GOODMAN SCIENCE FACULTY ENRICHMENT FUND – 035, GR

Formerly known as the Robert C. Goodman Memorial Fund, the Robert C. Goodman Science Faculty Enrichment Fund was established as an endowment fund in 1993 in memory of Robert C. Goodman by his family. Bob, a 1945 graduate of Shaker Heights High School, taught physics and chemistry in the High School science department for thirty years. This fund may be used for equipment, supplies, and activities that advance the instruction of chemistry and physics.

THE GRACE B. GRAHAM LEARNING FUND – 170, AW

The Grace B. Graham Learning Fund was established as an endowment fund in 1998 by David M. Gleason, a 1950 Shaker Heights High School graduate, Shaker Heights High School Alumni Hall of Fame inductee, and a member of the All Time Shaker Football Team. The fund was established in memory of his teacher and mentor, Grace B. Graham, who was the chairperson of the English Department and taught at Shaker Heights High School from 1924-1960. The fund may be used to provide for two awards: an award to a student athlete who excels in academics and/or extra-curricular activities due to the strong mentoring of a teacher, and an award to the teacher whose constant encouragement taught the student receiving the award to excel.

THE GRANDPARENTS FUND – 165

The Grandparents' Fund was established as an unrestricted endowment fund in 1996 to encourage grandparents to honor their grandchildren and conversely, for grandchildren to honor their grandparents. The fund may be used for purposes consistent with the Foundation's mission.

PAT GUSE EARLY CHILDHOOD FUND – 172

The Pat Guse Early Childhood Fund was established in 2000 to support early childhood enrichment opportunities.

JOHN HARBOURT MEMORIAL FUND – 888-JH, EN

The John Harbourt Memorial Fund was established by Grant K. Goodman in 2009 as a named endowment fund in memory of John Harbourt, who was a member of the Shaker Heights High School social studies faculty from 1928 until his retirement in 1965. Dr. Goodman is a 1942 Shaker graduate and was so inspired by Mr. Harbourt that he became a history professor at the University of Kansas. This fund will support the teaching of academics, with a focus on history.

JUNE MARIE HARNEY FUND FOR THE PERFORMING ARTS – 095, AW

The June Marie Harney Award for the Performing Arts was established as an endowment fund in 1991 in memory of June Marie Harney, a 1941 graduate of Shaker Heights High School, who excelled in the dramatic arts. This fund may be used for an award to a student who excels in the performing arts and humanities. It also can support that curriculum by providing books, music, equipment, supplies, and other needed expenditures in the performing arts and humanities.

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FRED HEINLEN FUND – 642, AW

The Fred Heinlen Fund was established as an expendable fund in 2006 to honor Fred Heinlen, who served as Shaker Heights High School's physical education teacher and baseball coach from 1946 to 1980 and was athletic director for 25 years. He won 466 games, 8 Lake Erie League championships, state championships in 1965 and 1976, and was inducted into the Ohio High School Coaches Hall of Fame. An annual, honorary award will be given to a junior or senior Varsity baseball player who demonstrates the values Fred instilled in his teams: respect, hard work, leadership, and integrity. The fund also supports scoreboard and baseball field maintenance.

SARITA HERRON FUND – 615, SP

The Sarita Herron Fund was established in 2009 from gifts in memory of Sarita, who was a student at Lomond Elementary School at the time of her death. The Sarita Herron Fund is an expendable fund that will support and enrich art projects at Lomond.

THE ROB HERSHMAN FUND – 433, GR

The Rob Hershman Fund was established in 2004 as a special purpose endowment fund in memory of Rob Hershman, a 1971 graduate of Shaker Heights High School, whose broadcasting and journalism career earned him many prestigious awards and recognitions. This fund honors his deep intellect, activism, and strength of character. The proceeds will be used to support projects/activities for students in literature, history, or foreign language classes that use broadcasting and/or journalism to bring about societal change.

DOUGLAS E. HICKS MEMORIAL FUND – 130, AW

The Douglas E. Hicks Memorial Fund was established as an endowment fund in 1983 in memory of Douglas E. Hicks, a former student of Shaker Heights City School District, who died shortly after graduation. The initial contribution of \$2,000 was received from Ms. Anna Apley. The fund may be used for annual awards to be presented on Senior Honors Day at Shaker Heights High School in the area of instrumental music.

HIRSCH FAMILY FUND – 142, GR

The Hirsch Family Fund was established as an unrestricted endowment fund in 2000, by Carl Hirsch, a 1964 graduate of Shaker Heights High School. The fund may be used for purposes consistent with the Foundation's mission.

JOHN S. HOLDSTEIN MEMORIAL FUND – 096, AW

The John S. Holdstein Memorial Fund was established as an endowment fund in 2001 in memory of John Holdstein, a 1971 graduate of Shaker Heights High School. This fund may be used for an award to an outstanding senior scholar athlete.

DOROTHY HUMEL HOVORKA AWARD FOR SCHOLASTIC ACHIEVEMENT – 080, AW

The Dorothy Humel Hovorka Award for Scholastic Achievement was established as an endowment fund in November of 1990 by Dorothy Humel Hovorka, a 1938 graduate of Shaker Heights High School. This fund may be used for an annual recognition award to either the highest achieving African American male or female of the junior class of Shaker Heights High School as determined by cumulative grade point average in the spring of the junior year. The fund also provides a cash award to that student in the senior year.

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BRIAN HUTTON MEMORIAL FUND – 045, SP

The Brian Hutton Fund was established as an endowment fund in 1990 in memory of Brian Hutton, a junior at Shaker Heights High School, by numerous individuals. This fund may be used for financial assistance to deserving high school band participants to purchase/rent band uniforms, instruments, or travel expenses.

INTERNATIONAL BACCALAUREATE FUND – 100, SP

The International Baccalaureate Fund was established in 2011 with a gift from the Class of 1961. This special purpose expendable fund will also receive gifts from other reunion groups and donors. It will support enhancements to Shaker's International Baccalaureate programs, including field trips; artists-in-residence; hands-on materials, software, and supplemental materials; and/or other similar resources or activities identified by the District.

KASSEN BOULEVARD BOOK FUND – 047, SP

The Kassen Boulevard Book Fund was established as an endowment fund in 1999 in tribute to Aileen and Julian Kassen. This fund may be used for purchasing books for the Boulevard School Library.

JUDY WILKOFF KAUFMAN FUND – 019, SP

The Judy Wilkoff Kaufman Fund was established as a special purpose endowment in 2007, in memory of Judy Kaufman. Judy was a 1955 Shaker graduate and organized many of her class reunions. Four of her classmates – Art Brooks, Mary Jo Chiara, Ab Gluckman, and Edie Fellingner Hirsch – solicited the Class of 1955 in order to create this fund, which will support women's athletics at the High School.

LIBRARY FUND – 030, SP

The Library Fund was established as an endowment fund in 1982 with a \$5,000 award to the Shaker Heights School District Library Media Centers from the American School Libraries Association and the Encyclopedia Britannica Foundation. This fund may be used for Library Media activities within the Shaker Heights City School District.

THE ERIC AND SUSAN LINDQUIST MEMORIAL FUND – 573, AW

The Eric and Susan Lindquist Memorial Fund was established with an anonymous gift in 2007 as a special purpose expendable fund. It will provide annual scholarships to up to four students (considering a mix of both genders) in the senior class who either have been enrolled in Shaker's Career Prep Program and/or have been accepted into a post high school trade, apprentice, or vocational school, or a two-year arts school. In addition, the candidates will exhibit the characteristics of both Eric and Susan Lindquist in their desire to give back to the Shaker Schools and community. This fund honors the lives and work of siblings Eric and Susan Lindquist, both members of the Class of 1973. The first awards were given in 2008.

THE LAWRENCE LISAK MEMORIAL FUND – 648, SP

The Lawrence Lisak Memorial Fund was established as a special purpose endowment fund in 2006 to honor Mr. Lisak, who was a teacher in the Shaker Heights City Schools from 1956 to 1999. He taught social studies and history at Woodbury Junior High (1956 to 1987) and Shaker Heights High School (1987 to 1999), where he also supported the library through the donation of many books. The Lawrence Lisak Memorial Fund will provide support to the Shaker Heights High School Library for activities, projects, and the purchase of resources and equipment.

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LINDA LOEFFLER SCIENCE FUND – 525, GR

The Linda Loeffler Science Fund was established as an expendable fund in 2005 in memory of Linda Loeffler. Her passion for science was lifelong, although she began her professional career as a commercial artist. Linda taught science in the Shaker Heights City Schools for nearly 20 years and was particularly interested in encouraging girls to pursue science. This fund may be used to support innovative teaching and learning in the sciences, such as biology, chemistry, engineering, and other related sciences.

WILLIAM JAMES AND KATHLEEN SUZANNE MACINTYRE FUND – 671, SP

The William James and Kathleen Suzanne MacIntyre Fund was established at Kate MacIntyre’s request as a special purpose endowment fund in 2008 in honor of her father, Dr. William James MacIntyre, and to support her interest in promoting writing and journalism. Dr. MacIntyre is an emeritus professor of nuclear physics at Case Western Reserve University. A 1970 Shaker alum, Kathleen earned graduate degrees in public administration and journalism and pursued her love of writing and the arts and her advocacy of women until her death in 2007. This fund will provide biennial support for projects related to High School physics and other investigatory science classes, including the new engineering applications course. In alternate years, the fund will provide support for projects to enrich the creative writing and/or journalism courses at Shaker Heights High School. These can include the award-winning student newspaper (*The Shakerite*) or the journal for writers, artists, and poets (*The Semanteme*).

DR. LOUISE MARKS ACTIVE LEARNING FUND – 110, GR

The Dr. Louise Marks Active Learning Fund was established as an endowment fund in 1982 in memory of Dr. Louise Marks, a former teacher in the Shaker Heights City School District, who taught children with learning disabilities. This fund may be used for providing in-services and staff development to improve teaching; enhancement of basic learning skills; acquisition of materials and supplies that improve the educational environment; programs to help parents improve their children’s learning abilities; and related activities.

THE MASON FAMILY FUND – 135, GR

The Mason Family Fund was established as an unrestricted endowment fund in 1989 with contributions from family and friends in memory of Elisabeth Mason Hopkins, a graduate of Shaker Heights High School. The fund may be used for purposes consistent with the Foundation’s mission.

JENNIFER LYNN MOORE FUND – 065, AW

The Jennifer Lynn Moore Fund was established as an endowment fund in 1992 in memory of Jennifer Lynn Moore, a 1990 graduate of Shaker Heights High School, with contributions from family and friends. This fund may be used for an annual award to a graduating senior who has demonstrated a passionate concern for the environment and is an exceptional student, for environmental education.

THE PETER MORGENSTERN-CLARREN GARDEN FUND – 435, SP

The Peter Morgenstern-Clarren Garden Fund was established in 2004 as a special purpose endowment in memory of Peter Morgenstern-Clarren, a 1999 Shaker School graduate. The fund honors Peter’s passion for the environment and for the education of our youth. The proceeds will be used for the maintenance of the garden at Onaway School.

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BOB MORRIS FUND – 020, GR

The Bob Morris Fund was established as an unrestricted endowment fund in 1982 in tribute to Robert J. Morris, former deputy superintendent of the Shaker Heights City School District, who retired in 1982. This fund may be used for purposes consistent with the Foundation's mission.

TERRY POLLACK FUND FOR LEADERSHIP AND DIVERSITY – 432, AW

The Terry Pollack Fund for Leadership and Diversity was established in 2004 in honor of Terry's sixty-fifth birthday. It is a special purpose endowment fund and will support an annual senior award to a student who demonstrates an understanding of the social studies and who attempts to make a positive difference in the lives of others. The award recipient will possess the leadership, initiative, and chutzpah necessary to make a real and significant impact on human relations.

THE LISA PRUETT FUND – 055, GR

The Lisa Pruett Fund was established as an endowment fund in 1997 in memory of Lisa Pruett, a member of the junior class at Shaker Heights High School. This fund may be used for (1) an award to recognize a junior student who excels in creative writing or the study of foreign languages; (2) support of the publication of the literary magazine, visiting artists.

LORETTA QUADE COMMUNITY LEADERSHIP MEMORIAL FUND – 017, AW

The Loretta Quade Community Leadership Memorial Fund was established as an endowment fund in 2001 in memory of Loretta Quade, a Shaker Schools parent and an active community supporter. This fund may be used for an annual award to a Shaker Heights High School senior who has demonstrated sustained and meaningful commitment and leadership to enhance and improve the Shaker Heights community, who has achieved academic success, and who is planning to attend a college or university following high school graduation.

RED & WHITE

The Benefit Fund for *A Night for the Red & White* was established as an expendable fund in 1991 with contributions from many individuals. This fund may be used to cover costs incurred for conducting fundraising events, which celebrate learning and teaching in the Shaker schools, or for other purposes consistent with the Foundation's mission.

FRANK RICHARDS MEMORIAL FUND – 025

The Frank Richards Memorial Fund was established as an endowment fund in 1992 in memory of Frank G. Richards, Jr. This fund may be used for purposes consistent with the Foundation's mission.

ROSEWATER FAMILY FUND – 670, AW

The Rosewater Family Fund was established in 2007 by Gail Rosewater, a Shaker graduate who taught French and Spanish for more than twenty years and tutored at Shaker Heights High School before her retirement. This special purpose endowment fund will provide an annual award to a senior who has completed at least four years of the same **modern** language at the high school level and has demonstrated diligence, dedication, and enthusiasm in the study of this language. This award will not be given to native speakers of modern languages, unless they have taken four years of a different modern language. The first award was given in 2008.

A. JACK RUMBAUGH FUND – 174, AW

The A. Jack Rumbaugh Fund was established as an endowment fund in 1999 in memory of Jack Rumbaugh, principal of Shaker Heights High School from 1987-1999. This fund provides for an

award for a senior who will be attending Kent State University and who has a maximum grade point average of 3.5.

WILLIAM J. SCHERER FUND – 678, SP

The William J. Scherer Fund was established in 2011, with gifts in memory of William J. Scherer, who died early 2011. He was a teacher at the elementary school level for 30 years, retiring from Woodbury Elementary School at the end of the 2004-2005 school year. Bill also was very active in the Shaker Heights Teachers' Association, serving as its president for over 25 years. His guidance, perspective, kindness, and infectious smile will live on as his legacy. This is a special purpose expendable fund to benefit Woodbury Elementary School. The fund will be used to purchase a permanent memorial (sculpture, arbor, plantings) to commemorate Mr. Scherer and his contributions to the Shaker Heights City School District.

SCHOOL FUNDS

THE BOULEVARD SCHOOL FUND – 002, SER

This fund was created in 1990 with several individual contributions. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

THE FERNWAY SCHOOL FUND – 003, SER

This fund was created in 1990 with several individual contributions. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

THE LOMOND SCHOOL FUND – 004, SER

This fund was created in 1990 with several individual contributions. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

THE MERCER SCHOOL FUND – 005, SER

This fund was created in 1990 with several individual contributions. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

THE ONAWAY SCHOOL FUND – 006, SER

This fund was created in 1990 with several individual contributions and a \$2,000.00 gift from Marjorie Klimek Newman on behalf of her mother, Irene Sacks Schulman. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

ONAWAY THEATER FUND – 654, SER

This fund is an expendable fund established in 2007 for the purpose of funding a yearly student theatrical production at Onaway Elementary School.

THE WOODBURY SCHOOL FUND – 007, SER

This fund was created in 1990 with several individual contributions and a \$1,000.00 gift from Marjorie Klimek Newman on behalf of her mother, Irene Sacks Schulman. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation

WOODBURY SCIENCE CLUB – 008

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THE MIDDLE SCHOOL FUND – 015, SER

This fund was established in 1987 with an anonymous gift from a grateful family in honor of the Shaker Heights Middle School. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

THE HIGH SCHOOL FUND – 012, SER

This fund was created in 1990 with several individual contributions. The assets of the fund may be used for a variety of purposes by the faculty with the approval of the building's principal and executive director of the Foundation.

SGORR FUND – 667, SP

The SGORR Fund was established in 2008 as a special purpose endowment, in honor of the 25th anniversary of the Student Group on Race Relations and its founder Marcia Jaffe. This fund will support the activities of SGORR, especially team building and leadership development opportunities. These can include, but are not limited to, retreats for the entire group at the beginning of each school year, workshops for leadership development, and guest speakers.

SHAKER FIELDS DEVELOPMENT FUND – 675, SP

The Shaker Fields Development Fund was established in 2008 as a special purpose expendable fund to bring state-of-the-art, all-weather playing fields to Shaker Heights.

SHAKER LIFE AWARD FOR EXCELLENCE IN JOURNALISM FUND – 606, AW

The Shaker Life Award for Excellence in Journalism was established in 2005 as an expendable fund. This fund provides a junior student who excels in journalism with a cash award and an opportunity during senior year to have an original article published in *Shaker Life Magazine*.

SHAKER HOCKEY ALUMNI FUND – 677, SP

The Shaker Hockey Alumni Fund was established with gifts from the hockey reunion in 2010. It is a special purpose expendable fund to support the hockey program at Shaker Heights High School. Initially, the Shaker Hockey Alumni Fund will provide money for banners and championship signs that celebrate the hockey teams' accomplishments over the past 40 years. Thereafter, the Fund will provide the resources to purchase equipment or materials identified by the coaches as being needed, but not covered by their budgets; academic awards to qualified graduating Shaker Heights High School seniors; and/or need-based scholarships for hockey camps.

SHAKER SPORTS BOOSTER CLUB FUND – 125, SP

The Shaker Sports Booster Club Fund was established in 1989 through a donation of \$3,000 from the Shaker Sports Booster Club. The fund provides worthy students from the Shaker Heights School District with tuition to summer sports camps or with funds to help subsidize athletic fees or other expenses that would otherwise preclude their participation.

KAREN SHER FUND – 669, SP

The Karen Sher Fund was established in 2007 to honor Onaway Elementary School Kindergarten teacher Karen Sher, who retired from teaching after 26 years. This tribute was conceived and funded by grateful parents of many of the students Mrs. Sher taught during her career. This special purpose expendable fund will be used to purchase books for all reading levels and to support literacy projects, as determined or selected by the Onaway librarians.

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AMY.MARGOLIS SILBERMAN FUND FOR EXCELLENCE IN THEATER ARTS – 160, AW

The Amy Margolis Silberman Fund for excellence in Theater Arts was established as an endowment fund in 1995 in memory of Amy Margolis Silberman, a 1981 graduate of Shaker Heights High School, with contributions from numerous individuals. Amy was a talented singer, dancer, writer, poet, and artist, whose life ended prematurely when she was hit by a stray bullet during a 1994 New Year's Eve celebration. This fund provides for an award to be presented to a member of the junior class who demonstrates excellence in the arts.

SUE SILVERMAN MEMORIAL FUND – 090, AW

The Sue Silverman Memorial Fund was established as an endowment fund in 1991 in memory of Sue F. Silverman, a 1957 graduate of Shaker Heights High School, by family and friends. This fund may be used for an annual award to a female student in the junior class who demonstrates excellence in the areas of leadership and communication.

ALICE STEIN READING FUND – 672, SP

The Alice Stein Fund was established as a special purpose endowment fund in 2008 in memory of Alice Stein. She was an employee of the Shaker Heights City Schools for 31 years and a reading skills improvement specialist at Fernway Elementary School for 27 years. This fund will support reading enrichment activities at Fernway.

ELENA STEINBERG FUND – 612, SP

The Elena Steinberg Fund was established as a special purpose endowment fund in 2006 in memory of Elena Steinberg, a first grade student at Boulevard Elementary School. This fund will support educational enrichment and creativity. The purpose is to enable teachers to experiment outside of the standard curriculum and to provide for materials needed to support creative activities.

STOUT FAMILY FUND FOR ADVANCED TECHNOLOGY – 438, SP

The Stout Family Fund for Advanced Technology was established in November 2004 as a special purpose endowment fund. The purpose of the fund is to promote the teaching of computer science and technology, information systems, and electronic research and communication to the broadest possible range of Shaker students.

JOAN AND NORMAN SUGARMAN FAMILY FUND – 052, GR

The Joan and Norman Sugarman Family Fund was established as an endowment fund in 1992 in memory of Norman A. Sugarman, an active member of the Shaker community. This fund may be used for the following purposes: to establish a collection of books and media suitable for the students and faculty of the Shaker Schools which have been written or conceived by Shaker graduates; to encourage multi-age and individualized programming; and to support unusual and creative programs that widen and expand multi-generational community and student efforts in the performing and visual arts.

SUPERINTENDENT'S FUND – 010, SP

The Superintendent's Fund was established in 1982 as an unrestricted endowment fund in honor of Jack P. Taylor, a former superintendent of the Shaker Heights City School District. In August 2004, the fund received a large donation from the Martha Holden Jennings Foundation in honor of the current superintendent, Mark Freeman, who was selected to receive the Jennings Ohio Superintendent Outstanding Performance Award. The fund's purpose was changed at this time

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to provide travel opportunities for disadvantaged students or to provide other opportunities at the discretion of the superintendent.

COACH TEKIELI FOOTBALL FUND – 014, SP

The Coach Tekieli Football Fund was established with an anonymous gift in 2007 as a special purpose expendable fund to enrich the football program at Shaker Heights High School. This fund will support the development of high school student-athletes as dedicated, self-disciplined, goal-oriented, competitive, and compassionate people. It will provide funding for tutors to prepare student-athletes to take the SAT and ACT; for the purchase of equipment and training camp gear; and for off-season awards and the Tekieli scholarship.

PETER W., WILLIAM A. AND HAROLD J. THEISEN MEMORIAL FUND – 155, SP

The Peter W., William A. and Harold J. Theisen Memorial Fund was established as an unrestricted endowment fund in December 1989 in memory of Peter W. and William A. Theisen, both graduates of Shaker Heights High School. The initial contribution to create the fund was in the amount of \$5,000 and was received from Dr. Harold J. Theisen, father of the decedents. The fund was modified by Pat Cornell (sister and daughter) in January 2001 to change the name to include Harold J., the father. The purpose was changed to reflect that the fund may be used to enhance the education of the special classes at Onaway School.

ALYN E. WALLER FUND – 676, SP

The Alyn E. Waller Fund was established by Dr. Waller in 2009 as a special purpose expendable fund. This fund creates the *Raider Men of Tomorrow* program at Shaker Heights High School and will support the development of student-athletes who understand and respect the educational process in life, academics, and athletics. The Waller Fund will help pay for tutors for the SAT and ACT and schoolwork; assistants to guide study groups; support for community service; scholarships for books and materials that enrich the educational process; and scholarships for sports camps. Alyn Waller was a football player and wrestler at Shaker, graduating in 1982.

RICK WARE FUND FOR CREATIVE EDUCATION AND TEACHING EXCELLENCE – 070, GR

The Rick Ware Fund for Creative Education and Teaching Excellence was established as an unrestricted endowment fund in 1988 in memory of Richard Ware, a Shaker Heights School District teacher, who died in 1988. This fund may be used for purposes consistent with the Foundation's mission.

TRACI LOUISE PRINCE WILLIAMS FUND – 501, AW

The Traci Louise Prince Williams Fund was established in 2005 as an expendable fund in memory of Traci Williams, a 2001 Shaker graduate, who took the dare to live her dream during her twenty-one years. Active in co-curricular activities while a Shaker student, Traci demonstrated her compassion for others as a pre-med student at Denison University. The fund will provide awards for books in the amount of \$500 each to five African-American graduating seniors, who have a minimum grade point average of 2.5, and who demonstrate the legacy left by Traci. This Fund was removed, at the request of the family, in 2012.

BOB WONSON FUND – 625, SP

The Bob Wonson Fund was established in 2009 from gifts in memory of Bob Wonson, who was a social studies teacher and head basketball coach at Shaker Heights High School at the time of his death. During his twenty-four years at Shaker, he led his teams to thirteen Lake Erie League championships, six district titles, and one regional title. The Wonson Fund is an expendable

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fund that will provide scholarships so that disadvantaged students can attend summer and pre-season basketball camps.

JANE WOOD AWARD FOR OUTSTANDING STUDENT JOURNALISM – 401, AW

The Jane Wood Fund was established in March 2004 as an endowment in honor of the retirement of Jane Wood and her years of outstanding service and leadership as the editor of the *Shaker Magazine*. The fund provides an award to a senior student who excels in writing for the *Shakerite*.

JEFF YOUNG MEMORIAL FUND – 120, AW

The Jeff Young Memorial Fund was established as an endowment fund in 1982 in memory of Jeffery Young, a former student of Shaker Schools, who died while attending college. This fund may be used for annual awards to graduates of Shaker Heights High School to assist in pursuing post-secondary education in the areas of music and drama.

Revised 11/30/04

6/4/03 – Hovorka change

7/7/03 -- Graham wording changes

3/23/04 – Wood established fund #401

11/30/04 – added funds 432, 433, 434, 435, 437, 438

1/5/05- wording on Hamey, wording on Burnley, wording on Wood

1/13/05– added Pollack wording

2/17/05 – Wood wording

3/10/05 – Addition of Traci Louise Prince Williams Fund

5/13/05 – Wood wording

5/31/05 – Revised title on Jane Wood Award

10/12/05 – Added title & number of Linda Loeffler Science Fund

10/20/05 – Added Geisner description

10/25/05 – Revised Geisner description

11/17/05 – Added Breland description

1/25/06 – Wood wording

2/7/06 – Added Shaker Life Award description

2/9/06 – Added Loeffler description

2/14/06 – Corrected name on Mason Family Fund

3/23/06– Revised Shaker Life wording

5/30/06 – Added Goldman and CommitMEN descriptions

6/27/06 – Added Heinlen and Lisak descriptions

8/21/06 – Edited introduction and some descriptions, clarified fund types

9/26/06 – Changed name of Robert C. Goodman Memorial Fund

3/7/07 – Corrected name of Terry Pollack's fund

4/5/07 – Added Onaway Theater Fund

4/24/07 – Added Jameala A. Croom Camp Hope Fund

5/10/07 – Added placeholders for SGORR, Karen Sher Fund, Rosewater Family Fund

6/5/07 – Added Elena Steinberg Fund and descriptions for Terry Pollack Fund for Leadership and Diversity, Rosewater Family Fund, Karen Sher Fund

8/9/07 – Added placeholder for Coach Tekieli Football Fund

11/5/07 – Added descriptions for Coach Tekieli Football Fund and SGORR Fund, added M. Evelyn Dilley Fund and Judy Wilkoff Kaufman Fund

11/7/07 – Clarified fund types for Guse, Shaker Sports Booster, Rosewater, and Sher

2/5/08 – Added Lindquist Memorial Fund

2/19/08 – Added Nikki Babbit Memorial Fund and placeholder for Shaker Fields Development Fund

3/31/08 – Added "Memorial" to the Rashad Burnley Fund, per Lawrence Burnley

4/9/08 – Changed wording on Shaker Life Fund

5/6/08 – Added Shaker Fields Development Fund

6/1/08 – Removed "unrestricted" from grandfathered endowment funds that actually are restricted

6/24/08 – Added MacIntyre Fund and placeholder for Alice Stein Fund

4-17-09 – Removed excepting Latin and Greek and bolded modern in Rosewater Fund

4-25-09 – Lindquist wording

4-28-09 – SGORR wording

5-26-09 – Alice Stein Fund description

9-29-09 – Changed introduction to comply with new Contribution Policy

11-5-09 – Added John Harbort Memorial Fund

11-17-09 – Added Herron and Wonson funds

01-28-10 – Added Alyn E. Waller Fund

04-20-10 – Took word Memorial off of Hamey award name

09-13 and 20-10 – Changed Sher Fund to expendable and added codes, as follows

AW – Award

EN – Unrestricted Endowment

- GR – Enrichment Grant
- SER – Service
- SP – Special Purpose
- 12-01-10 – Added Jeffrey E Fox Memorial Fund
- 12-15-10 – Added Block Fund and Shaker Hockey Alumni Fund
- 2-23-11 – Added number for Block Fund and added William J Scherer Fund
- 3-24-11 – Added Brandon Fund and changed name of Music Enrichment Fund
- 5-2-11 – Revised description of Amy Margolis Silberman Award
- 8-4-11 – Revised to reflect change in Affelder Fund (to Legacy Fund) and to add Class of 1950 and January 1951 Fund
- 11-16-11 – Added International Baccalaureate Fund
- 2-21-12 – Removed phrase “as deemed by the Foundation trustees” and in several cases, inserted “consistent with the Foundation’s mission ”
- Indicated that the Tracy Louise Prince Williams Fund was deactivated by the family
- 2-27-12 – Added the Lynn Cowen Fund
- 3-6-12 – Added the Calland Fund
- 4-10-12 – Changed name of Laura Almeida Brooks Memorial Fund to Louis and Laura Brooks Memorial Fund
- 5-2-12 – Added to purpose of Shaker Sports Booster Fund to include opportunity assistance

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• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions SHAKER SCHOOLS FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> X 34-1351470
	Number, street, and room or suite no. If a P.O. box, see instructions. 15600 PARKLAND DRIVE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SHAKER HEIGHTS, OH 44120	

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

01

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

SHAKER SCHOOLS FOUNDATION

• The books are in the care of **15600 PARKLAND DRIVE - SHAKER HEIGHTS, OH 44120**

Telephone No. **216-295-4329**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2013**

5 For calendar year , or other tax year beginning **JUL 1, 2011**, and ending **JUN 30, 2012**

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension

TAXPAYER IS REQUESTING ADDITIONAL TIME TO FILE IN ORDER TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature *[Handwritten Signature]* Title **CPA**

Date **2/14/13**