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EXTENSION GRANTED TO 8/15/2013  
Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

## BRENTWOOD FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

30799 PINETREE ROAD

Room/suite

274

City or town, state, and ZIP code

CLEVELAND, OH 44124

G Check all that apply:

<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Initial return of a former public charity
<input type="checkbox"/>	Final return	<input type="checkbox"/>	Amended return
<input type="checkbox"/>	Address change	<input type="checkbox"/>	Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year **J Accounting method:**  Cash  Accrual

(from Part II, col. (c), line 16)

 Other (specify) \_\_\_\_\_

► \$ 20,489,092. (Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	484,712.	484,712.		STATEMENT 1
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	389,313.			
	b Gross sales price for all assets on line 6a	5,927,982.			
	7 Capital gain net income (from Part IV, line 2)		389,313.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	129.	129.		STATEMENT 2
	12 Total. Add lines 1 through 11	874,154.	874,154.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	47,000.	0.		47,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	11,536.	0.		11,536.
	16a Legal fees	STMT 3	3,813.		3,813.
	b Accounting fees	STMT 4	45,327.		45,327.
	c Other professional fees	STMT 5	44,492.	44,492.	0.
	17 Interest				
	18 Taxes	STMT 6	31,581.	0.	3,796.
	19 Depreciation and depletion		251.	0.	
	20 Occupancy		1,337.	0.	1,337.
	21 Travel, conferences, and meetings		3,886.	0.	3,886.
	22 Printing and publications				
	23 Other expenses	STMT 7	4,052.	0.	4,052.
	24 Total operating and administrative expenses. Add lines 13 through 23		193,275.	44,492.	120,747.
	25 Contributions, gifts, grants paid		301,124.		807,663.
	26 Total expenses and disbursements. Add lines 24 and 25		494,399.	44,492.	928,410.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements		379,755.		
	b Net investment income (if negative, enter -0-)			829,662.	
	c Adjusted net income (if negative, enter -0-)				N/A

21  
L

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	67,153.	98,755.	98,755.
	2 Savings and temporary cash investments	758,219.	305,450.	305,450.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,362.	2,745.	2,745.
	10a Investments - U.S. and state government obligations	STMT 8	1,688,825.	0.
	b Investments - corporate stock			
	c Investments - corporate bonds	STMT 9	1,358,243.	2,890,344.
	11 Investments - land, buildings, and equipment basis	►		
	Less accumulated depreciation	►		
	12 Investments - mortgage loans			
	13 Investments - other	STMT 10	14,821,548.	15,270,633.
	14 Land, buildings, and equipment basis ►	1,757.		17,220,140.
	Less accumulated depreciation	►	421.	170.
	15 Other assets (describe ►	STATEMENT 11)	25,256.	34,688.
	16 Total assets (to be completed by all filers)		18,723,027.	20,489,092.
Liabilities	17 Accounts payable and accrued expenses		11,126.	17,668.
	18 Grants payable		1,132,740.	626,201.
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►	)		
	23 Total liabilities (add lines 17 through 22)		1,143,866.	643,869.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted		3,183,387.	3,244,657.
	25 Temporarily restricted		14,395,774.	14,714,259.
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances		17,579,161.	17,958,916.
	31 Total liabilities and net assets/fund balances		18,723,027.	18,602,785.

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	17,579,161.
2 Enter amount from Part I, line 27a	2	379,755.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	17,958,916.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,958,916.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>				
<b>b 21-75-501-3605738</b>		P		
<b>c PUBLICLY TRADED SECURITIES</b>				
<b>d 21-75-073-4454205</b>		P		
<b>e CAPITAL GAINS DIVIDENDS</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
<b>b 2,313,407.</b>		<b>2,250,907.</b>	<b>62,500.</b>	
c				
<b>d 3,180,533.</b>		<b>3,287,762.</b>	<b>-107,229.</b>	
<b>e 434,042.</b>			<b>434,042.</b>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
<b>b</b>			<b>62,500.</b>	
c				
<b>d</b>			<b>-107,229.</b>	
<b>e</b>			<b>434,042.</b>	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	<b>389,313.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	<b>702,889.</b>	<b>18,663,615.</b>	<b>.037661</b>
2010	<b>749,826.</b>	<b>18,340,503.</b>	<b>.040884</b>
2009	<b>1,364,402.</b>	<b>16,566,159.</b>	<b>.082361</b>
2008	<b>875,056.</b>	<b>20,337,131.</b>	<b>.043028</b>
2007	<b>1,152,860.</b>	<b>24,326,512.</b>	<b>.047391</b>

2 Total of line 1, column (d)

**2 .251325**

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

**3 .050265**

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

**4 19,644,528.**

5 Multiply line 4 by line 3

**5 987,432.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 8,297.**

7 Add lines 5 and 6

**7 995,729.**

8 Enter qualifying distributions from Part XII, line 4

**8 928,410.**If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1 2 3 4 5	16,593. 0. 16,593. 0. 16,593.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2	6a 6b 6c 6d	18,240. 1,760.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			
6	<b>Credits/Payments:</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	7 8 9 10	20,000. 3,407. 0.	
b	Exempt foreign organizations - tax withheld at source			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d			
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>			
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>			
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> ► 3,407.   <b>Refunded</b> ► 0.			

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1a 1b 1c	Yes X X X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			
c	Did the foundation file Form 1120-POL for this year?			
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	N/A		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			
b	If "Yes," has it filed a tax return on Form 990-T for this year?			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation			
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV			
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► BRENTWOODFOUNDATION@SBCGLOBAL.NET	13	<input checked="" type="checkbox"/>
14	The books are in care of ► DEACONESS COMMUNITY FOUNDATION Located at ► 7575 NORTHCLIFF AVENUE, SUITE 203, BROOKLYN, OH	Telephone no. ► 216-741-4077 ZIP+4 ► 44144	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	<input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	<input checked="" type="checkbox"/>

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No Yes  No Yes  No Yes  No Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		47,000.	8,160.	0.

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

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

Total number of other employees paid over \$50,000

0

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

Total number of others receiving over \$50,000 for professional services



0

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

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

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	<b>N/A</b>	
2		0.
3		
Total. Add lines 1 through 3		0.

Form 990-PF (2012)

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	19,426,912.
b Average of monthly cash balances	1b	516,771.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	19,943,683.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	19,943,683.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	299,155.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,644,528.
6 Minimum investment return. Enter 5% of line 5	6	982,226.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	982,226.
2a Tax on investment income for 2012 from Part VI, line 5	2a	16,593.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	16,593.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	965,633.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	965,633.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	965,633.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	928,410.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	928,410.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	928,410.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				965,633.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	262,679.			
d From 2010				
e From 2011				
f Total of lines 3a through e	262,679.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 928,410.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				928,410.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )	37,223.			37,223.
6 Enter the net total of each column as indicated below:	225,456.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	225,456.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	225,456.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				



## Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
AMERICAN COLLEGE OF OSTEOPATHIC FAMILY PRACTICE RESIDENTS 330 E. ALGONQUIN ROAD SUITE 1 ARLINGTON HEIGHTS, IL 60005	NOT AN INDIVIDUAL	NOT A PRIVATE FOUNDATION	DISCRETIONARY FUND DONATION	3,000.
CLEVELAND CLINIC FOUNDATION 8615 EUCLID AVENUE CLEVELAND, OH 44195	NOT AN INDIVIDUAL	NOT A PRIVATE FOUNDATION	THEODORE F. CLASSEN, D.O. CHAIR IN OSTEOPATHIC RESEA	300,000.
SOUTH POINTE HOSPITAL 4110 WARRENSVILLE CTR. RD. WARRENSVILLE HTS, OH 44122	NOT AN INDIVIDUAL	NOT A PRIVATE FOUNDATION	CENTER OF EXCELLENCE	504,663.
<b>Total</b>				► 3a 807,663.
<b>b Approved for future payment</b>				
AMERICAN COLLEGE OF OSTEOPATHIC FAMILY PRACTICE RESIDENTS 330 E. ALGONQUIN ROAD SUITE 1 ARLINGTON HEIGHTS, IL 60005	NOT AN INDIVIDUAL	NOT A PRIVATE FOUNDATION	DISCRETIONARY FUND DONATION	67,932.
SOUTH POINTE HOSPITAL 4110 WARRENSVILLE CTR. RD. WARRENSVILLE HTS, OH 44122	NOT AN INDIVIDUAL	NOT A PRIVATE FOUNDATION	CENTER OF EXCELLENCE	558,269.
<b>Total</b>				► 3b 626,201.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	484,712.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	129.	
8 Gain or (loss) from sales of assets other than inventory			18	389,313.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		874,154.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 874,154.
(See worksheet in line 12 instructions to verify calculations.)					

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

- Other transactions:
  - (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instr.)?

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>CHRISTOPHER G. SIVAK, CPA</b>	Preparer's signature  <b>CHRISTOPHER G. SIVAK</b>	Date <b>10/3/15</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00001407</b>
	Firm's name ► <b>SKODA, MINOTTI &amp; CO.</b>			Firm's EIN ► <b>34-1945206</b>	
	Firm's address ► <b>3875 EMBASSY PARKWAY, STE. 200 FAIRLAWN, OH 44333</b>			Phone no. <b>(330) 668-1100</b>	

BRENTWOOD FOUNDATION

34-1783117

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENT INCOME	918,754.	434,042.	484,712.
TOTAL TO FM 990-PF, PART I, LN 4	918,754.	434,042.	484,712.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	129.	129.	
TOTAL TO FORM 990-PF, PART I, LINE 11	129.	129.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,813.	0.		3,813.
TO FM 990-PF, PG 1, LN 16A	3,813.	0.		3,813.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	28,700.	0.		28,700.
BOOKKEEPING SERVICES	12,000.	0.		12,000.
CONSULTING SERVICES	4,627.	0.		4,627.
TO FORM 990-PF, PG 1, LN 16B	45,327.	0.		45,327.

STATEMENT(S) 1, 2, 3, 4

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	30,000.	30,000.		0.
PROFESSIONAL SERVICES	9,369.	9,369.		0.
BOND MANAGEMENT FEE	5,123.	5,123.		0.
TO FORM 990-PF, PG 1, LN 16C	44,492.	44,492.		0.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	27,785.	0.		0.
PAYROLL TAXES	3,796.	0.		3,796.
TO FORM 990-PF, PG 1, LN 18	31,581.	0.		3,796.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANT OFFICE EXPENSES	1,128.	0.		1,128.
DONATIONS	100.	0.		100.
DUES AND SUBSCRIPTIONS	2,824.	0.		2,824.
TO FORM 990-PF, PG 1, LN 23	4,052.	0.		4,052.

## FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

## FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	2,890,344.	2,827,144.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,890,344.	2,827,144.

## FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	COST	15,270,633.	17,220,140.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,270,633.	17,220,140.

## FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST & DIVIDEND RECEIVABLE	25,256.	34,688.	34,688.
TO FORM 990-PF, PART II, LINE 15	25,256.	34,688.	34,688.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHRISTINE GIBBONS 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	DIRECTOR 30.00	47,000.	8,160.	0.
VINCENT F. DECRANE 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
RAYMOND J. GRABOW 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	VICE CHAIR 1.00	0.	0.	0.
GREGORY P. KURTZ 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
MICHAEL MERRIMAN 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
LUCILLE REED NARDUCCI 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
DAVID KRAHE, D.O. 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
MICHAEL MCCLAIN, D.O. 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
ROGER F. CLASSEN, D.O. 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	BOARD CHAIR 6.00	0.	0.	0.
RICHARD BARONE 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TRUSTEE 1.00	0.	0.	0.
GEORGE A. KAPPOS, JR. 30799 PINETREE RD. NO. 274 CLEVELAND, OH 44124	TREASURER 3.00	0.	0.	0.

## BRENTWOOD FOUNDATION

34-1783117

MICHAEL F. KILLEEN  
30799 PINETREE RD. NO. 274  
CLEVELAND, OH 44124

SECRETARY  
2.00

0. 0. 0.

JEFFREY A. STANLEY, D.O.  
30799 PINETREE RD. NO. 274  
CLEVELAND, OH 44124

TRUSTEE  
1.00

0. 0. 0.

RICK A. GEMMA, D.O.  
30799 PINETREE RD. NO. 274  
CLEVELAND, OH 44124

TRUSTEE  
1.00

0. 0. 0.

BRENDA R. SARIDAKIS  
30799 PINETREE RD. NO. 274  
CLEVELAND, OH 44124

TRUSTEE  
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

47,000. 8,160. 0.

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

**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  <b>BRENTWOOD FOUNDATION</b>	Employer identification number (EIN) or  <b>34-1783117</b>
	Number, street, and room or suite no. If a P.O. box, see instructions.  <b>30799 PINETREE ROAD, NO. 274</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.  <b>CLEVELAND, OH 44124</b>	

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

**0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	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.**

**DEACONESS COMMUNITY FOUNDATION**

- The books are in the care of ► **7575 NORTHCLIFF AVENUE, SUITE 203 - BROOKLYN, OH 44144**  
Telephone No. ► **216-741-4077** 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

**NOVEMBER 15, 2013**

5 For calendar year **2012**, or other tax year beginning , and ending

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

**CURRENTLY AWAITING MATERIAL INFORMATION NECESSARY FOR 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	\$ <b>16,593.</b>
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	\$ <b>18,240.</b>
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	\$ <b>0.</b>

**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 ►

Title ► **BOARD TREASURER**

Date ►

Form 8868 (Rev. 1-2013)





BRENTWOOD FOUNDATION ROLLUP  
CONSOLIDATED ACCOUNT STATEMENT  
Account number 21-75-501-4454182  
December 1, 2012 - December 31, 2012

Page 11 of 20

*Detail*

**Fixed income**  
**Mutual funds - fixed income**

Description [Symbol]	Market value last period		Current market value	% of total portfolio	Current price per unit	Avg. original value at PNC per unit	Total original value at PNC	Current yield	Estimated annual income	Accrued income
	Quantity	Current price per unit								
<b>Total mutual funds - fixed income</b>		<b>\$2,827,144.40</b>		<b>13.89 %</b>	<b>\$2,890,344.34</b>		<b>\$63,199.94</b>	<b>2.08 %</b>	<b>\$58,784.67</b>	<b>\$3,783.22</b>
<b>Total fixed income</b>		<b>\$2,827,144.40</b>		<b>13.89 %</b>	<b>\$2,890,344.34</b>		<b>\$63,199.94</b>	<b>2.08 %</b>	<b>\$58,784.67</b>	<b>\$3,783.22</b>

**Equities**  
**Stocks**  
*Unclassified*

Description [Symbol]	Market value last period		Current market value	% of total portfolio	Current price per unit	Avg. original value at PNC per unit	Total original value at PNC	Current yield	Estimated annual income	Accrued income
	Quantity	Current price per unit								
GDL FUND V7 [***] PFD SERIES B VAR % DUE 03/26/2018 21-75-073-4454205	\$232,500.00 5,000	\$251,150.00 \$50.2300		1 24 %		\$252,550.60 \$50.51		- \$1,400.60 299 %		

**Etf - equity**

Description [Symbol]	Market value last period		Current market value	% of total portfolio	Current price per unit	Avg. original value at PNC per unit	Total original value at PNC	Current yield	Estimated annual income	Accrued income
	Quantity	Current price per unit								
WISDOMTREE EMERGING MARKETS (DEM) EQUITY INCOME FUND 21-75-073-4454205	\$764,600.56 14,356	\$821,019.64 \$57.1900		4 04 %		\$752,105.09 \$52.39		\$68,914.55 3 30 %		



BRENTWOOD FOUNDATION ROLLUP  
 CONSOLIDATED ACCOUNT STATEMENT  
 Account number 21-75-501-4454182  
 December 1, 2012 - December 31, 2012

Page 12 of 20

*Detail*

Mutual funds - equity		Current market value	% of total portfolio	Total original value at PNC	Current yield	Estimated annual income	Accrued income
Description (Symbol)	Market value last period	Current price per unit	Avg original value at PNC per unit	Unrealized gain/loss	yield		
AQR SMALL CAP MOMENTUM FUND (ASMDX) CLASS L 21-75-073-4454205	\$251,514.68 15,615.352	\$256,560.23 \$16.4300	1.27 %	\$252,750.00 \$16.19	\$3,810.23	1.09 %	\$2,779.53
DODGE & COX INTERNATIONAL (DODFX) STOCK FUND 21-75-073-4454205	350,258.01 10,455.463	362,177.24 34,6400	1.78 %	485,000.00 46.39	-122,822.76	2.16 %	7,810.23
DODGE & COX STK FD (DODGX) FD #145 21-75-073-4454205	4,108,964.82 34,496.471	4,205,119.81 121,9000	20.67 %	3,151,852.54 91.37	1,053,267.27	1.63 %	68,130.53
HARBOR INTERNATIONAL FUND (HAINX) CLASS INS FD # 2011 21-75-073-4454205	395,470.11 6,452.441	400,825.63 62,1200	1.97 %	472,000.00 73.15	-71,174.37	2.03 %	8,104.27
T ROWE PRICE INSTITUTIONAL (TRLGX) LARGE-CAP GROWTH FUND CL IN 21-75-073-4454205	4,262,105.14 227,181,756	4,289,191.55 18,8800	21.08 %	3,050,525.39 13.43	1,238,666.16	0.38 %	15,902.72
PIMCO ALL ASSETS ALL AUTHOR (PAUX) FUND CLASS 1S FUND # 1860 21-75-073-4454205	3,863,977.98 340,584.129	3,777,077.99 11,0900	18.56 %	3,705,011.49 10.88	72,066.50	5.42 %	204,691.06
PERIMETER SMALL CAP GROWTH FD (PSIGX) I SHARES 21-75-073-4454205	945,446.54 100,049.487	839,416.87 8,3900	4.13 %	1,038,133.73 10.38	-198,716.86		
TOUCHSTONE SMALL CAP VALUE (TSOX) OPPORTUNITIES FUND CLASS IS 21-75-073-4454205	1,403,941.40 76,550.785	1,286,818.70 16,8100	6.33 %	1,110,704.00 14.51	176,114.70		
VANGUARD TOTAL INTL STOCK INDEX (VGTSX) FUND #113 21-75-073-4454205	710,780.59 48,783.843	730,781.97 14,9800	3.60 %	1,000,000.00 20.50	-269,218.03	5.84 %	42,637.08
<b>Total mutual funds - equity</b>	<b>\$16,147,969.99</b>	<b>79.34 %</b>	<b>\$14,225,977.15</b>	<b>\$1,881,992.84</b>	<b>2.17 %</b>	<b>\$350,055.42</b>	<b>\$30,890.98</b>



BRENTWOOD FOUNDATION ROLLUP  
CONSOLIDATED ACCOUNT STATEMENT  
Account number 21-75-501-4454182  
December 1, 2012 - December 31, 2012

Page 13 of 20

*Detail*

**Mutual funds - equity**

Description [Symbol]	Market value last period		Current market value	% of total portfolio	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	Price per unit							
<b>Total equities</b>	<b>\$17,220,139.63</b>	<b>84.61 %</b>	<b>\$15,270,632.84</b>	<b>\$1,949,506.79</b>	<b>2.23 %</b>	<b>\$384,602.12</b>	<b>\$30,890.98</b>		
<b>Total portfolio</b>	<b>\$20,352,734.07</b>	<b>100.00 %</b>	<b>\$18,666,427.22</b>	<b>\$1,886,306.85</b>	<b>2.19 %</b>	<b>\$443,539.53</b>	<b>\$36,687.59</b>		

08310 Brentwood Foundation  
34-1783117  
FYE: 12/31/2012

Part II, Line 14, Column B Attachment  
**Book Asset Detail 1/01/12 - 12/31/12**

07/09/2013 3:46 PM  
Page 1

<u>Asset</u>	<u>d</u>	<u>Property Description</u>	<u>Date In Service</u>	<u>Book Cost</u>	<u>Book Sec 179 Exp</u>	<u>c</u>	<u>Book Sal Value</u>	<u>Book Prior Depreciation</u>	<u>Book Current Depreciation</u>	<u>Book End Depr</u>	<u>Book Net Book Value</u>	<u>Book Method</u>	<u>Book Period</u>
<b>Group: Furniture and Fixtures</b>													
1	2006 Additions of Furniture and F1	6/01/06	1,336.97	0.00	0.00		1,066.39	191.00	1,257.39	79.58	S/L		7.0
3	2 door filing cabinet	7/01/07	419.99	0.00	0.00		270.00	60.00	330.00	89.99	S/L		7.0
	Furniture and Fixtures		1,756.96	0.00c	0.00		1,336.39	251.00	1,587.39	169.57			
	<b>Grand Total</b>		<b>1,756.96</b>	<b>0.00c</b>	<b>0.00</b>		<b>1,336.39</b>	<b>251.00</b>	<b>1,587.39</b>	<b>169.57</b>			

<a href="#">Home</a>	<a href="#">About Us</a>	<a href="#">Funding</a>	<a href="#">South Pointe GME</a>	<a href="#">Grant Inquiry</a>	<a href="#">Grant Reporting</a>	<a href="#">News</a>	<a href="#">Jobs</a>	<a href="#">Member Login</a>
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## APPLY FOR A GRANT

**We ask that you submit a Grant Inquiry before applying for a grant to ensure that you fulfill the basic requirements of the Brentwood Foundation.**

[View PDF of Grant Cover Sheet](#)

**The Foundation has no set form of application. However, the information should be provided in the following order:**

**1. Cover Letter, not to exceed one page**

- A brief description of the organization
- A brief description of the proposed program
- A brief statement on the impact the proposed program will have on your organization
- The total program budget, and amount and length of time of request
- How funds will be expended if grant is made
- Indicated support from the Board Chair and Executive Director
- Signature of both the Board Chair/President and Executive Director

**2. A proposal abstract, not to exceed two pages**

- Brief overview of the organization
- A brief summary of the proposed program/project
- How proposed program/project will assist the Foundation in implementing its mission and goals
- Total program budget, amount and length of time of funding request, organizational support (financial and in-kind) and other committed and/or anticipated funding support
- A list of goals and objectives of proposed program
- A brief description about the method for administering the proposed program
- A brief description about the method for evaluating proposed program
- A brief statement about post-grant plans and funding for proposed program
- Name and phone number of the project director or contact person

**3. A full proposal, not to exceed eight pages and should include the following:**

- Organizational background, including mission and goals
- Background information about the need(s) to be addressed
- A detailed description of the intent of the proposed program
- A detailed list of the program goals and objectives
- Activities needed to be undertaken to accomplish program goals and objectives and a detailed timeline for implementing and completing these activities
- Detailed discussion about how program will enhance osteopathic medical education and the mission of the foundation

- Detailed discussion of post grant plans for the proposed program, including how it will be financed after Foundation funding is depleted
- Criteria that will be utilized for evaluating the program
- Completion and submission of a detailed, line-item budget of revenue and expenditures associated with the proposed program (budget forms located on Foundation Web-site)

**4. Attachments**

- List of Board of Trustees
- A copy of your organization's tax-exempt letter from the IRS
- A copy of your most recent annual report
- A copy of the most current audited financial statement
- Program Budget
- Certification of your Public Charity Status (eg. 990-PF)

**(Two copies of the completed applications should be submitted to the Foundation by e-mail or regular mail)**

**\*\*Grant applications submitted to the Foundation by South Pointe Hospital (SPH) or any other hospital, entity or individual within the Cleveland Clinic Health System must adhere to SPH's grant application process. To obtain information about SPH's grant application process call Donna Barton 216-491-7236. The Foundation will not consider applications that have not followed SPH's application process.**