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

**2012**Department of the Treasury  
Internal Revenue Service

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

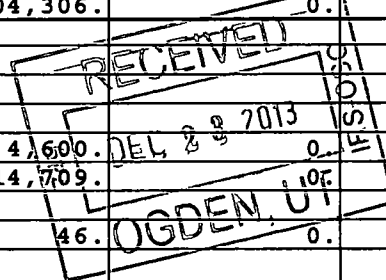
For calendar year 2012, or tax year beginning **Oct 1**, 2012, and ending **Sep 30**, 2013

Name of foundation <b>HARRY C. MOORES FOUNDATION</b>		<b>A</b> Employer identification number <b>31-6035344</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>100 SOUTH THIRD STREET</b>		<b>B</b> Telephone number (see the instructions) <b>(614) 227-8884</b>
City or town <b>COLUMBUS</b>	State ZIP code <b>OH 43215-4236</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 30,730,864.</b>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc. received (att sch)					
<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B					
<b>3</b> Interest on savings and temporary cash investments		<b>10.</b>	<b>10.</b>	<b>0.</b>	
<b>4</b> Dividends and interest from securities		<b>859,311.</b>	<b>859,311.</b>	<b>0.</b>	
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain/(loss) from sale of assets not on line 10					
<b>b</b> Gross sales price for all assets on line 6a					
<b>7</b> Capital gain net income (from Part IV, line 2)			<b>1,544,985.</b>		
<b>8</b> Net short-term capital gain				<b>0.</b>	
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit/(loss) (att sch)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11		<b>859,321.</b>	<b>2,404,306.</b>	<b>0.</b>	
<b>13</b> Compensation of officers, directors, trustees, etc					
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule)					
<b>b</b> Accounting fees (attach sch) <b>L-16b Stmt</b>		<b>4,600.</b>	<b>4,600.</b>	<b>0.</b>	<b>0.</b>
<b>c</b> Other prof fees (attach sch) <b>L-16c Stmt</b>		<b>114,709.</b>	<b>114,709.</b>	<b>0.</b>	<b>0.</b>
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instrs) <b>See Line 18 Stmt</b>		<b>10,253.</b>		<b>0.</b>	<b>0.</b>
<b>19</b> Depreciation (attach sch) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) <b>See Line 23 Stmt</b>		<b>28,542.</b>	<b>14,422.</b>	<b>0.</b>	<b>14,120.</b>
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23		<b>158,104.</b>	<b>133,777.</b>	<b>0.</b>	<b>14,120.</b>
<b>25</b> Contributions, gifts, grants paid		<b>1,644,243.</b>			<b>1,644,243.</b>
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25		<b>1,802,347.</b>	<b>133,777.</b>	<b>0.</b>	<b>1,658,363.</b>
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>		<b>-943,026.</b>			
<b>b Net investment income</b> (if negative, enter -0-)			<b>2,270,529.</b>		
<b>c Adjusted net income</b> (if negative, enter -0-)				<b>0.</b>	

SCANNED JAN 07 2014

ADMINISTRATIVE AND OPERATING EXPENSES



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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>A S S E T S</b>	1 Cash – non-interest-bearing	43,170.	55,657.	55,657.
	2 Savings and temporary cash investments	346,065.	368,301.	368,301.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	16,815,108.	19,857,654.	26,795,226.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	5,989,206.	3,513,896.	3,511,680.
	11 Investments – land, buildings, and equipment: basis			
<b>L I A B I L I T I E S</b>	Less: accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 <b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item i)	23,193,549.	23,795,508.	30,730,864.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 <b>Total liabilities</b> (add lines 17 through 22)			
<b>N E T A S S E T S O R F U N D B A L A N C E S</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> X			
	27 Capital stock, trust principal, or current funds	23,193,549.	23,795,508.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 <b>Total net assets or fund balances</b> (see instructions)	23,193,549.	23,795,508.	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	23,193,549.	23,795,508.	

**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	23,193,549.
2 Enter amount from Part I, line 27a	2	-943,026.
3 Other increases not included in line 2 (itemize) CAPITAL GAIN INCOME	3	1,544,985.
4 Add lines 1, 2, and 3	4	23,795,508.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	23,795,508.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1 a</b>	<b>JEFFERIES GROUP</b>	P	08/08/12	12/05/12
<b>b</b>	<b>MEDICIS PHARM CORP.</b>	P	08/08/12	12/07/12
<b>c</b>	<b>MEDICIS PHARM CORP.</b>	P	08/08/12	12/12/12
<b>d</b>	<b>APACHE CORP</b>	P	12/13/11	12/07/12
<b>e</b> See Columns (a) thru (d)				

(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)
<b>a</b> 25,115.		18,454.	6,661.
<b>b</b> 26,394.		19,971.	6,423.
<b>c</b> 57,200.		43,270.	13,930.
<b>d</b> 45,763.		56,681.	-10,918.
<b>e</b> See Columns (e) thru (h)		9,335,849.	1,528,889.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
<b>a</b>			6,661.
<b>b</b>			6,423.
<b>c</b>			13,930.
<b>d</b>			-10,918.
<b>e</b> See Columns (i) thru (l)			1,528,889.

<b>2</b> 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 ]		<b>2</b>	1,544,985.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— [ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 ]		<b>3</b>	-7,476.

**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 (column (b) divided by column (c))
2011	1,516,893.	26,307,876.	0.057659
2010	1,500,403.	24,651,613.	0.060864
2009	1,414,246.	25,904,815.	0.054594
2008	1,228,565.	21,867,565.	0.056182
2007	1,966,918.	33,291,633.	0.059081

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.288380
<b>3</b> 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	<b>3</b>	0.057676
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	29,627,014.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,708,768.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	22,705.
<b>7</b> Add lines 5 and 6	<b>7</b>	1,731,473.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	1,658,363.

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

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

1 a 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 instrs)			
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		1	45,411.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	45,411.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	45,411.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	7,200.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	7,200.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	38,211.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	0.	
11 Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <b>OH - Ohio</b>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>		X
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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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**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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>DENNIS P. WILLIAMSON, CPA</u> Telephone no. <u>(614) 527-1295</u> Located at <u>3986 MAIN STREET</u> <u>HILLIARD</u> <u>OH</u> ZIP + 4 <u>43026</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>				

**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
<b>1 a</b> 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>b</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)? <input type="checkbox"/>	1 b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
<b>c</b> 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? <input type="checkbox"/>	1 c	X
<b>2</b> 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))		
<b>a</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 )	2 b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>3 a</b> 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>b</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 )	3 b	
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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?	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5 a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

**6 a** 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?

6 b

If 'Yes' to 6b, file Form 8870

X

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

7 b

**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NEIL B. DISTELHORST 1505 ALTON ROAD GALLOWAY OH 43119	TRUSTEE 1.00	0.	0.	0.
JOHN P. BEAVERS 100 SOUTH THIRD STREET COLUMBUS OH 43215	CHAIRMAN 4.00	0.	0.	0.
KRISTEN J. SYDNEY 153 SOUTH DAWSON BEXLEY OH 43209	TRUSTEE 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

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

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEI PRIVATE TRUST CO 1 FREEDOM VALLEY DRIVE OAKS PA 19456	INVESTMENT ADVISORY	69,642.

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

None

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

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

	Expenses
1 GRANTS TO CHARITABLE GROUPS IN CENTRAL OHIO	
	1,644,243.
2	
3	
4	

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

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

BAA

Form 990-PF (2012)



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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	<b>29,325,974.</b>
<b>b</b> Average of monthly cash balances	<b>1b</b>	<b>752,213.</b>
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	<b>0.</b>
<b>d</b> <b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>30,078,187.</b>
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	<b>30,078,187.</b>
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>451,173.</b>
<b>5</b> <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>29,627,014.</b>
<b>6</b> <b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>1,481,351.</b>

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	<b>1,481,351.</b>
<b>2a</b> Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	<b>45,411.</b>	
<b>b</b> Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b	<b>2c</b>	<b>45,411.</b>	
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>1,435,940.</b>	
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>		
<b>5</b> Add lines 3 and 4	<b>5</b>	<b>1,435,940.</b>	
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>		
<b>7</b> <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>1,435,940.</b>	

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

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1a</b>	<b>1,658,363.</b>
<b>b</b> Program-related investments — total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>1,658,363.</b>
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	<b>0.</b>
<b>6</b> <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>1,658,363.</b>

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				<b>1,435,940.</b>
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			<b>1,308,223.</b>	
<b>b</b> Total for prior years: 20 __, 20 __, 20 __				
<b>3</b> Excess distributions carryover, if any, to 2012.				
<b>a</b> From 2007	<b>344,690.</b>			
<b>b</b> From 2008	<b>1,233,774.</b>			
<b>c</b> From 2009	<b>1,414,246.</b>			
<b>d</b> From 2010	<b>1,506,436.</b>			
<b>e</b> From 2011	<b>1,524,064.</b>			
<b>f</b> Total of lines 3a through e	<b>6,023,210.</b>			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: \$ <b>1,658,363.</b>				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)				
<b>d</b> Applied to 2012 distributable amount				
<b>e</b> Remaining amount distributed out of corpus	<b>1,658,363.</b>			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>7,681,573.</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount — see instructions			<b>1,308,223.</b>	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				<b>1,435,940.</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	<b>344,690.</b>			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	<b>7,336,883.</b>			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2008	<b>1,233,774.</b>			
<b>b</b> Excess from 2009	<b>1,414,246.</b>			
<b>c</b> Excess from 2010	<b>1,506,436.</b>			
<b>d</b> Excess from 2011	<b>1,524,064.</b>			
<b>e</b> Excess from 2012	<b>1,658,363.</b>			

**Part XIV: Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(1)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

**b 85%** of line 2a

- c** Qualifying distributions from Part XII,  
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities  
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a 'Assets' alternative test – enter:

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

**Part XV<sup>a</sup>** **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)**

- ## 1 Information Regarding Foundation Managers:

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**NONE**

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

MS. MARY CUMMINS

100 SOUTH THIRD STREET

**COLUMBUS**

OH 43215

(614) 227-8884

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

DETAIL IS AVAILABLE THROUGH GRANT APPLICATION INSTRUCTIONS WHICH CAN BE OBTAINED UPON REQUEST.

- c Any submission deadlines:

**JUNE 1 FOR GRANTS MADE IN AUGUST**

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

GRANTS ARE NOT MADE TO INDIVIDUALS OR PRIVATE FOUNDATIONS.

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b> <b>SEE ATTACHED EXHIBIT</b> <b>SEE ATTACHED EXHIBIT</b>	<b>N/A</b>	<b>501 (C) (3)</b>	<b>GENERAL OPERATIONS</b>	<b>1,644,243.</b>
<b>Total</b>				<b>▶ 3a 1,644,243.</b>
<b>b Approved for future payment</b>				
<b>Total</b>				<b>▶ 3b</b>





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**Miscellaneous Statement**

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**Page 4, Part VII-A, Line 8b**

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**Form 990-PF is not required to be filed with  
the State of Ohio.**

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**Total**

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Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>EXCISE TAXES</b>	<b>10,207.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>
<b>FOREIGN TAXES</b>	<b>46.</b>	<b>46.</b>	<b>0.</b>	<b>0.</b>
<b>Total</b>	<b>10,253.</b>	<b>46.</b>	<b>0.</b>	<b>0.</b>

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>SERVICE CHARGES</b>	<b>190.</b>	<b>190.</b>	<b>0.</b>	<b>0.</b>
<b>FILING FEES</b>	<b>200.</b>	<b>200.</b>	<b>0.</b>	<b>0.</b>
<b>ADMINISTRATIVE SERVICES</b>	<b>28,064.</b>	<b>14,032.</b>	<b>0.</b>	<b>14,032.</b>
<b>OTHER</b>	<b>88.</b>	<b>0.</b>	<b>0.</b>	<b>88.</b>
<b>Total</b>	<b>28,542.</b>	<b>14,422.</b>	<b>0.</b>	<b>14,120.</b>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

**Columns (a) thru (d)**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
CLIFFS NATURAL RESOURCES	P	08/08/12	12/05/12
HESS CORPORATION	P	12/07/12	03/25/13
JOHNSON CONTROLS	P	08/08/12	03/25/13
LEUCADIA NAT CP	P	08/08/12	03/25/13
MASIMO CORPORATION	P	03/25/13	08/23/13
POTASH CP OF SASKATCHEWAN	P	03/25/13	08/23/13
TARGET	P	03/23/12	12/07/12
TUPPERWARE BRANDS	P	08/08/12	03/25/13
VALE SA	P	12/07/12	08/30/13
VALE SA	P	03/25/13	08/30/13
VALE SA	P	08/23/13	08/30/13
WEATHERFORD INT'L	P	12/13/11	12/05/12
WEATHERFORD INT'L	P	08/08/12	12/05/12
ABBVIE INC	P	01/02/93	03/25/13
ABBOTT LABS	P	01/02/93	08/30/13
AGRIUM INC.	P	12/03/08	03/25/13
AMPCO PITTSBURGH	P	12/13/11	08/23/13
BOEING	P	08/26/09	08/23/13
BOEING	P	08/26/09	08/30/13
BED BATH & BEYOND	P	03/23/12	08/23/13
COCA-COLA	P	12/03/08	12/07/12
CST BRANDS	P	08/26/09	05/01/13
CST BRANDS	P	08/26/09	08/23/13
CST BRANDS	P	12/18/09	08/23/13
EBAY INC	P	05/13/09	12/07/12
GENERAL ELECTRIC	P	12/13/11	08/23/13
GOOGLE	P	10/09/90	12/05/12
GENERAL DYNAMICS	P	12/13/11	08/23/13
HARRIS CORP DELAWARE	P	03/24/11	08/23/13
LOWES	P	05/30/00	12/07/12



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

Continued

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
SOUTHWEST AIRLINES	P	08/01/11	03/25/13
MARATHON OIL	P	12/03/08	12/07/12
MARATHON OIL	P	03/04/10	12/07/12
MICROSOFT CORP	P	05/24/06	08/23/13
MANITOWOC CO	P	03/13/09	03/25/13
MANITOWOC CO	P	03/13/09	12/07/12
PRUDENTIAL FINANCIAL	P	03/24/11	08/23/13
STRYKER CORP	P	09/28/05	03/25/13
SYNAPTICS	P	08/26/09	03/25/13
TEVA PHARM.	P	08/23/10	02/06/13
TEVA PHARM.	P	08/01/11	02/06/13
UNITEDHEALTH GP	P	12/03/08	08/30/13
VALERO ENERGY	P	05/13/09	03/25/13
VALERO ENERGY	P	05/13/09	12/07/12
VALERO ENERGY	P	08/26/09	03/25/13
WEATHERFORD INT'L	P	03/04/10	12/05/12
WRIGHT MED GRP	P	08/23/10	12/07/12
AGRIUM INC.	P	01/19/12	06/13/13
DEERE & CO	P	06/21/05	06/13/13
IBM	P	04/13/99	06/13/13
IBM	P	04/13/99	01/23/13
IBM	P	04/13/99	08/08/13
INTEL CORP	P	12/15/10	01/24/13
JPMORGAN CHASE	P	04/15/96	08/08/13
NORFOLK SOUTHERN	P	08/31/06	10/02/12
TEVA PHARM.	P	03/29/11	01/24/13
TIME WARNER	P	07/22/98	01/24/13
TIME WARNER	P	07/22/98	06/13/13
EXXON MOBIL CORP	P	08/16/10	06/13/13
PRIME OBLIGATION FUND	P	01/01/11	09/30/13
SEI LARGE CAP DISC. EQ. FUND	P	01/01/11	11/19/12
SEI CORE FIXED INCOME FUND	P	01/01/11	11/19/12
SEI WORLD EQUITY EX-US FUND	P	01/01/11	11/20/12
SEI HIGH YIELD BOND FUND	P	01/01/11	11/19/12
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	11/19/12
SEI SIIT REAL RETURN A	P	01/01/11	11/20/12
SEI SMALL/MID CAP EQUITY FUND	P	01/01/11	11/20/12
SEI LARGE CAP DISC EQ. FUND	P	01/01/11	02/05/13
SEI CORE FIXED INCOME FUND	P	01/01/11	02/05/13
SEI WORLD EQUITY EX-US FUND	P	01/01/11	02/05/13
SEI HIGH YIELD BOND FUND	P	01/01/11	02/05/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	02/04/13
SEI SIIT REAL RETURN A	P	01/01/11	02/05/13
SEI SMALL/MID CAP EQUITY FUND	P	01/01/11	02/05/13
SEI CORE FIXED INCOME FUND	P	01/01/11	04/01/13
SEI HIGH YIELD BOND FUND	P	01/01/11	04/01/13
SEI SIIT REAL RETURN A	P	01/01/11	04/01/13
SEI SIIT REAL RETURN A	P	01/01/13	04/01/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	04/01/13
SEI LARGE CAP DISC. EQ. FUND	P	01/01/11	04/01/13
SEI LARGE CAP DISC. EQ. FUND	P	01/01/11	05/22/13
SEI WORLD EQUITY EX-US FUND	P	01/01/11	05/22/13

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
SEI CORE FIXED INCOME FUND	P	01/01/11	05/22/13
SEI SMALL/MID CAP EQ FUND	P	01/01/11	05/22/13
SIIT MULTI ASSET REAL RETURN FUND	P	01/01/13	05/22/13
SEI HIGH YIELD BOND FUND	P	01/01/11	05/22/13
SEI DYNAMIC ASSET ALLOCATION FUND	P	01/01/13	05/22/13
SEI OPPORTUNISTIC INC FUND A	P	01/01/13	05/22/13
SIIT ULTRA SH DURATION BOND FUND	P	01/01/13	05/22/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	05/22/13
SEI LARGE CAP DISC. EQ FUND	P	01/01/11	06/27/13
SEI WORLD EQUITY EX-US FUND	P	01/01/11	06/27/13
SEI CORE FIXED INCOME FUND	P	01/01/11	06/27/13
SEI SMALL/MID CAP EQ. FUND	P	01/01/11	06/27/13
SIIT MULTI ASSET REAL RETURN FUND	P	01/01/13	06/27/13
SEI DYNAMIC ALLOCATION FUND	P	01/01/13	06/27/13
SEI OPPORTUNISTIC INC FD A	P	01/01/13	06/27/13
SIIT ULTRA SH DURATION BOND FUND	P	01/01/13	06/27/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	06/27/13
SEI CORE PROPERTY FUND LP	P	01/01/13	07/26/13
SEI LARGE CAP DISC. EQ. FUND	P	01/01/11	08/08/13
SEI WORLD EQUITY EX-US FUND	P	01/01/11	08/08/13
SEI CORE FIXED INCOME FUND	P	01/01/11	08/08/13
SEI SMALL/MID CAP EQ. FUND	P	01/01/11	08/08/13
SIIT MULTI ASSET REAL RETURN FUND	P	01/01/13	08/08/13
SEI HIGH YIELD BOND FUND	P	01/01/11	08/08/13
SEI DYNAMIC ASSET ALLOCATION FUND	P	01/01/13	08/08/13
SEI OPPORTUNISTIC INC FUND A	P	01/01/13	08/08/13
SIIT ULTRA SH DURATION BOND FUND	P	01/01/13	08/08/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	08/08/13
SEI LARGE CAP DISC. EQ. FUND	P	01/01/11	08/30/13
SEI WORLD EQUITY EX-US FUND	P	01/01/11	08/30/13
SEI CORE FIXED INCOME FUND	P	01/01/11	08/30/13
SEI SMALL/MID CAP EQ. FUND	P	01/01/11	08/30/13
SIIT MULTI ASSET REAL RETURN FUND	P	01/01/13	08/30/13
SEI HIGH YIELD BOND FUND	P	01/01/11	08/30/13
SEI DYNAMIC ASSET ALLOCATION FUND	P	01/01/13	08/30/13
SEI OPPORTUNISTIC INC FUND A	P	01/01/13	08/30/13
SIIT ULTRA SH DURATION BOND FUND	P	01/01/13	08/30/13
SEI EMERGING MARKETS DEBT FUND	P	01/01/11	08/30/13
SEI DYNAMIC ASSET ALLOCATION FUND	P	01/01/13	05/22/13
SEI HIGH YIELD BOND FUND	P	01/01/11	06/27/13
EATON CORP	P	01/01/11	12/05/12
CLIFFS NATS RES	P	01/01/13	02/20/13
CLIFFS NAT RES	P	01/01/11	02/20/13
THERMO FISHER SCIENTIFIC	P	01/01/11	03/01/13
WALT DISNEY CO	P	01/01/11	03/01/13
ORACLE CORP	P	01/01/11	03/01/13
CARDINAL HEALTH	P	01/01/11	03/25/13
ISHARES MSC	P	01/01/11	04/11/13
ISHARES MSC	P	01/01/11	04/11/13
HOME DEPOT	P	01/01/11	06/04/13
WALT DISNEY CO	P	01/01/11	06/04/13
VALE SA	P	01/01/11	06/04/13

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
APPLE	P	01/01/11	06/04/13
CST BRANDS	P	01/01/11	09/05/13
HOME DEPOT	P	01/01/11	09/05/13
THERMO FISHER SCIENTIFIC	P	01/01/11	09/05/13
WALT DISNEY CO	P	01/01/11	06/04/13

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
43,201.		63,928.	-20,727.
7,056.		4,956.	2,100.
17,307.		12,835.	4,472.
22,504.		13,588.	8,916.
12,734.		9,853.	2,881.
50,797.		66,802.	-16,005.
18,649.		17,349.	1,300.
40,359.		26,568.	13,791.
42,794.		53,965.	-11,171.
7,132.		8,493.	-1,361.
14,265.		15,368.	-1,103.
5,375.		7,195.	-1,820.
10,750.		12,744.	-1,994.
35,407.		133.	35,274.
29,987.		122.	29,865.
59,421.		14,821.	44,600.
54,899.		59,400.	-4,501.
15,816.		7,177.	8,639.
77,828.		35,885.	41,943.
14,865.		12,973.	1,892.
22,318.		6,125.	16,193.
10.		5.	5.
2,046.		934.	1,112.
2,077.		834.	1,243.
15,523.		4,850.	10,673.
21,314.		4,513.	16,801.
20,208.		11,648.	8,560.
76,163.		58,098.	18,065.
17,103.		14,465.	2,638.
17,575.		5,813.	11,762.
25,783.		19,396.	6,387.
43,249.		18,844.	24,405.
3,089.		1,757.	1,332.
10,422.		7,020.	3,402.
20,499.		3,550.	16,949.
22,379.		5,325.	17,054.
39,361.		30,492.	8,869.
12,906.		9,946.	2,960.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
11,725.		7,560.	4,165.
45,589.		60,470.	-14,881.
18,996.		21,954.	-2,958.
14,324.		3,929.	10,395.
13,338.		6,200.	7,138.
9,505.		6,200.	3,305.
8,892.		3,791.	5,101.
37,625.		58,940.	-21,315.
61,074.		43,527.	17,547.
175,906.		159,945.	15,961.
83,182.		34,729.	48,453.
199,025.		91,844.	107,181.
406,070.		183,688.	222,382.
371,588.		183,688.	187,900.
166,468.		172,105.	-5,637.
272,384.		114,716.	157,668.
128,891.		85,364.	43,527.
149,918.		201,881.	-51,963.
83,376.		56,885.	26,491.
278,619.		170,724.	107,895.
133,064.		90,359.	42,705.
108,363.		108,363.	0.
4,966.		4,763.	203.
4,281.		4,058.	223.
2,568.		2,536.	32.
2,055.		1,951.	104.
1,541.		1,453.	88.
1,199.		1,227.	-28.
514.		436.	78.
4,967.		4,466.	501.
4,282.		4,150.	132.
2,569.		2,337.	232.
2,055.		1,903.	152.
1,542.		1,524.	18.
1,199.		1,253.	-54.
514.		393.	121.
967,399.		935,924.	31,475.
906,151.		833,435.	72,716.
773,648.		807,020.	-33,372.
0.		1,465.	-1,465.
650,013.		655,784.	-5,771.
417,597.		357,669.	59,928.
4,826.		3,879.	947.
3,211.		2,807.	404.
2,821.		2,727.	94.
1,384.		1,154.	230.
1,384.		1,403.	-19.
923.		838.	85.
790.		782.	8.
790.		789.	1.
692.		688.	4.
326,400.		273,726.	52,674.
217,200.		208,256.	8,944.

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

Continued

(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)
190,800.		190,917.	-117.
93,600.		80,396.	13,204.
93,600.		99,397.	-5,797.
62,400.		61,056.	1,344.
53,400.		53,535.	-135.
53,400.		53,560.	-160.
46,800.		51,286.	-4,486.
1,200,000.		1,200,000.	0.
4,800.		3,798.	1,002.
3,194.		2,876.	318.
2,806.		2,802.	4.
1,377.		1,098.	279.
1,376.		1,449.	-73.
918.		861.	57.
918.		860.	58.
785.		786.	-1.
785.		788.	-3.
688.		752.	-64.
184,416.		149,952.	34,464.
122,718.		112,917.	9,801.
107,802.		108,395.	-593.
52,884.		42,861.	10,023.
52,884.		54,802.	-1,918.
35,256.		33,291.	1,965.
35,256.		33,849.	1,407.
30,171.		30,210.	-39.
30,171.		30,292.	-121.
26,442.		30,034.	-3,592.
923.		862.	61.
62,400.		59,121.	3,279.
4,033.		0.	4,033.
17,024.		26,784.	-9,760.
0.		426.	-426.
14,624.		6,965.	7,659.
16,137.		5,000.	11,137.
10,290.		5,538.	4,752.
29,544.		23,844.	5,700.
44,099.		41,974.	2,125.
78,910.		72,729.	6,181.
11,940.		3,901.	8,039.
7,582.		2,704.	4,878.
11,342.		9,216.	2,126.
3,282.		1,254.	2,028.
3,736.		1,300.	2,436.
8,893.		3,483.	5,410.
9,758.		2,500.	7,258.
0.		0.	0.
0.		0.	0.
Total		<u>9,335,849.</u>	<u>1,528,889.</u>

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

**Columns (i) thru (l)**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			-20,727.
			2,100.
			4,472.
			8,916.
			2,881.
			-16,005.
			1,300.
			13,791.
			-11,171.
			-1,361.
			-1,103.
			-1,820.
			-1,994.
			35,274.
			29,865.
			44,600.
			-4,501.
			8,639.
			41,943.
			1,892.
			16,193.
			5.
			1,112.
			1,243.
			10,673.
			16,801.
			8,560.
			18,065.
			2,638.
			11,762.
			6,387.
			24,405.
			1,332.
			3,402.
			16,949.
			17,054.
			8,869.
			2,960.
			4,165.
			-14,881.
			-2,958.
			10,395.
			7,138.
			3,305.
			5,101.
			-21,315.
			17,547.
			15,961.
			48,453.
			107,181.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

**Columns (i) thru (l)**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			222,382.
			187,900.
			-5,637.
			157,668.
			43,527.
			-51,963.
			26,491.
			107,895.
			42,705.
			0.
			203.
			223.
			32.
			104.
			88.
			-28.
			78.
			501.
			132.
			232.
			152.
			18.
			-54.
			121.
			31,475.
			72,716.
			-33,372.
			-1,465.
			-5,771.
			59,928.
			947.
			404.
			94.
			230.
			-19.
			85.
			8.
			1.
			4.
			52,674.
			8,944.
			-117.
			13,204.
			-5,797.
			1,344.
			-135.
			-160.
			-4,486.
			0.
			1,002.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

**Columns (i) thru (l)**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			318.
			4.
			279.
			-73.
			57.
			58.
			-1.
			-3.
			-64.
			34,464.
			9,801.
			-593.
			10,023.
			-1,918.
			1,965.
			1,407.
			-39.
			-121.
			-3,592.
			61.
			3,279.
			4,033.
			-9,760.
			-426.
			7,659.
			11,137.
			4,752.
			5,700.
			2,125.
			6,181.
			8,039.
			4,878.
			2,126.
			2,028.
			2,436.
			5,410.
			7,258.
			0.
			0.
Total			<u>1,528,889.</u>



Form 990-PF, Page 6, Part VIII, Line 1

**Information about Officers, Directors, Trustees, Etc.**

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>ROBERT A. WISEMAN</b> <b>6858 DOWNS STREET</b> <b>WORTHINGTON OH 43085</b>	<b>SECRETARY</b>			
	<b>2.00</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>DAVID T. FENNER</b> <b>4056 FAIRFAX DRIVE</b> <b>COLUMBUS OH 43220</b>	<b>TREASURER</b>			
	<b>2.00</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>

Total

0.      0.      0.

Form 990-PF, Page 1, Part I

**Line 16b - Accounting Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DENNIS P. WILLIAMSON	BOOKKEEPING	4,600.	4,600.	0.	0.
Total		<u>4,600.</u>	<u>4,600.</u>	<u>0.</u>	<u>0.</u>

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITH BARNEY	INVESTMENT ADVISORY FE	27,182.	27,182.	0.	0.
SEI	INVESTMENT ADVISORY FE	69,642.	69,642.	0.	0.
MELLON BANK	INVESTMENT ADVISORY FE	17,885.	17,885.	0.	0.
Total		<u>114,709.</u>	<u>114,709.</u>	<u>0.</u>	<u>0.</u>

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SMITH BARNEY	7,785,898.	11,500,573.
SMITH BARNEY	2,589,513.	3,727,385.

Form 990-PF, Page 2, Part II, Line 10b

Continued

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
MELLON BANK	1,957,431.	2,901,468.
SEI LARGE CAP DISC EQ FUND	2,481,499.	3,138,697.
SEI SMALL/MID CAP EQ FUND	730,134.	942,081.
SEI WORLD EQUITY EX-US FUND	1,751,603.	2,022,206.
SEI DYNAMIC ASSET ALLOCATION FUND	549,475.	581,718.
SEI SLIT REAL RETURN A	812,101.	781,098.
SEI CORE PROPERTY FUND LP	1,200,000.	1,200,000.
Total	<u>19,857,654.</u>	<u>26,795,226.</u>

Form 990-PF, Page 2, Part II, Line 10c

**L- 10c Stmt**

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
SEI CORE FIXED INCOME FUND	1,638,999.	1,641,184.
SEI INSTITUTIONAL HIGH YIELD FUND	525,083.	558,170.
SEI OPPORTUNISTIC INC FUND A	468,869.	469,976.
SEI SLIT EMERGING MARKETS DEBT FUND	411,156.	373,493.
SEI SLIT SH DURATION BOND FUND	469,789.	468,857.
Total	<u>3,513,896.</u>	<u>3,511,680.</u>

**Supporting Statement of:****Form 990-PF, p2/Line 2(a)**

Description	Amount
<u>SMITH BARNEY</u>	<u>103,667.</u>
<u>SMITH BARNEY</u>	<u>13,146.</u>
<u>MELLON</u>	<u>229,252.</u>
Total	<u><u>346,065.</u></u>

**Supporting Statement of:****Form 990-PF, p2/Line 2(b)**

Description	Amount
<u>Smith Barney</u>	<u>308,051.</u>
<u>Smith Barney</u>	<u>9,870.</u>
<u>Mellon</u>	<u>50,380.</u>
Total	<u><u>368,301.</u></u>

FINAL LIST OF GRANTS FOR FISCAL 2013

I. CHURCHES

Bexley United Methodist Church, Bexley, OH	15,000
COMPASS, Columbus, OH	<u>17,500</u>
TOTAL	\$32,500

II. EDUCATIONAL INSTITUTIONS

Marburn Academy, Columbus, OH	30,000
Methodist Theological School in Ohio, Delaware, OH	15,775
Ohio State University Foundation (Team BI), Columbus, OH	12,500
Ohio State University Foundation (Nisonger)	5,000
Ohio State University Foundation (MOMS2B)	<u>20,000</u>
Union College, Barbourville, KY	12,000
United Negro College Fund, Columbus, OH	10,000
WOSU, Columbus, OH	<u>15,000</u>
TOTAL	\$120,275

III. HOSPITALS

OhioHealth Foundation, Columbus, OH	<u>15,000</u>
TOTAL	\$15,000

IV. ARTS AND CULTURE

CATCO-Phoenix, Columbus, OH	10,000
Columbus Children's Theatre, Columbus, OH	5,000
Columbus Museum of Art, Columbus, OH	10,000
COSI, Columbus, OH	13,850
Lincoln Theatre Association, Columbus, OH	7,500
Ohio Historical Society, Columbus, OH	10,000
Ohioana Library Association, Columbus, OH	<u>9,000</u>
TOTAL	\$ 65,350

V. HANDICAPPED, DEVELOPMENTALLY DELAYED, CHILDREN'S WELFARE

Big Brothers Big Sisters Assoc. Columbus, OH	17,000
Buckeye Ranch, Grove City, OH	15,000

Central Ohio Youth for Christ, Columbus, OH	22,945
Chabad House, Columbus, OH	5,000
Charity Newsies, Columbus, OH	20,000
Childhood League Center, Columbus, OH	20,000
Children's Hunger Alliance, Columbus, OH	20,000
Christ Child Society, Columbus, OH	10,000
City Year, Columbus, OH	10,000
Deaf Initiatives, Inc., Columbus, OH	16,022
Easter Seals, Columbus, OH	10,000
Equine Assisted Therapy, Centerburg, OH	15,045
Flying Horse Farms, Lewis Center, OH	15,000
Fore Hope, Columbus, OH	12,000
Franklin County CASA, Columbus, OH	15,000
Girl Scouts of Ohio's Heartland, Columbus, OH	12,500
Gladden Community House, Columbus, OH	15,000
Helping Hands Center for Special Needs	5,000
Heritage Day Health Centers, Columbus, OH	25,000
Homeless Families Foundation, Columbus, OH	18,348
I Know I Can, Columbus, OH	10,000
Junior Achievement of Central Ohio, Columbus, OH	10,000
KIDSmiles Columbus, OH	10,000
PBJ Connections, Columbus, OH	12,070
Recreation Unlimited, Ashley, OH	9,600
Ronald McDonald House, Columbus, OH	30,000
Ruling Our eXperience, Columbus, OH	8,149
Run the Race Club, Columbus, OH	15,000
See Kids Dream, Columbus, Oh	8,000
St. Vincent Family Center, Columbus, OH	25,000
South Side Learning Center, Columbus, OH	12,500
TrayLee After School Bible School, Columbus, OH	7,000
Vineyard Community Center, Westerville, OH	7,500
Vocational Guidance Services, Columbus, OH	12,000
Willow Ridge	<u>3,000</u>

TOTAL	\$478,679
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#### VI. OTHER CHARITABLE

Advocacy & Protective Services, Columbus, OH	2,500
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All That -Teens Hopeful About Tomorrow, Columbus	7,500
Andrews House, Delaware, OH	6,899
ASHA Ray, Columbus, OH	5,000
CampFire USA, Columbus, OH	5,000
Canine Companions for Independence, Delaware, OH	17,500
Central Ohio Diabetes Association, Columbus, OH	20,700
Central Ohio Fellowship of Christian Athletes, Dublin	5,000
College Mentors for Kids	12,000
Columbus Council on World Affairs, Columbus, OH	5,000
Columbus Housing Partnership, Columbus, OH	15,000
Columbus Metropolitan Library, Columbus, OH	10,000
Columbus Speech & Hearing Center, Columbus, OH	12,000
Community Development for All People, Columbus, OH	15,000
Community of Holy Rosary, Columbus, OH	7,500
Community Housing Network, Columbus, OH	16,000
Community Kitchen, Columbus, OH	27,000
Community Refugee and Immigration Services, Columbus, OH	15,000
Community Shelter Board, Columbus, OH	15,000
Employment for Seniors, Columbus, OH	12,000
Ethiopian Twahedo Social Services, Columbus, OH	15,000
Franklin County Agricultural Society, Hilliard, OH	25,000
Furniture Bank of Central Ohio, Columbus, OH	15,000
Godman Guild/Camp Mary Orton, Columbus, OH	15,000
Habitat for Humanity, Columbus, OH	20,000
Hope Thru Housing, Columbus, OH	4,200
Hospice of Central Ohio, Columbus, OH	10,000
Junior League - Kelton House, Columbus, OH	3,500
Just Think, Inc. Columbus, OH	5,000
Leukemia & Lymphoma Society, Columbus, OH	10,000
LifeCare Alliance/Columbus Cancer Center, Columbus	25,000
LifeCare Alliance/Meals on Wheels, Columbus	25,000
LifeCare Alliance/Project Open Hand, Columbus, OH	20,000
Local Matters, Columbus, OH	10,000
Lower Lights Christian Health Center, Columbus, OH	15,000
Lower Light Ministries (Light the Way), Columbus	7,500
Lower Light Ministries (Rachel's House), Columbus	15,000
Lutheran Social Services of Central Ohio (Faith Mission), Columbus, OH	16,640
MMORE Multiple Myeloma Opportunities, Columbus, OH	15,000
Maryhaven, Columbus, OH	35,000
Mental Health America of Franklin County, Columbus, OH	15,000
MidOhio Food Bank, Columbus, OH	40,000
National Church Residences, Columbus, OH	15,000
National Multiple Sclerosis, Columbus, OH	15,000
New Directions Career Center, Columbus, OH	20,000
The Newsreel, Columbus, OH	16,500
Ohio Business Week, Columbus, OH	6,500

Ohio Hispanic Coalition, Columbus, OH	20,000
Operation Buckeye, Columbus, OH	13,000
Partnerships Make a Difference, Columbus, OH	10,000
People in Need, Delaware, OH	15,000
Prevent Blindness Ohio, Columbus, OH	10,000
Rebuilding Together Central Ohio, Columbus, OH	15,000
Salvation Army, Columbus, OH	30,000
Senior Independence, Columbus, OH	20,000
Serenity Street Foundation, Columbus, OH	15,000
Simon Kenton Council, Boy Scouts, Columbus, OH	12,000
Southeast, Inc., Columbus, OH	15,000
United Way of Franklin County, Inc., Columbus, OH	15,000
Urban Concern, Columbus, OH	13,000
Urban Resurrection Community Development, Columbus, OH	5,000
VOICEcorps, Columbus, OH	12,000
Westerville Area Resource Ministry, Westerville, OH	11,000
YMCA of Central Ohio, Columbus	20,000
YWCA, Columbus, OH	<u>15,000</u>

TOTAL	\$932,439
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TOTAL OF ALL GRANTS:	\$1,644,243
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