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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation RUTH J & ROBERT A CONWAY FOUNDATION INC		A Employer identification number 31-1575184	
Number and street (or P O box number if mail is not delivered to street address) 5799 MARIEMONT AVENUE		B Telephone number (see instructions) (513) 271-2349	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45227		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 15,960,993		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J 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.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	458,833	458,833		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	334,196			
	b Gross sales price for all assets on line 6a 3,009,838				
	7 Capital gain net income (from Part IV, line 2) . . .		334,196		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	34,393	33,788		
	12 Total. Add lines 1 through 11	827,422	826,817		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,000	9,000		9,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	9,975	4,988		4,987
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	21,385	6,375		10
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	95,846	95,292		554
	24 Total operating and administrative expenses. Add lines 13 through 23	145,206	115,655		14,551
	25 Contributions, gifts, grants paid	1,470,772			1,470,772
	26 Total expenses and disbursements. Add lines 24 and 25	1,615,978	115,655		1,485,323
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-788,556			
	b Net investment income (if negative, enter -0-)		711,162		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	22,997	25,106	25,106
	2	Savings and temporary cash investments	7,023	590,186	590,186
	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 schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	4,530,995	5,581,575	8,384,281
	c	Investments—corporate bonds (attach schedule).	6,618,576	3,561,580	3,781,877
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,607,525	3,243,936	3,179,543
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,787,116	13,002,383	15,960,993	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	13,787,116	13,002,383	
	30	Total net assets or fund balances (see page 17 of the instructions)	13,787,116	13,002,383	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,787,116	13,002,383		

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	13,787,116
2	Enter amount from Part I, line 27a	2	-788,556
3	Other increases not included in line 2 (itemize) ▶ _____	3	3,823
4	Add lines 1, 2, and 3	4	13,002,383
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	13,002,383

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	334,196
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,446,024	15,542,150	0 093039
2011	1,162,539	15,917,612	0 073035
2010	1,323,663	15,669,757	0 084472
2009	1,648,906	15,938,906	0 103452
2008	1,211,665	18,508,725	0 065465

2	Total of line 1, column (d).	2	0 419463
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 083893
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	16,531,103
5	Multiply line 4 by line 3.	5	1,386,844
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,112
7	Add lines 5 and 6.	7	1,393,956
8	Enter qualifying distributions from Part XII, line 4. 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	8	1,485,323

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	7,112
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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-)		2	0
3 Add lines 1 and 2.		3	7,112
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	7,112
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,773	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	6,200	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	13,973
8 Enter any penalty 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 amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	6,861
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 6,861 Refunded		11	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?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
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		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
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 <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) OH			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of SISTER CARREN HERRING Telephone no (513) 271-2349 Located at 5799 MARIEMONT AVENUE CINCINNATI OH ZIP+4 45227			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country		OC		

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2013 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 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

YesNo

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3) Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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)?

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?

YesNo

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?

YesNo

b

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

6b

No

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

7a

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

YesNo

b

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

7b

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see 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
See Additional Data Table				

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.

0

Form 990-PF (2013)

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
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	15,988,870
b	Average of monthly cash balances.	1b	793,976
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,782,846
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	16,782,846
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	251,743
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,531,103
6	Minimum investment return. Enter 5% of line 5.	6	826,555

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	826,555
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,112
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	1,743
c	Add lines 2a and 2b.	2c	8,855
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	817,700
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	817,700
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	817,700

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	1,485,323
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	1,485,323
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	7,112
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,478,211
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				817,700
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	234,723			
c From 2010.	1,340,590			
d From 2011.	1,162,539			
e From 2012.	690,146			
f Total of lines 3a through e.	3,427,998			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,485,323				
a Applied to 2012, but not more than line 2a			0	
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 2013 distributable amount.				817,700
e Remaining amount distributed out of corpus	667,623			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,095,621			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,095,621			
10 Analysis of line 9				
a Excess from 2009. . . .	234,723			
b Excess from 2010. . . .	1,340,590			
c Excess from 2011. . . .	1,162,539			
d Excess from 2012. . . .	690,146			
e Excess from 2013. . . .	667,623			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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 address of the person to whom applications should be addressed

SISTER CARREN HERRING
5799 MARIEMONT AVENUE
MARIEMONT AVENUE, OH 45227
(513) 271-2349

b

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

APPLICATION MUST BE REQUESTED IN WRITING

c

Any submission deadlines

NONE

d

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

RECIPIENTS MUST BE PUBLIC CHARITIES UNDER INTERNAL REVENUE CODE SECTION 501(C)(3)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,470,772
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

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

1c

No

d

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

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

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

2014-11-13

Date

Title

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

☒

Yes

☐

No

Paid Preparer Use Only

Print/Type preparer's name
COURTNEY REITMAN-DEINLEIN

Preparer's Signature

Date

Check if self-employed ☐

PTIN
P00420933

Firm's name ☐

DELOITTE TAX LLP

Firm's EIN ☐

86-1065772

Firm's address ☐

250 EAST FIFTH SUITE 1900 CINCINNATI, OH 45202

Phone no. (513) 784-7100

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
US BANK - COVERED	P		
US BANK - COVERED	P		
US BANK - NONCOVERED	P		
US BANK - CAPITAL GAINS DISTRIBUTION	P		
5AM VENTURES II LP	P		
5AM VENTURES II LP	P		
KW DISCOVERY LLC -1231 GAIN	P		
LIFFEY THAMES -1231 GAIN	P		
RD CRIMSTONE -1231 GAIN	P		
FORT WASHINGTON PRIVATE EQUITY -1231 GAIN	P		
FORT WASHINGTON PRIVATE EQUITY	P		
FORT WASHINGTON PRIVATE EQUITY	P		
SOUTHEAST LANDCO	P		
OAKTREE CAPITAL GROUP LLC	P		
OAKTREE CAPITAL GROUP LLC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
122,706		173,144	-50,438
785,000		648,024	136,976
2,025,282		1,853,031	172,251
62			62
10,914			10,914
21,496			21,496
		340	-340
		349	-349
		4	-4
		750	-750
608			608
37,572			37,572
425			425
511			511
5,262			5,262


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-50,438
			136,976
			172,251
			62
			10,914
			21,496
			-340
			-349
			-4
			-750
			608
			37,572
			425
			511
			5,262


Form 990PF Part VIII Line 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
ROBERT A CONWAY SR	TREASURER 5 00	0	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
WILLIAM J KEATING	TRUSTEE 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
TIM CONWAY	TRUSTEE 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
JUDY WIMBERG	TRUSTEE 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
ROBERT CONWAY JR	TRUSTEE 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
MARY LOIS CONWAY DRATH	CHAIRMAN 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
MARY RUTH SMYJUNAS	TRUSTEE 5 00	3,000	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				
SISTER CARREN HERRING	SECRETARY 5 00	0	0	0
5799 MARIEMONT AVENUE CINCINNATI, OH 45227				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION 225 N MICHIGAN AVENUE 17TH FLOOR CHICAGO,IL 60601	NONE	PC	GENERAL SUPPORT	250
AMERICAN HEART ASSOCIATION INC 7272 GREENVILLE AVE DALLAS,TX 75231	NONE	PC	GENERAL SUPPORT	100
ARCHBISHOP MCNICHOLAS HIGH SCHOOL 6536 BEECHMONT AVENUE CINCINNATI,OH 45230	NONE	PC	GENERAL SUPPORT	10,895
ARCHDIOCESE OF CINCINNATI - CATHOILC MINISTRIES APPEAL 100 EAST 8TH STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	3,000
BETHANY HOUSE SERVICES INC 1841 FAIRMONT AVENUE CINCINNATI,OH 45214	NONE	PC	GENERAL SUPPORT	50,000
BIG BROTHERS-BIG SISTERS ASSOCIATION OF CINCINNATI 4010 EXECUTIVE PARK DRIVE CINCINNATI,OH 45241	NONE	PC	GENERAL SUPPORT	5,000
BISHOP FENWICK HIGH SCHOOL 4855 OHIO 122 FRANKLIN,OH 45005	NONE	PC	GENERAL SUPPORT	40,000
BREAD FOR THE WORLD INSTITUTE INC 425 3RD STREET SW NO 1200 WASHINGTON,DC 20024	NONE	PC	GENERAL SUPPORT	250
CATHOLIC CENTRAL SCHOOL 1200 E HIGH STREET SPRINGFIELD,OH 45505	NONE	PC	GENERAL SUPPORT	25,000
CATHOLIC CHARITIES OF SOUTHWESTERN OHIO 100 EAST 8TH STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	250
CATHOLIC MEDICAL MISSION BOARD 10 WEST 17TH STREET NEWYORK,NY 10011	NONE	PC	GENERAL SUPPORT	500
CHARTER RESEARCH INSTITUTE 2 GARFIELD PLACE SUITE 300C CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	4,000
CHATFIELD COLLEGE 18000 LOGAN ST 210 CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,000
CHRISTIAN APPALACHIAN PROJECT 6550 S KY ROUTE 321 HAGERHILL,KY 41222	NONE	PC	GENERAL SUPPORT	250
CINCINNATI SHAKESPEARE COMPANY 719 RACE ST CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,000
Total  3a				1,470,772


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,000
CINCINNATI UNION BETHEL 300 LYTLE STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	500
CINCINNATI WORKS INC 708 WALNUT STREET SUITE 200 CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,000
CINCINNATI ZOO FOUNDATION INC 3400 VINE STREET CINCINNATI,OH 45220	NONE	SO I	GENERAL SUPPORT	250
CISE FOUNDATION 100 E EIGHT STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	56,500
COLLEGE OF MOUNT ST JOSEPH 5701 DALHI ROAD CINCINNATI,OH 45233	NONE	PC	GENERAL SUPPORT	53,000
COLLEGE OF THE HOLY CROSS 1 COLLEGE ST WORCESTER,MA 01610	NONE	PC	GENERAL SUPPORT	275
COVINGTON LADIES HOME 702 GARRARD STREET COVINGTON,KY 41011	NONE	PC	GENERAL SUPPORT	10,000
CRAYONS TO COMPUTERS INC 1350 TENNESSEE AVENUE CINCINNATI,OH 45229	NONE	PC	GENERAL SUPPORT	5,000
ECONOMICS CENTER 225 CALHOUN STREET SUITE 370 CINCINNATI,OH 45219	NONE	PC	GENERAL SUPPORT	24,300
FOOD FOR THE POOR INC 6401 LYONS ROAD COCONUT CREEK,FL 33073	NONE	PC	GENERAL SUPPORT	250
FORT SCOTT COMMUNITY COLLEGE ENDOWMENT ASSOCIATION 2108 SOUTH HORTON FORT SCOTT,KS 66701	NONE	PC	GENERAL SUPPORT	100
FREESTORE FOOD BANK INC 1141 CENTRAL PARKWAY CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,750
FRIAR'S CLUB FOUNDATION INC 1615 VINE STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	265
GLENMARY SISTERS CHARITABLE TRUST PO BOX 22264 OWENSBORO,KY 42304	NONE	SO III FI	GENERAL SUPPORT	250
Total  3a				1,470,772


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GUEST HOUSE INC 1601 JOSLYN ROAD PO BOX 420 LAKE ORION,MI 48360	NONE	PC	GENERAL SUPPORT	250
HEBREW UNION COLLEGE 3101 CLIFTON AVENUE CINCINNATI,OH 45220	NONE	PC	GENERAL SUPPORT	250
INNER CITY YOUTH OPPORTUNITIES 1821 SUMMIT ROAD CINCINNATI,OH 45237	NONE	PC	GENERAL SUPPORT	1,000
JAMES W MILLER MEMORIAL FUND 6715 HAMMERSTONE WAY CINCINNATI,OH 45227	NONE	PC	GENERAL SUPPORT	3,000
JESUIT SPIRITUAL CENTER AT MILFORD 5361 S MILFORD RD MILFORD,OH 45150	NONE	PC	GENERAL SUPPORT	3,000
KENNEDY HEIGHTS ART CENTER 6546 MONTGOMERY ROAD CINCINNATI,OH 45213	NONE	PC	GENERAL SUPPORT	15,000
KENZIE'S CLOSET PO BOX 43285 CINCINNATI,OH 45243	NONE	PC	GENERAL SUPPORT	2,500
LEADERSHIP SCHOLARS INC 1609 MADISON RD NO C CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	20,000
LEAGUE OF WOMEN VOTERS OF THE UNITED STATES 1739 M STREET NW WASHINGTON,DC 20036	NONE	PC	GENERAL SUPPORT	100
LEGAL AID SOCIETY OF CINCINNATI 215 E NINTH STREET NO 200 CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	250
LYDIA'S HOUSE INC 7413 THOMAS DRIVE CINCINNATI,OH 45243	NONE	PC	GENERAL SUPPORT	5,000
MADISONVILLE EDUCATION & ASSISTANCE CENTER 4600 ERIE AVE CINCINNATI,OH 45227	NONE	PC	GENERAL SUPPORT	3,000
MARY ROSE MISSION PO BOX 76533 HIGHLAND HEIGHTS,KY 41076	NONE	PC	GENERAL SUPPORT	200
MARYKNOLL SISTERS OF ST DOMINIC PO BOX 317 MARYKNOLL,NY 10545	NONE	PC	GENERAL SUPPORT	50
MCAULEY HIGH SCHOOL 6000 OAKWOOD AVE CINCINNATI,OH 45224	NONE	PC	GENERAL SUPPORT	500
Total  3a				1,470,772


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MERCY HEALTH - ANDERSON HOSPITAL LLC 7500 STATE ROAD CINCINNATI,OH 45255	NONE	PC	GENERAL SUPPORT	100,000
MERCY HEALTH FOUNDATION 301 ST PAUL PLACE BALTIMORE,MD 21202	NONE	PC	GENERAL SUPPORT	250
MOTHER OF MERCY HIGH SCHOOL 3036 WERK ROAD CINCINNATI,OH 45211	NONE	PC	GENERAL SUPPORT	10,162
MOUNT NOTRE DAME HIGH SCHOOL 711 E COLUMBIA AVE CINCINNATI,OH 45215	NONE	PC	GENERAL SUPPORT	7,500
MT ST MARY SEMINARY OF THE WEST ATHENAEUM OF OHIO NORWOOD 6616 BEECHMONT AVE CINCINNATI,OH 45230	NONE	PC	GENERAL SUPPORT	125,000
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR RESTON,VA 20190	NONE	PC	GENERAL SUPPORT	200
NATIVITY OF OUR LORD 5936 RIDGE AVE CINCINNATI,OH 45213	NONE	PC	GENERAL SUPPORT	18,250
NOTRE DAME ACADEMY 78 HOWARD AVE STATEN ISLAND,NY 10301	NONE	PC	GENERAL SUPPORT	25
OUR LADY OF THE WOODS 3636 SEMLOH AVENUE CINCINNATI,OH 45247	NONE	PC	GENERAL SUPPORT	10,000
OUR LORD CHRIST THE KING CHURCH 333 WARNER STREET CINCINNATI,OH 45219	NONE	PC	GENERAL SUPPORT	78,400
OVER-THE-RHINE KITCHEN 1620 VINE STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	5,000
PEOPLE WORKING COOPRERATIVELY INC 4612 PADDOCK ROAD CINCINNATI,OH 45229	NONE	PC	GENERAL SUPPORT	500
PROKIDS 2605 BURNET AVENUE CINCINNATI,OH 45219	NONE	PC	GENERAL SUPPORT	15,000
PURCELL MARIAN HIGH SCHOOL 2935 HACKBERRY ST CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	56,000
QUEEN CITY CLUB 331 EAST FOURTH STREET NO 1500 CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	100
Total  3a				1,470,772


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RIGHT TO LIFE OF GREATER CINCINNATI 1802 WEST GALBRAITH ROAD CINCINNATI,OH 45239	NONE	PC	GENERAL SUPPORT	250
SANTA MARIA COMMUNITY SERVICES 617 STEINER AVENUE CINCINNATI,OH 45204	NONE	PC	GENERAL SUPPORT	12,900
SETON FAMILY CENTER 3316 WERK ROAD CINCINNATI,OH 45211	NONE	PC	GENERAL SUPPORT	5,000
SISTERS OF CHARITY OF CINCINNATI 5900 DELHI ROAD CINCINNATI,OH 45051	NONE	PC	GENERAL SUPPORT	500
SISTERS OF NOTRE DAME DE NAMUR 701 E COLUMBIA AVE CINCINNATI,OH 45215	NONE	PC	GENERAL SUPPORT	6,000
SOCIETY OF ST VINCENT DEPAUL COUNCIL 1125 BANK ST CINCINNATI,OH 45214	NONE	PC	GENERAL SUPPORT	1,500
SPECIAL OLYMPICS OHIO INC (LOCAL) 3303 WINCHESTER PIKE COLUMBUS,OH 43232	NONE	PC	GENERAL SUPPORT	200
SPRINGER SCHOOL 2121 MADISON ROAD CINCINNATI,OH 45208	NONE	PC	GENERAL SUPPORT	1,000
ST CLEMENT SCHOOL 4534 VINE STREET ST BERNARD,OH 45217	NONE	PC	GENERAL SUPPORT	25,250
ST JOSEPH INFANT & MATERNITY HOME 10722 WYSCARVER ROAD CINCINNATI,OH 45241	NONE	PC	GENERAL SUPPORT	500
ST JOSEPH'S INDIAN SCHOOL 1301 N MAIN STREET CHAMBERLAIN,SD 57325	NONE	PC	GENERAL SUPPORT	50
ST MARGARET HALL 1960 MADISON ROAD CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	5,000
ST MARGRET - ST JOHN PARISH 4100 WATTERSON ST CINCINNATI,OH 45227	NONE	PC	GENERAL SUPPORT	300
ST MARY CHURCH HYDE PARK 2853 ERIE AVENUE CINCINNATI,OH 45208	NONE	PC	GENERAL SUPPORT	5,000
ST PETER IN CHAINS CATHEDRAL 325 W 8TH STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	1,000
Total  3a				1,470,772

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST URSULA HIGH SCHOOL 1339 EAST MCMILLIAN STREET CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	55,000
ST URSULA VILLA 3660 VINEYARD PL CINCINNATI,OH 45226	NONE	PC	GENERAL SUPPORT	25,000
ST XAVIER HIGH SCHOOL 600 W NORTH BEND ROAD CINCINNATI,OH 45224	NONE	PC	GENERAL SUPPORT	10,550
STEPPING STONES INC 1621 THEODORE ST JOLIET,IL 60435	NONE	PC	GENERAL SUPPORT	3,000
STRATEGIES TO END HOMELESSNESS 2368 VICTORY PARKWAY SUITE 600 CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	15,000
SUDAN RELIEF FUND INC 3220 N STREET NW WASHINGTON,DC 20007	NONE	PC	GENERAL SUPPORT	100
TALBERT HOUSE 2600 VICTORY PARKWAY CINCINNATI,OH 45206	NONE	PC	GENERAL SUPPORT	500
TENDER MERCIES INC 27 WEST 12TH STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	250
THE DROP INN CENTER 217 W 12TH STREET CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	250
THE INNOCENCE PROJECT INC 40 WORTH STREET SUITE 701 NEW YORK,NY 10013	NONE	PC	GENERAL SUPPORT	28,000
THE JESUITS OF CHICAGO 2050 N CLARK ST CHICAGO,IL 60614	NONE	PC	GENERAL SUPPORT	1,000
THE SEVEN HILLS SCHOOL 5400 RED BANK ROAD CINCINNATI,OH 45227	NONE	PC	GENERAL SUPPORT	250
UNITED WAY OF GREATER CINCINNATI 2400 READING ROAD CINCINNATI,OH 45202	NONE	PC	GENERAL SUPPORT	10,000
UNIVERSIY OF CINCINNATI FOUNDATION PO BOX 19970 CINCINNATI,OH 45219	NONE	PC	GENERAL SUPPORT	225,000
URBAN APPALACHIAN COUNCIL 2115 WEST 8TH STREET CINCINNATI,OH 45204	NONE	PC	GENERAL SUPPORT	2,000
Total  3a				1,470,772

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
URSULINE ACADEMY 5535 PFEIFFER ROAD CINCINNATI, OH 45242	NONE	PC	GENERAL SUPPORT	6,000
URSULINE EDUCATIONAL SERVICES 2330 VICTORY PARKWAY CINCINNATI, OH 45206	NONE	PC	GENERAL SUPPORT	20,000
URSULINE SISTERS OF CINCINNATI 1339 E MCMILLAN STREET CINCINNATI, OH 45206	NONE	PC	GENERAL SUPPORT	500
URSULINES OF BROWN COUNTY 20860 OHIO 251 FAYETTEVILLE, OH 45118	NONE	PC	GENERAL SUPPORT	2,000
XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI, OH 45207	NONE	PC	GENERAL SUPPORT	205,000
YWCA OF GREATER CINCINNATI INC 898 WALNUT ST CINCINNATI, OH 45201	NONE	PC	GENERAL SUPPORT	500
Total  3a				1,470,772

TY 2013 Accounting Fees Schedule

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC

EIN: 31-1575184

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DELOITTE TAX LLP	9,975	4,988		4,987

**TY 2013 Investments Corporate
Bonds Schedule**

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC
EIN: 31-1575184

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BOND MUTUAL FUNDS	3,561,580	3,781,877

**TY 2013 Investments Corporate
Stock Schedule**

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC
EIN: 31-1575184

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCKS	5,581,575	8,384,281

TY 2013 Investments - Other Schedule

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC

EIN: 31-1575184

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALTERNATIVE INVESTMENTS	AT COST	3,243,936	3,179,543

TY 2013 Other Expenses Schedule

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC
EIN: 31-1575184

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHECKING SERVICES CHARGE	54	54		0
INVESTMENT FEES	58,357	58,357		0
BAY CAPITAL PARTNERS - PORTFOLIO DEDUCTIONS	6,224	6,224		0
KW DISCOVERY LLC - PORTFOLIO DEDUCTIONS	231	231		0
BLACKBOOK - PORTFOLIO DEDUCTIONS	81	81		0
5AM VENTURES - PORTFOLIO DEDUCTIONS	1,668	1,668		0
KW REDHAWK - PORTFOLIO DEDUCTIONS	34	34		0
FT WASHINGTON PRIVATE EQUITY - POTFOLIO DEDUCTIONS	11,426	11,426		0
SOUTHEAST LANDCO - PORTFOLIO DEDUCTIONS	2,906	2,906		0
FT WASHINGTON PRIVATE EQUITY - SECTION 179	41	41		0
LIFFEY THAMES - SECTION 179	5,505	5,505		0
FT WASHINGTON PRIVATE EQUITY - INVESTMENT INTEREST	660	660		0
SOUTHEAST LANDCO - INVESTMENT INTEREST	402	402		0
FT WASHINGTON PRIVATE EQUITY - CONTRIBUTIONS	1	0		1
RD CRIMSTONE LP - CONTRIBUTIONS	540	0		540
FT WASHINGTON PRIVATE EQUITY - SECTION 59 EXPENSE	557	557		0
FT WASHINGTON PRIVATE EQUITY - CREDITS	24	24		0
ADR FEES	212	212		0
OAKTREE CAPITAL GROUP LLC - PORTFOLIO DEDUCTIONS	194	194		0
RD CRIMSTONE LP - CREDITS	1,359	1,359		0
KW DISCOVERY LLC - SECTION 179	5,357	5,357		0
KW DISCOVERY LLC - CONTRIBUTIONS	6	0		6
LIFFEY THAMES - CONTRIBUTIONS	6	0		6
SOUTHEAST LANDCO - CONTRIBUTIONS	1	0		1

TY 2013 Other Income Schedule**Name:** RUTH J & ROBERT A CONWAY FOUNDATION INC**EIN:** 31-1575184

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BAY CAPITAL PARTNERS LP - RENTAL INCOME	5,967	5,967	5,967
ALPINE MOUNTAIN RANCH - ORDINARY INCOME	-34,632	-34,632	-34,632
BLACKBOOK EXPERIENCE MANAGEMENT GROUP LLC - ORDINARY INCOME	-12,098	-12,098	-12,098
LIFFEY THAMES - ORDINARY INCOME	24,100	24,100	24,100
RD CRIMSTONE LP - ORDINARY INCOME	28,295	28,295	28,295
FT WASHINGTON PRIVATE EQUITY - ORDINARY INCOME	745	745	745
FT WASHINGTON PRIVATE EQUITY - ROYALTY INCOME	8	8	8
FT WASHINGTON PRIVATE EQUITY - OTHER INCOME	100	100	100
SOUTHEAST LANDCO - ORDINARY INCOME	-2,325	-2,325	-2,325
UT STARCOM CLASS ACTION	60	60	60
FT WASHINGTON PRIVATE EQUITY	605	0	605
OAKTREE CAPITAL GROUP - OTHER INCOME	112	112	112
KW DISCOVERY LLC - ORDINARY INCOME	23,456	23,456	23,456

TY 2013 Other Increases Schedule

Name: RUTH J & ROBERT A CONWAY FOUNDATION INC

EIN: 31-1575184

Description	Amount
MISCELLANEOUS ADJUSTMENT	3,823

TY 2013 Taxes Schedule**Name:** RUTH J & ROBERT A CONWAY FOUNDATION INC**EIN:** 31-1575184

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF CALIFORNIA	10	0		10
FOREIGN TAXES	6,164	6,164		0
FT WASHINGTON PRIVATE EQUITY - FOREIGN TAXES	187	187		0
FEDERAL 2012 EXTENSION PAYMENT	15,000	0		0
FT WASHINGTON PRIVATE EQUITY - STATE TAXES WITHHELD	24	24		0