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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 GRADISON FOUNDATION		A Employer identification number 31-6032172	
Number and street (or P O box number if mail is not delivered to street address) 301 E FOURTH STREET ROOM/SUITE 3500		B Telephone number (see instructions) (703) 893-2620	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45202		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)▶\$ 1,497,903		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	10	10		
	4 Dividends and interest from securities.	37,243	37,243		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	66,631			
	b Gross sales price for all assets on line 6a 451,860				
	7 Capital gain net income (from Part IV , line 2)		64,186		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	103,884	101,439		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,790			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	14,034	14,034		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,137	154		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	484			284
	24 Total operating and administrative expenses. Add lines 13 through 23	18,445	14,188		284
	25 Contributions, gifts, grants paid	121,825			121,825
	26 Total expenses and disbursements. Add lines 24 and 25	140,270	14,188		122,109
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-36,386			
	b Net investment income (if negative, enter -0-)		87,251		
	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			
	2	Savings and temporary cash investments	61,305	14,262	14,262
	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)	395,533	448,064	773,766
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	651,822	609,945	709,875
	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)	1,108,660	1,072,271	1,497,903	
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	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,108,660	1,072,271	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,108,660	1,072,271	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,108,660	1,072,271	

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	1,108,660
2	Enter amount from Part I, line 27a	2	-36,386
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,072,274
5	Decreases not included in line 2 (itemize) ▶ _____	5	3
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,072,271

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	64,186
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	113,031	1,367,173	0 082675
2011	106,007	1,406,929	0 075346
2010	96,153	1,366,027	0 070389
2009	106,546	1,259,211	0 084613
2008	100,865	1,744,917	0 057805

2	Total of line 1, column (d).	2	0 370828
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 074166
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	1,412,957
5	Multiply line 4 by line 3.	5	104,793
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	873
7	Add lines 5 and 6.	7	105,666
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	122,109

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			
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		1	873
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	
3 Add lines 1 and 2.		3	873
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	873
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	800	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d.		7	800
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 <input type="checkbox"/>		9	73
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

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?		Yes	No
	1a		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>			No
	1b		No
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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 DAVID A GROENKE Telephone no (513) 723-4000 Located at SUITE 3500 301 EAST FOURTH STREET CINCINNATI OH ZIP+4 45202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		
16	At any time during calendar year 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			

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		
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		
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))?

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)?

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?

Yes

No

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

6a

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

Yes

No

b

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

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?

Yes

No

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.

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see 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.		

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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	1,409,570
b	Average of monthly cash balances.	1b	24,904
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,434,474
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,434,474
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	21,517
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,412,957
6	Minimum investment return. Enter 5% of line 5.	6	70,648

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	70,648
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	873
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	873
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	69,775
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	69,775
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	69,775

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	122,109
b	Program-related investments—total from Part IX-B.	1b	
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	122,109
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	873
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	121,236
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				69,775
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	14,127			
b From 2009.	44,450			
c From 2010.	29,674			
d From 2011.	38,087			
e From 2012.	46,272			
f Total of lines 3a through e.	172,610			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 122,109				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				69,775
e Remaining amount distributed out of corpus	52,334			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	224,944			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
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).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	14,127			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	210,817			
10 Analysis of line 9				
a Excess from 2009. . . .	44,450			
b Excess from 2010. . . .	29,674			
c Excess from 2011. . . .	38,087			
d Excess from 2012. . . .	46,272			
e Excess from 2013. . . .	52,334			

Part XIVPrivate 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a	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(j)(3)(B)(iii). . . .				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				

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

WILLIS D GRADISON JR
1031 SAVILE LN
MCLEAN,VA 22101
(703) 893-2620

b

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

NONE

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

NONE

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	121,825
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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)
CENTURYLINK, 410 SHARES	P	2011-09-26	2013-02-15
VERIZON, 400 SHARES	P	2010-11-29	2013-02-13
DODGE & COX, 1,777 51 SHARES	P	2010-06-28	2013-11-29
FIRST TRUST ENERGY INC & GRWTH, ROC	P	2011-02-18	2013-12-31
DODGE & COX, 2,050 147 SHS	P	2012-03-30	2013-11-29
DODGE & COX, 3,010 753 SHS	P	2012-10-31	2013-11-29
HELMERICH & PAYNE, 175 SHARES	P	2004-10-25	2013-11-08
ING GLOBAL BOND FD, 7,862 652 SHARES	P	2011-11-28	2013-11-29
ISHARES MSCI EAFE ETF, 1,155 SHARES	P	2011-06-30	2013-07-12
KEYCORP, 1,155 SHARES	D	1949-01-01	2013-11-18
LOWES COMPANIES, 415 SHARES	P	2008-03-31	2013-11-08
MCDONALDS CORP, 75 SHARES	P	2009-04-27	2013-11-14
PERMANENT PORTFOLIO FUND, 586 472 SH	P	2011-06-30	2013-11-11
POWERSHARES GLOBAL ETF, 400 SHS	P	2007-09-27	2013-07-12
PROCTER & GAMBLE, 180 SHARES	P	2005-06-07	2013-11-14
UNITED TECHNOLOGIES, 300 SHARES	P	2002-03-27	2013-11-18
VANGUARD ST INV GRADE, 1,395 349 SHS	P	2010-09-30	2013-10-29








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)
13,530		13,825	-295
17,719		12,768	4,951
24,263		23,428	835
286		286	
27,985		27,800	185
41,097		42,000	-903
13,645		2,365	11,280
85,231		90,096	-4,865
69,068		69,473	-405
14,732		288	14,444
21,108		9,346	11,762
7,295		4,105	3,190
27,957		28,276	-319
7,866		10,204	-2,338
15,143		10,584	4,559
32,706		11,140	21,566
24,542		24,807	-265


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	
			-295
			4,951
			835
			185
			-903
			11,280
			-4,865
			-405
			14,444
			11,762
			3,190
			-319
			-2,338
			4,559
			21,566
			-265


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
WILLIS D GRADISON JR  1031 SAVILE LN MCLEAN,VA 22101	PRES & TREA 0 10	0	0	0
JOAN GRADISON COE  490 PLEASANT STREET BELMONT,MA 02478	VICE PRES 0 10	0	0	0
MARGARET GRADISON  4717 TAPROOT LANE DURHAM,NC 27705	V P AND SEC 0 10	0	0	0
WENDY GRADISON  1408 WHITLEY DRIVE VIENNA,VA 22182	VICE PRES 0 10	0	0	0
ROBIN GRADISON  1726 N WAYNE STREET ARLINGTON,VA 22201	VICE PRES 0 10	0	0	0
BETH LYON  423 BROOKHURST AVENUE NARBERTH,PA 19072	VICE PRES 0 10	0	0	0
CARI GRADISON  1031 SAVILE LANE MCLEAN,VA 22101	VICE PRES 0 10	0	0	0

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				
APPALACHIAN STATE UNIVERSITY PO BOX 32007 BOONE,NC 28608	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	600
POTOMAC APPALACHIAN TRAIL CLUB 118 PARK STREET SE VIENNA,VA 221804609	NONE	501(C)(3)	TRAIL & TRAIL HANDS FUND	400
APPALACHIAN TRAIL CONSERVANCY 799 WASHINGTON STREET HARPERS FERRY,WV 254250807	NONE	501(C)(3)	PRESERVE AND MANAGE TRAILS	400
ARLINGTON ACADEMY OF HOPE PO BOX 7694 ARLINGTON,VA 22207	NONE	501(C)(3)	HELP CHILDREN IN RURAL UGANDA	200
ASPCA 424 E 92ND STREET NEWYORK,NY 101286804	NONE	501(C)(3)	STOP CRUELTY TOWARDS ANIMALS	50
BAZELON CENTER FOR MENTAL HEALTH LA 1101 15TH STREET NW SUITE 1212 WASHINGTON,DC 20005	NONE	501(C)(3)	LEGAL ASSISTANCE	100
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02453	NONE	501(C)(3)	EDUCATIONAL	2,500
CAMBRIDGE CENTER FOR ADULT EDUC 42 BRATTLE STREET CAMBRIDGE,MA 02138	NONE	501(C)(3)	EDUCATIONAL	250
CAPITAL AREA FOOD BANK 4900 PUERTO RICO AVE NE WASHINGTON,DC 20017	NONE	501(C)(3)	SOLVE HUNGER	250
CHECKBOOK CENTER FOR STUDY OF SVCS 1625 K STREET NW WASHINGTON,DC 20006	NONE	501(C)(3)	DEVELOP QUALITY REPORTING SYSTEM	50
CINCINNATI MAY FESTIVAL 1241 ELM STREET CINCINNATI,OH 452027531	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	100
CINCINNATI NATURE CENTER 6926 GAYNOR ROAD GOSHEN,OH 45122	NONE	501(C)(3)	NATURE EDUCATION	1,000
CINCINNATI PUBLIC SCHOOLS PO BOX 5381 CINCINNATI,OH 452015381	NONE	501(C)(3)	PROJECT CONNECT	1,000
CLAUDE MOORE COLONIAL FARM 6310 GEORGETOWN PIKE MCLEAN,VA 22101	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	100
DUKE UNIVERSITY 2138 CAMPUS DRIVE DURHAM,NC 27708	NONE	501(C)(3)	EDUCATIONAL	1,000
Total  3a				121,825


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				
DUKE UNIVERSITY 2138 CAMPUS DRIVE DURHAM,NC 27708	NONE	501(C)(3)	SUMMER INTERNSHIP FUND	100
FAIRFAX LIBRARY FOUNDATION 12000 GOVERNMENT CTR PKWY FAIRFAX,VA 22035	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	100
FAIRFAX LIBRARY FOUNDATION 12000 GOVERNMENT CTR PKWY FAIRFAX,VA 22035	NONE	501(C)(3)	GENERAL OPERATIONS	200
FEDERAL EDUC & ASSISTANCE FUND 3333 S WADSWORTH BLVD SUITE 300 LAKEWOOD,CO 802275142	NONE	501(C)(3)	SCHOLARSHIP PROGRAM	2,000
FOOD & FRIENDS 219 RIGGS ROAD NE WASHINGTON,DC 20011	NONE	501(C)(3)	PROVIDE MEALS & COUNCELING FOR HIV	250
FRIENDS OF THE SMOKIES PO BOX 1660 KODAK,TN 377647660	NONE	501(C)(3)	TRAILS FOREVER FUND	400
GEORGETOWN DAY SCHOOL 4530 MACARTHUR BLVD NW WASHINGTON,DC 20007	NONE	501(C)(3)	EDUCATIONAL - PK-12	200
GERMAN SHEPHERD RESCUE 2020 PENNSYLVINIA AVE NW WASHINGTON,DC 20006	NONE	501(C)(3)	RESCUE AND ADOPTION	1,000
GWU LAW SCHOOL 2000 H STREET NW WASHINGTON,DC 20052	NONE	501(C)(3)	EDUCATIONAL	500
HARVARD CLUB OF NEW YORK 35 WEST 44TH STREET NEW YORK,NY 10036	NONE	501(C)(3)	SCHOLARSHIP PROGRAM	300
HAYWOOD COUNTY RESUE SQUAD PO BOX 1275 CANTON,NC 28716	NONE	501(C)(3)	HEALTH CARE	100
HEALTHCARE CONNECTION 1401 STEFFEN AVENUE CINCINNATI,OH 45215	NONE	501(C)(3)	HEALTH CARE - LOW INCOME	1,000
HEARING SPEECH & DEAF CTR 2825 BURNETT AVENUE CINCINNATI,OH 45219	NONE	501(C)(3)	HEALTH CARE	200
HEIFER INTERNATIONAL 1 WORLD AVE LITTLE ROCK,AR 72202	NONE	501(C)(3)	FIGHT HUNGER	500
HUMANE SOCIETY OF FAIRFAX CO 4057 CHAIN BRIDGE ROAD FAIRFAX,VA 22030	NONE	501(C)(3)	RESUE AND PROTECT ANIMALS	25
Total  3a				121,825


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				
JEWISH COUNCIL FOR THE AGING 11820 PARKLAWN DRIVE SUITE 200 ROCKVILLE,MD 20852	NONE	501(C)(3)	SOCIAL SERVICES	250
JEWISH FEDERATION OF GR WASHINGTON 1720 I STREET NW WASHINGTON,DC 20006	NONE	501(C)(3)	RELIGIOUS - GENERAL OPERATIONS	1,800
JEWISH FEDERATION OF CINC DEPT 865 CINCINNATI,OH 452690865	NONE	501(C)(3)	RELIGIOUS - GENERAL OPERATIONS	1,500
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	501(C)(3)	ART REACH	500
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	501(C)(3)	ORCHESTRAL PROGRAMMING	1,000
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	501(C)(3)	OVATION SOCIETY	1,000
KELLY-CAROL FOUNDATION FOR CHILDREN WITH CANCER 301 EAST FOURTH STREET SUITE 3500 CINCINNATI,OH 45202	NONE	501(C)(3)	HEALTH CARE	500
LEAF INTERNATIONAL PO BOX 911 INDEPENCE,KY 410510911	NONE	501(C)(3)	SOCIAL SERVICES	10,000
MCLEAN PROJECT FOR THE ARTS 1234 INGLESIDE AVE MCLEAN,VA 22101	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	100
NATIONAL CAMPS FOR BLIND CHILDREN PO BOX 6097 LINCOLN,NE 685060097	NONE	501(C)(3)	SOCIAL SERVICES	250
NARAL PRO-CHOICE AMERICA 1156 15TH STREET NW WASHINGTON,DC 20005	NONE	501(C)(3)	SOCIAL JUSTICE	500
MEDIC ALERT FOUNDATION 2323 COLORADO AVE TURLOCK,CA 95382	NONE	501(C)(3)	HEALTH CARE	5,000
LIONHEART FOUNDATION PO BOX 194 BACK BAY BOSTON,MA 02117	NONE	501(C)(3)	SOCIAL SERVICES	500
NAT'L ACADEMY OF SOCIAL INSURANCE 1776 MASSACHUSETTS AVE NW SUITE 400 WASHINGTON,DC 20036	NONE	501(C)(3)	EDUCATIONAL - SOCIAL INSURANCE	250
NAT'L ACADEMY OF SOCIAL INSURANCE 1776 MASSACHUSETTS AVE NW SUITE 400 WASHINGTON,DC 20036	NONE	501(C)(3)	EDUCATIONAL - SOCIAL INSURANCE	200
Total ▶ 3a				121,825


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				
NATIONAL GARDENING ASSOC 1100 DORSET STREET SOUTH BURLINGTON,VT 05403	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	250
NETWORK FOR REPRODUCTIVE OPTIONS PO BOX 10894 EUGENE,OR 974402894	NONE	501(C)(3)	HEALTH CARE	3,500
NORTHWEST WORKERS' JUSTICE PROJECT 917 SWOAK ST SUITE 412 PORTLAND,OR 97205	NONE	501(C)(3)	SOCIAL JUSTICE - NEED FUND	1,500
OPERA LAFAYETTE 10 FOURTH ST NE WASHINGTON,DC 20002	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	20,000
OPERA LAFAYETTE 10 FOURTH ST NE WASHINGTON,DC 20002	NONE	501(C)(3)	2014 GRAND VOYAGE	6,000
OPERA LAFAYETTE 10 FOURTH ST NE WASHINGTON,DC 20002	NONE	501(C)(3)	GENERAL OPERATIONS	4,500
OPERA LAFAYETTE 10 FOURTH ST NE WASHINGTON,DC 20002	NONE	501(C)(3)	GENERAL OPERATIONS	750
OUTDOOR MISSION CAMPS 2514 FIE TOP ROAD MAGGIE VALLEY,NC 28751	NONE	501(C)(3)	RELIGIOUS - GENERAL OPERATIONS	500
PARKMONT SCHOOL 4842 SIXTEENTH ST NW WASHINGTON,DC 20011	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	15,000
PARKMONT SCHOOL 4842 SIXTEENTH ST NW WASHINGTON,DC 20011	NONE	501(C)(3)	POETRY FESTIVAL	250
PLANNED PARENTHOOD OF CENTRAL NORTH CAROLINA PO BOX 3258 CHAPEL HILL,NC 27515	NONE	501(C)(3)	HEALTH CARE	1,500
PROJECT HEALING WATERS PO BOX 695 LAPLATA,MD 20646	NONE	501(C)(3)	REHABILITATION OF DISABLED VETS	100
PRS INC 500/510 WANNANDALE RD FALLS CHURCH,VA 22046	NONE	501(C)(3)	SOCIAL SERVICES	1,500
PRS INC 500/510 WANNANDALE RD FALLS CHURCH,VA 22046	NONE	501(C)(3)	MEMORIAL FUND	10,000
PRS INC 500/510 WANNANDALE RD FALLS CHURCH,VA 22046	NONE	501(C)(3)	50TH ANNIVERSARY DINNER	300
Total  3a				121,825

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				
PRS INC 500/510 WANNANDALE RD FALLS CHURCH,VA 22046	NONE	501(C)(3)	SOCIAL SERVICES	2,400
PRS INC 500/510 WANNANDALE RD FALLS CHURCH,VA 22046	NONE	501(C)(3)	SOCIAL SERVICES	1,500
RALPH LOWELL SOCIETY WGBH PO BOX 55875 BOSTON,MA 022058264	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	1,500
SEA RANCH CHAPEL PO BOX 259 THE SEA RANCH,CA 95497	NONE	501(C)(3)	SOCIAL SERVICES	100
SENIOR PHARMASSIST 406 RIGSBEE AVE 210 DURHAM,NC 27701	NONE	501(C)(3)	HEALTH CARE	1,000
SEVEN HILLS SCHOOL 5400 RED BANK ROAD CINCINNATI,OH 45227	NONE	501(C)(3)	EDUCATION	100
ST JOSEPH'S INDIAN SCHOOL 1301 NORTH MAIN STREET CHAMBERLIN,SD 57326	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	1,000
HAYWOOD ARTS REGIONAL THEATER PO BOX 1024 WAYNESVILLE,NC 28786	NONE	501(C)(3)	STAGE II BUILDING FUND	2,500
TREGORON CONSERVANCY PO BOX 11351 WASHINGTON,DC 20008	NONE	501(C)(3)	RESTORATION OF HISTORIC LANDSCAPE	100
TULANE UNIVERSITY PO BOX 61075 NEWORLEANS,LA 701619986	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	500
UNIVERSITY OF CINCINNATI 2600 CLIFTON AVENUE CINCINNATI,OH 45220	NONE	501(C)(3)	E & V RUEHLMANN SCHOLARSHIP FUND	1,000
UNIVERSITY OF CINCINNATI 2600 CLIFTON AVENUE CINCINNATI,OH 45220	NONE	501(C)(3)	COLLEGE OF MEDICINE - GASTON SCHOLAR	1,000
US NATIONAL ARBORETUM 3501 NEWYORK AVE NE WASHINGTON,DC 200021958	NONE	501(C)(3)	RESEARCH AND EDUCATION - GENERAL OP	100
VASSAR 124 RAYMOND AVE BOX 12 POUGHKEEPSIE,NY 12604	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	1,000
VISIONS COMMUNITY SERVICES 5190 CLEVELAND ST VIRGINIA BEACH,VA 23462	NONE	501(C)(3)	MARCIA SIMMONS SCHOLARSHIP FUND	500
Total  3a				121,825

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>				
WALNUT HILLS HS ALUMNI ASS'N 3250 VICTORY PARKWAY CINCINNATI, OH 45207	NONE	501(C)(3)	ALUMNI FUND	250
WETA FM RADIO 3939 CAMPBELL AVE ARLINGTON, VA 22206	NONE	501(C)(3)	PUBLIC RADIO - GENERAL OPERATIONS	500
WILLIAMS COLLEGE 75 PARK STREET WILIAMSTOWN, MA 01267	NONE	501(C)(3)	EDUCATIONAL - GENERAL OPERATIONS	300
WNCW 887 PO BOX 804 SPINDALE, NC 28160	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	2,000
WOLF TRAP FOUNDATION FOR THE PERFORMING ARTS 1645 TRAP ROAD VIENNA, VA 22182	NONE	501(C)(3)	CULTURAL - GENERAL OPERATIONS	600
Total  3a				121,825

TY 2013 Compensation Explanation

Name: GRADISON FOUNDATION

EIN: 31-6032172

Person Name	Explanation
WILLIS D GRADISON JR	
JOAN GRADISON COE	
MARGARET GRADISON	
WENDY GRADISON	
ROBIN GRADISON	
BETH LYON	
CARI GRADISON	

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: GRADISON FOUNDATION

EIN: 31-6032172

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
POWERSHARES GLOBAL ETF, 350 SHS	2009-04	PURCHASE	2013-07		6,883	4,438			2,445	

TY 2013 Investments Corporate
Stock Schedule

Name: GRADISON FOUNDATION
EIN: 31-6032172

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE, 360 SHARES	9,936	19,012
ABBOTT LABORATORIES, 360 SHARES	9,162	13,799
APPLE, INC., 25 SHARES	14,797	14,026
AUTOMATIC DATA PROCESSING, 335 SHARE	16,396	27,068
CVS CAREMARK, 320 SHARES	20,902	22,902
CENTURYLINK, 410 SHARES		
CHEVRON CORP, 185 SHARES	7,046	23,108
CONSOLIDATED EDISON, 400 SHARES	18,211	22,112
ECOLAB, 275 SHARES	13,567	28,674
EMERSON ELECTRIC CO, 405 SHARES	8,309	28,423
EXXON MOBIL CORP, 235 SHARES	10,548	23,782
HELMRICH & PAYNE INC, 300 SHARES	4,053	
HELMERICH & PAYNE INC., 175 SHARES		25,224
IBM, 125 SHARES	13,510	23,446
INTEL CORP, 650 SHARES	13,110	16,871
JOHNSON & JOHNSON, 330 SHARES	15,968	30,225
JOHNSON CONTROLS, 430 SHARES	21,162	22,059
KEYCORP NEW, 3,350 SHARES	837	44,957
KEYCORP NEW, 1,150 SHARES		
LOWES COMPANIES, 405 SHARES	9,120	20,068
LOWES COMPANIES, 415 SHARES		
MCDONALD'S CORP, 225 SHARES	12,314	21,832
MCDONALD'S CORP, 75 SHARES		
MICROSOFT CORPORATION, 750 SHARES	20,468	28,058
NOVARTIS AG, 425 SHARES	15,677	34,162
PEPSICO, 300 SHARES	14,823	24,882
PROCTER & GAMBLE, 220 SHARES	12,937	17,910
PROCTER & GAMBLE, 180 SHARES		
SCHLUMBERGER LTD, 215 SHARES	19,741	19,374
SOUTHERN COMPANY, 380 SHARES	16,294	15,622

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR GOLD TRUST, 75 SHARES	6,848	8,709
SYSCO CORP, 700 SHARES	18,871	25,270
3M COMPANY, 150 SHARES	19,497	21,037
UNION PACIFIC, 150 SHARES	14,539	25,200
UNITED PARCEL SERVICE, 200 SHARES	20,250	21,016
U.S. BANCORP DELAWARE, 800 SHARES	14,583	32,320
UNITED TECHNOLOGIES, 300 SHARES		
VERIZON COMMUNICATIONS, 400 SHARES		
VODAFONE, 575 SHARES	15,400	22,603
WALMART STORES, 275 SHARES	16,866	21,640
WELLS FARGO & CO, 625 SHARES	2,322	28,375

TY 2013 Investments - Other Schedule**Name:** GRADISON FOUNDATION**EIN:** 31-6032172

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX, 10,783.268 SHARES	AT COST	51,572	53,374
DODGE & COX, 6,838.41			
FEDERATED ST INCOME, 9,378.14 SHARES	AT COST	80,558	80,371
FIRST TRUST ENERGY INC & GR, 250 SHS	AT COST	6,825	8,070
HENDERSON GLOBAL EQUITY, 6,694.755	AT COST	46,660	56,303
ING MUTUAL FDS GLOBAL BD, 7,566.137	AT COST		
ISHARES TRUST MSCI EAFE, 1,155.000	AT COST		
ISHARES TRUST MSCI EMERG. 930 SHS			
ISHARES S&P SMALLCAP 600, 1,000.00	AT COST	60,370	109,130
LOOMIS SAYLES BOND FD, 3,550.033	AT COST	54,026	53,819
PERMANENT PORTFOLIO FUND, 586.472	AT COST		
PIMCO FUNDS REAL RETURN, 2,337.662			
POWERSHARES GLOBAL ETF TR, 750.000	AT COST		
SECTOR SPDR TR SBI TECH, 650.000	AT COST	15,015	23,231
SPDR S&P MIDCAP 400 ETF, 317.000	AT COST	50,886	77,411
TEMPLETON GLOBAL BD ADV, 4,135.459	AT COST	53,844	54,133
VANGUARD FIXED INCOME ST, 2,282.144			
VANGUARD FIXED INCOME ST, 7,502.527	AT COST	80,193	80,277
VANGUARD FTSE DEVELOPED MKTS, 1860	AT COST	69,099	77,525
WISDOMTREE EMERG MKTS EQ, 710 SHS	AT COST	40,897	36,231

TY 2013 Legal Fees Schedule

Name: GRADISON FOUNDATION

EIN: 31-6032172

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VORYS, SATER, SEYMOUR & PEASE LL	2,790			

TY 2013 Other Decreases Schedule

Name: GRADISON FOUNDATION

EIN: 31-6032172

Description	Amount
ROUNDING	3

TY 2013 Other Expenses Schedule**Name:** GRADISON FOUNDATION**EIN:** 31-6032172

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FILING FEE - ATTORNEY GENERAL	200			
CT CORPORATION	284			284

TY 2013 Other Professional Fees Schedule

Name: GRADISON FOUNDATION

EIN: 31-6032172

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	14,034	14,034		

TY 2013 Taxes Schedule

Name: GRADISON FOUNDATION

EIN: 31-6032172

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	983			
FOREIGN TAX WITHHELD	154	154		