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## Return of Private Foundation

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>WODECROFT FOUNDATION</b>		A Employer identification number <b>31-6047601</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>255 EAST FIFTH STREET</b>	Room/suite <b>1900</b>	B Telephone number <b>513-977-8236</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CINCINNATI, OH 45202</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		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) \$ <b>17,887,005.</b> (Part I, column (d) must be on cash basis)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		447,676.	447,676.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		693,643.			
b Gross sales price for all assets on line 6a <b>2,132,932.</b>					
7 Capital gain net income (from Part IV, line 2)			693,643.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		1,141,319.	1,141,319.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages			240.		
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		235.	235.		0.
c Other professional fees STMT 3		64,394.	64,394.		0.
17 Interest					
18 Taxes STMT 4		7,892.	7,892.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		200.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		72,721.	72,521.		0.
25 Contributions, gifts, grants paid		710,000.			710,000.
26 Total expenses and disbursements. Add lines 24 and 25		782,721.	72,521.		710,000.
27 Subtract line 26 from line 12		358,598.			
a Excess of revenue over expenses and disbursements			1,068,798.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	242,122.	221,505.	221,505.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 6	9,004,572.	9,386,243.	17,665,500.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	9,246,694.	9,607,748.	17,887,005.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	9,246,694.	9,607,748.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	9,246,694.	9,607,748.	
	31 Total liabilities and net assets/fund balances	9,246,694.	9,607,748.	

**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	9,246,694.
2 Enter amount from Part I, line 27a	2	358,598.
3 Other increases not included in line 2 (itemize) ▶ MISCELLANEOUS	3	2,456.
4 Add lines 1, 2, and 3	4	9,607,748.
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	9,607,748.

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**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				
b SEE ATTACHED STATEMENTS				
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				
b				
c				
d				
e 2,132,932.		1,439,755.	693,643.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			693,643.	
2 Capital gain net income or (net capital loss)		2		693,643.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3		N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	660,000.	14,275,597.	.046233
2011	600,000.	13,367,692.	.044884
2010	541,000.	12,298,813.	.043988
2009	716,312.	11,084,633.	.064622
2008	757,037.	14,454,976.	.052372
2 Total of line 1, column (d)			.252099
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			.050420
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			16,202,378.
5 Multiply line 4 by line 3			816,924.
6 Enter 1% of net investment income (1% of Part I, line 27b)			10,688.
7 Add lines 5 and 6			827,612.
8 Enter qualifying distributions from Part XII, line 4			710,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	21,376.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	21,376.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	21,376.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	25,478.	
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	25,478.	
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	4,102.	
11 Enter the amount of line 10 to be credited to 2014 estimated tax	11	4,102.	Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► J. MICHAEL COONEY, ESQ. Located at ► 255 E. 5TH ST., SUITE 1900, CINCINNATI, OH	Telephone no	► 513-977-8236	
		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	N/A	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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 X
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 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.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
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 X

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**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)?

☐ 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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J. MICHAEL COONEY 255 E. FIFTH STREET, SUITE 1900 CINCINNATI, OH 45202	TRUSTEE 1.00	0.	0.	0.
CECILE DRACKETT ALLYN 4275 WILLOW HILLS LANE CINCINNATI, OH 45243	TRUSTEE 1.00	0.	0.	0.
WILLIAM BAHL 212 E. THIRD STREET, SUITE 300 CINCINNATI, OH 45202	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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**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	16,071,554.
b	Average of monthly cash balances	1b	377,561.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	16,449,115.
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	16,449,115.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	246,737.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,202,378.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	810,119.

**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	810,119.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	21,376.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	21,376.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	788,743.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	788,743.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	788,743.

**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	710,000.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	710,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	710,000.

**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.

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

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				788,743.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			697,061.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 710,000.				
<b>a</b> Applied to 2012, but not more than line 2a			697,061.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				12,939.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				775,804.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

**b 85% of line 2a**

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

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

**e Qualifying distributions made directly for active conduct of exempt activities**

Subtract line 2d from line 2c

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

(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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 7

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

**c Any submission deadlines**

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

**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				
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH 1150 SEVENTEENTH STREET NW WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
AMERICAN LEGISLATIVE EXCHANGE COUNCIL 1101 VERMONT AVENUE, NW 11TH FLOOR WASHINGTON, DC 20005	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
AMERICANS FOR PROSPERITY FOUNDATION 2111 WILSON BOULEVARD, SUITE 350 ARLINGTON, VA 22201	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
ANIMAL SHELTER OF THE WOOD RIVER VALLEY P.O. BOX 1496 HAILEY, ID 83333	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
BLAINE COUNTY RECREATION DISTRICT 1050 FOX ACRES ROAD, ROOM 100 HAILEY, ID 83333-8445	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	710,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.



## Part XVII


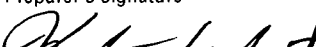
## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	<b>1a(1)</b>	X
	(2) Other assets	<b>1a(2)</b>	X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	X
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	X
	(4) Reimbursement arrangements	<b>1b(4)</b>	X
	(5) Loans or loan guarantees	<b>1b(5)</b>	X
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	X
<b>d</b>	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.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		5/8/14 Date			TRUSTEE Title	
Paid Preparer Use Only	Print/Type preparer's name Kristin Lenhart		Preparer's signature 		Date 5/8/14	Check <input type="checkbox"/> if self-employed	PTIN P01394886
	Firm's name ▶ DINSMORE & SHOHL LLP					Firm's EIN ▶ 31-0263070	
	Firm's address ▶ 1900 CHEMED CENTER, 255 E. 5TH ST. CINCINNATI, OH 45202					Phone no.	

**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	100 SHARES OF DIGITAL REALTY TR INC.	P	05/29/13	11/05/13
b	2000 SHARES OF NATIONAL-OILWELL INC	P	06/19/12	05/29/13
c	1000 SHARES OF ABBVIE INC.	P	04/11/96	05/29/13
d	5000 SHARES OF DIGITAL REALTY TR INC	P	07/21/11	11/05/13
e	2000 SHARES OF ILLINOIS TOOL WKS INC.	P	03/09/99	05/29/13
f	1000 SHARES OF INTERNATIONAL BUSINESS MACHINES	P	06/17/08	05/29/13
g	1000 SHARES OF JOHNSON AND JOHNSON	P	03/09/99	05/29/13
h	2000 SHARES OF JOHNSON AND JOHNSON	P	02/13/04	05/29/13
i	1000 SHARES OF LOWES CO.	P	09/06/00	05/29/13
j	1500 SHARES OF NOVARTIS AG-ADR	P	06/12/07	05/29/13
k	3000 SHARES OF PROCTER AND GAMBLE CO.	P	03/08/96	05/29/13
l	16000 SHARES OF RPM INC OHIO	P	05/12/10	05/29/13
m	4000 SHARES OF RPM INC OHIO	P	07/21/11	05/29/13
n	1000 SHARES OF VERISON COMMUNICATIONS COM	P	07/21/11	05/29/13
o	UNRECAPTURED 1250 GAIN FROM 5/3	P	VARIOUS	VARIOUS

(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 4,789.		6,039.	<1,250.>
b 142,466.		133,679.	8,787.
c 43,910.		10,561.	33,349.
d 239,468.		315,980.	<76,512.>
e 140,095.		67,070.	73,025.
f 206,252.		125,026.	81,226.
g 85,359.		44,441.	40,918.
h 170,718.		108,720.	61,998.
i 42,465.		11,908.	30,557.
j 108,286.		81,987.	26,299.
k 236,733.		64,255.	172,478.
l 527,770.		341,619.	186,151.
m 131,943.		90,764.	41,179.
n 49,267.		37,706.	11,561.
o			466.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,250.>
b			8,787.
c			33,349.
d			<76,512.>
e			73,025.
f			81,226.
g			40,918.
h			61,998.
i			30,557.
j			26,299.
k			172,478.
l			186,151.
m			41,179.
n			11,561.
o			466.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a CAPITAL GAINS DIVIDENDS</b>				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,411.			3,411.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			3,411.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	693,643.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	N/A



**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMP JOY 10117 OLD 3-C HIGHWAY; P.O. BOX 157 CLARKSVILLE, OH 45113	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
CAMP RAINBOW GOLD 2676 SOUTH VISTA AVENUE BOISE, ID 83705	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVENUE NEW WASHINGTON, DC 20001	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
CHILDREN'S HOSPITAL MEDICAL CENTER ELLAND AND BETHESDA AVENUES CINCINNATI, OH 45229	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
CHRIST CHURCH CATHEDRAL 4TH AND SYCAMORE STREETS CINCINNATI, OH 45202	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	50,000.
CHRIST HOSPITAL FOUNDATION 635 EDEN PARK DRIVE, BALDWIN 200, SUITE 150 CINCINNATI, OH 45202	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
CINCINNATI MUSEUM CENTER UNION TERMINAL, 1301 WESTERN AVENUE CINCINNATI, OH 45203	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	8,000.
COLD SPRING HARBOR LABORATORY 1 BUNGTOWN ROAD COLD SPRING HARBOR, NY 11724	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	90,000.
COMPETITIVE ENTERPRISES INSTITUTE 1899 L STREET, NW 12TH FLOOR WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
DEXTER SCHOOL 20 NEWTOWN STREET BROOKLINE, MA 02445-7498	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
Total from continuation sheets				687,000.

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAGLEBROOK SCHOOL 271 PINE NOOK ROAD, P.O. BOX 7 DEERFIELD, MA 01342	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	10,000.
FOUNTAIN HOUSE 425 WEST 47TH STREET NEW YORK, NY 10036	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	8,000.
FREEDOM WORKS FOUNDATION 400 NORTH CAPITAL STREET NW, SUITE 765 WASHINGTON, DC 20001	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	3,000.
GREATER CINCINNATI ARTS AND EDUCATION CENTER 108 WEST CENTRAL PARKWAY CINCINNATI, OH 45202	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	200,000.
HARBOR HOUSE 12 BASSETT STREET PROVIDENCE, RI 02903	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
HIGHER GROUND SUN VALLEY P.O. BOX 6791 KETCHUM, ID 83340-6791	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
HOBE SOUND COMMUNITY CHEST INC. P.O. BOX 511 HOBE SOUND, FL 33475-0511	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	6,000.
HOSPICE AND PALLIATIVE CARE OF THE WOOD RIVER VALLEY P.O. BOX 4320 KETCHUM, ID 83340-4320	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
INSTITUTE FOR JUSTICE 901 NORTH GLEBE ROAD, SUITE 900 ARLINGTON, VA 22203	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,500.
LITTLE COMPTON COMMUNITY CENTER P.O. BOX 926 LITTLE COMPTON, RI 02837	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,000.
Total from continuation sheets				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LIVING WITH WOLVES P.O. BOX 896 SUN VALLEY, ID 83353	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	3,000.
LOVELANE THERAPEUTIC RIDING 40 BAKER BRIDGE ROAD LINCOLN, MA 01773	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK 521 W. 57TH STREET, 4TH FLOOR NEW YORK, NY 10019	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	3,000.
NANTUCKET CONSERVATION FOUNDATION P.O. BOX 13 NANTUCKET, MA 02554	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	10,000.
NATIONAL LEGAL AND POLICY CENTER 107 PARK WASHINGTON COURT FALLS CHURCH, VA 22046	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
NATIONAL ROWING FOUNDATION 67 MYSTIC ROAD N. STONINGTON, CT 06359	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,500.
NEW YORK STATE OF THE SOCIETY OF THE CINCINNATI 2118 MASSACHUSETTS AVE. WASHINGTON, DC 20008	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,000.
ORCAS ISLAND CHAMBER MUSIC FESTIVAL P.O. BOX 646 EASTSOUND, WA 98245	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
PAN-MASS CHALLENGE 77 FOURTH AVENUE DEDHAM, MA 02494	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
PLAYWORKS EDUCATION ENERGIZED 517 4TH STREET OAKLAND, CA 94607-3533	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
Total from continuation sheets				

**Part XV** **Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RHODE ISLAND CENTER FOR FREEDOM AND PROSPERITY P.O. BOX 10069 CRANSTON, RI 02910	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
SEATTLE ACADEMY OF ARTS AND SCIENCES 1201 EAST UNION STREET SEATTLE, WA 98122	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
ST. GEORGE'S SCHOOL P.O. BOX 1910 NEWPORT, RI 02840	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
ST. LUKE'S WOOD RIVER FOUNDATION P.O. BOX 7005 KETCHUM, ID 83340-7005	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	15,000.
STATE POLICY NETWORK 2020 NORTH FOURTEENTH STREET, SUITE 250 ARLINGTON, VA 22201	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	1,000.
SUN VALLEY CENTER FOR THE ARTS P.O. BOX 656 SUN VALLEY, ID 83353-0656	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	10,000.
SUN VALLEY SUMMER SYMPHONY P.O. BOX 1914 SUN VALLEY, ID 83353-1914	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	50,000.
SWIFTSURE RANCH 114 CALYPSO LANE BELLEVUE, ID 83333	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
TAFT MUSEUM 316 PIKE STREET CINCINNATI, OH 45202	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	10,000.
THE ADVOCATES P.O. BOX 3216 HAILEY, ID 83333-3216	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	3,000.
Total from continuation sheets				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE BROAD INSTITUTE OF HARVARD AND MIT 415 MAIN STREET, ROOM 5003A CAMBRIDGE, MA 02142	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	20,000.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE NE WASHINGTON, DC 20002	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,500.
THE HOLLAND SOCIETY OF NY 20 W. 44TH STREET, 9TH FLOOR NEW YORK, NY 10036	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,000.
THE HUNGER COALITION 212 HONEYSUCKLE STREET BELLEVUE, ID 83313	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
THE NATURE CONSERVANCY, IDAHO FIELD OFFICE 116 FIRST AVENUE NORTH HAILEY, ID 83333-8411	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	2,000.
THE RIVERS SCHOOL 333 WINTER STREET WESTON, MA 02493	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	6,000.
THE WESTON EDUCATION ENRICHMENT FUND 89 WELLESLEY STREET WESTON, MA 02493	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	7,500.
TRINITY-PAWLING SCHOOL 700 ROUTE 22 PAWLING, NY 12564	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	10,000.
UNIVERSITY OF WASHINGTON 3910 MONTLAKE BLVD. NE SEATTLE, WA 98195	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	5,000.
WOOD RIVER COMMUNITY YMCA P.O. BOX 6801, 101 SADDLE ROAD KETCHUM, ID 83340	NONE	501(C)(3) PUBLIC CHARITY	CHARITABLE SUPPORT	20,000.
Total from continuation sheets				

### 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
FIFTH THIRD BANK (FOREIGN DIVIDENDS)	74,364.	0.	74,364.	74,364.		
FIFTH THIRD BANK (INTEREST REPORTED AS DIVIDENDS)	20.	0.	20.	20.		
FIFTH THIRD BANK (US DIVIDENDS)	376,703.	3,411.	373,292.	373,292.		
TO PART I, LINE 4	451,087.	3,411.	447,676.	447,676.		

FORM 990-PF	ACCOUNTING FEES				STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FIFTH THIRD BANK	235.	235.		0.		
TO FORM 990-PF, PG 1, LN 16B	235.	235.		0.		

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
TRUSTEE FEE - FIFTH THIRD BANK	32,632.	32,632.		0.		
ADMINISTRATIVE EXPENSES - BAHL & GAYNOR	31,762.	31,762.		0.		
TO FORM 990-PF, PG 1, LN 16C	64,394.	64,394.		0.		

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	7,892.	7,892.			0.
TO FORM 990-PF, PG 1, LN 18	7,892.	7,892.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEE- STATE OF OHIO REGISTRATION	200.	0.			0.
TO FORM 990-PF, PG 1, LN 23	200.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
INVESTMENT	9,386,243.		17,665,500.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,386,243.		17,665,500.	



FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

J. MICHAEL COONEY, ESQ.  
255 E. FIFTH ST., SUITE 1900  
CINCINNATI, OH 45202

TELEPHONE NUMBER

513-977-8236

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM IS REQUIRED. A LETTER STATING THE AMOUNT AND PURPOSE REQUESTED IS SUFFICIENT. FEW UNSOLICITED APPLICATIONS ARE GRANTED.

ANY SUBMISSION DEADLINES

JUNE 30

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO LIMITS.