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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

Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation SAINT LUKE'S FOUNDATION OF CLEVELAND, OH		A Employer identification number 34-0714513
Number and street (or P.O. box number if mail is not delivered to street address) 11327 SHAKER BOULEVARD	Room/suite 600W	B Telephone number 216 431-8010
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44104		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 181,810,987. (Part I, column (d) must be on cash basis)	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
Revenue	1 Contributions, gifts, grants, etc., received	24,012.			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,684,292.	1,158,362.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,281,769.			
	b Gross sales price for all assets on line 6a	4,398,890.			
	7 Capital gain net income (from Part IV, line 2)		3,417,343.		
	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	155,307.	0.	0.	STATEMENT 6	
12 Total. Add lines 1 through 11	6,145,380.	4,575,705.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	409,849.	0.	0.	406,781.
	14 Other employee salaries and wages	512,043.	0.	0.	497,856.
	15 Pension plans, employee benefits	185,774.	0.	0.	185,774.
	16a Legal fees	30,049.	0.	0.	30,049.
	b Accounting fees	92,593.	0.	0.	92,593.
	c Other professional fees	278,885.	272,942.	0.	5,943.
	17 Interest				
	18 Taxes	123,107.	0.	0.	0.
	19 Depreciation and depletion	54,054.	0.	0.	
	20 Occupancy	174,799.	0.	0.	174,799.
	21 Travel, conferences, and meetings	24,453.	0.	0.	24,453.
	22 Printing and publications	13,386.	0.	0.	13,386.
	23 Other expenses	459,432.	0.	0.	434,705.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,358,424.	272,942.	0.	1,866,339.
	25 Contributions, gifts, grants paid	11,053,531.			11,053,531.
26 Total expenses and disbursements. Add lines 24 and 25	13,411,955.	272,942.	0.	12,919,870.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-7,266,575.				
b Net investment income (if negative, enter -0-)		4,302,763.			
c Adjusted net income (if negative, enter -0-)			0.		

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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
Assets	1 Cash - non-interest-bearing	4,378,459.	3,782,890.	3,782,890.
	2 Savings and temporary cash investments	824,502.	398,595.	398,595.
	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	7,609.	48,637.	48,637.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	123,183.	146,487.	146,487.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	168,062,131.	177,206,482.	177,206,482.
	14 Land, buildings, and equipment: basis ▶ STMT 8 531,830. Less: accumulated depreciation STMT 8 ▶ 405,690.	98,189.	126,140.	126,140.
	15 Other assets (describe ▶ STATEMENT 11)	53,045.	101,756.	101,756.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	173,547,118.	181,810,987.	181,810,987.
Liabilities	17 Accounts payable and accrued expenses	423,067.	519,793.	
	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 ▶ STATEMENT 12)	25,000.	30,000.	
	23 Total liabilities (add lines 17 through 22)	448,067.	549,793.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	161,820,740.	168,644,142.	
	25 Temporarily restricted	6,554,239.	7,468,449.	
	26 Permanently restricted	4,724,072.	5,148,603.	
	Foundations that do not follow SFAS 117, check here ▶ ☐ 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	173,099,051.	181,261,194.	
	31 Total liabilities and net assets/fund balances	173,547,118.	181,810,987.	

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	173,099,051.
2 Enter amount from Part I, line 27a	2	-7,266,575.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	15,428,718.
4 Add lines 1, 2, and 3	4	181,261,194.
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	181,261,194.

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 4,398,890.		981,547.	3,417,343.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			3,417,343.

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	3,417,343.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	11,840,002.	168,829,567.	.070130
2011	11,361,267.	182,423,908.	.062279
2010	9,595,571.	173,325,447.	.055362
2009	9,453,877.	156,253,391.	.060503
2008	11,100,177.	194,801,575.	.056982

2 Total of line 1, column (d)	2	.305256
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	.061051
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	171,464,133.
5 Multiply line 4 by line 3	5	10,468,057.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	43,028.
7 Add lines 5 and 6	7	10,511,085.
8 Enter qualifying distributions from Part XII, line 4	8	12,919,870.

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 ☐ 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 ☒ and enter 1% of Part I, line 27b		1	43,028.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	43,028.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	43,028.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	132,140.	
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	132,140.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	89,112.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ Refunded ☐	11	0.	

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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	X	
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) ☒ 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

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 ► WWW.SAINTLUKESFOUNDATION.ORG	13	X	
14	The books are in care of ► ROBERT S. MONITELLO Telephone no. ► (216) 431-8010 Located at ► 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH ZIP+4 ► 44104			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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 ► ☐	1b	X
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 ► , , ,	☐ Yes ☒ 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?	☐ Yes ☒ 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

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

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

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

7b

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

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		409,849.	53,158.	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
LATIDA SMITH - 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH	VP PROGRAMS-OUTCOMES & LEARNING	145,481.	14,106.	0.
SANDRA CHAPPELLE - 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH	SR PROG OFF-STRONG COMMUNITIES	127,062.	14,587.	0.
HEATHER TOROK - 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH	SR PROG OFF-HEALTHY PEOPLE	112,471.	15,199.	0.
BRIDGET DELEON - 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH	GRANTS MANAGER	80,272.	18,053.	0.
CHRISTIE MANNING - 11327 SHAKER BOULEVARD, SUITE 600W, CLEVELAND, OH	SENIOR PROGRAM OFFICER	78,577.	11,339.	0.

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	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	170,764,044.
b	Average of monthly cash balances	1b	3,196,658.
c	Fair market value of all other assets	1c	114,560.
d	Total (add lines 1a, b, and c)	1d	174,075,262.
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	174,075,262.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,611,129.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	171,464,133.
6	Minimum investment return. Enter 5% of line 5	6	8,573,207.

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	8,573,207.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	43,028.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	43,028.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,530,179.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,530,179.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,530,179.

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	12,919,870.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,919,870.
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	43,028.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,876,842.

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				8,530,179.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,464,768.			
b From 2009	1,716,869.			
c From 2010	1,141,419.			
d From 2011	2,324,568.			
e From 2012	3,810,558.			
f Total of lines 3a through e	10,458,182.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 12,919,870.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				8,530,179.
e Remaining amount distributed out of corpus	4,389,691.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	14,847,873.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	1,464,768.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	13,383,105.			
10 Analysis of line 9:				
a Excess from 2009	1,716,869.			
b Excess from 2010	1,141,419.			
c Excess from 2011	2,324,568.			
d Excess from 2012	3,810,558.			
e Excess from 2013	4,389,691.			

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:

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(p)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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 14

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				
ADOPTION NETWORK CLEVELAND 3737 LANDER ROAD PEPPER PIKE, OH 44124	N/A	501(C)(3)	34TH ANNUAL INTERNATIONAL CONFERENCE ON ADOPTION	18,490.
BEECH BROOK 3737 LANDER RD PEPPER PIKE, OH 44124	N/A	501(C)(3)	STRATEGY COUNTS	75,000.
BOYS AND GIRLS CLUBS OF CLEVELAND 6114 BROADWAY AVE CLEVELAND, OH 44127	N/A	501(C)(3)	YOUTH DEVELOPMENT PROGRAMMING AT MT. PLEASANT CLUB AND THE INTERGENERATIONAL SCHOOL	150,000.
BUSINESS VOLUNTEERS UNLIMITED 1300 EAST NINTH STREET, SUITE 1805 CLEVELAND, OH 44114	N/A	501(C)(3)	CAPACITY BUILDING SERVICES FOR NONPROFITS; STRATEGIC FINANCIAL MANAGEMENT FOR THE 21ST CENTURY	107,750.
CLEVELAND BOTANICAL GARDENS 11030 EAST BLVD CLEVELAND, OH 44106	N/A	501(C)(3)	STRENGTHENING BUCKEYE THROUGH GREEN INFRASTRUCTURE	79,000.
Total SEE CONTINUATION SHEET(S)				3a 11,053,762.
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 |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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.

X Robert S. Muntz

10/20/14

CHIEF FINANCIAL
OFFICER

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

BRUCE MCAULIFFE

B. M. G.

10-17-14

P00359586

Firm's name ► **MCGLADREY LLP**

Firm's EIN ► 42-0714325

Firm's address ► 1001 LAKESIDE AVE., SUITE 200
CLEVELAND, OH 44114-1152

Phone no. (216) 523-1900

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Employer identification number

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

34-0714513

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH**34-0714513****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARY JANE ALBRECHT C/O SUN TRUST MAIL CODE FL-ORLANDO-1055 P.O. BOX 1689 ORLANDO, FL 32802	\$ 22,630.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
GREATER CLEVELAND FOOD BANK 15500 SOUTH WATERLOO ROAD CLEVELAND, OH 44110	N/A	501(C)(3)	EXPANSION OF NUTRITIOUS FOOD INITIATIVE	336,803.
CLEVELAND HOUSING NETWORK, INC. 2999 PAYNE AVE, SUITE 306 CLEVELAND, OH 44114	N/A	501(C)(3)	RESIDENT SUCCESS & HOUSING STABILITY	200,000.
CLEVELAND LEADERSHIP CENTER 1375 E. 9TH ST, SUITE 2430 CLEVELAND, OH 44114	N/A	501(C)(3)	TUITION SCHOLARSHIPS FOR LOCAL NONPROFIT LEADERS TO ATTEND CLC PROGRAMMING; SCHOLARSHIP ASSISTANCE	23,000.
CUYAHOGA COMMUNITY COLLEGE FOUNDATION 700 CARNEGIE AVENUE CLEVELAND, OH 44115	N/A	501(C)(3)	INCREASING THE NUMBER OF HEALTHCARE PROFESSIONALS TO SUPPORT HEALTH HOME MODELS OF CARE	100,000.
CUYAHOGA COUNTY BOARD OF HEALTH 5550 VENTURE DRIVE CLEVELAND, OH 44130-9315	N/A	GOVERNMENT	HEALTH IMPROVEMENT PARTNERSHIP - CUYAHOGA	75,000.
CUYAHOGA COUNTY, OFFICE OF HEALTH AND HUMAN SERVICES 1640 SUPERIOR AVENUE, SUITE 80 CLEVELAND, OH 44114	N/A	GOVERNMENT	FATHERHOOD INITIATIVE 9TH ANNUAL FATHERHOOD CONFERENCE; FATHERHOOD DOCUMENTARY PREVIEW	21,000.
CUYAHOGA HEALTH ACCESS PARTNERSHIP 75 ERIEVIEW PLAZA 2ND FLOOR CLEVELAND, OH 44113	N/A	501(C)(3)	NAVIGATING HEALTH IN CUYAHOGA COUNTY; OPERATING SUPPORT TO COVER EXTENDED GRANT PERIOD FROM 2012 GRANT	95,000.
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106	N/A	501(C)(3)	COLLABORATIVE CUYAHOGA COUNTY COMMUNITY HEALTH IMPROVEMENT DATA SURVEILLANCE	75,000.
CWRU SCHOOL OF DENTAL MEDICINE 10900 EUCLID AVENUE CLEVELAND, OH 44106	N/A	501(C)(3)	2013 HEALTHY SMILES DENTAL SEALANT PROGRAM	491,250.
DOMESTIC VIOLENCE AND CHILD ADVOCACY CENTER PO BOX 5466 CLEVELAND, OH 44101	N/A	501(C)(3)	BUILDING COMMUNITY CAPACITY TO CREATE HEALTHY FAMILIES	175,000.
Total from continuation sheets				10,623,522.

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
ENTERPRISE COMMUNITY PARTNERS, INC. 11000 BROKEN LAND PARKWAY, SUITE 700 COLUMBIA, MD 21044	N/A	501(C)(3)	HOUSING FIRST INITIATIVE	75,000.
ENVIRONMENTAL HEALTH WATCH 3500 LORAIN AVENUE SUITE 300 CLEVELAND, OH 44113	N/A	501(C)(3)	MAKING GREATER CLEVELAND LEAD-SAFE AND HEALTHY 2014; RACE, FOOD AND JUSTICE: ANALYZING THE	190,000.
ESPERANZA INCORPORATED 6958 MACKENZIE ROAD OLMSTED TOWNSHIP, OH 44138	N/A	501(C)(3)	FAMILY ENGAGEMENT	84,000.
FAIRHILL PARTNERS 12200 FAIRHILL ROAD CLEVELAND, OH 44120	N/A	501(C)(3)	OPERATING SUPPORT	50,000.
FAMILY PROMISE 470 EAST 152ND STREET CLEVELAND, OH 44120	N/A	501(C)(3)	CONTINUED PLANNING AND TRANSITION ACTIVITIES FOR THE RE-TOOLING OF THE EMERGENCY SHELTER PROGRAM	20,000.
FORCES4QUALITY NORTHEAST OHIO 2500 METROHEALTH DRIVE, R243A CLEVELAND, OH 44109	N/A	501(C)(3)	OPERATING SUPPORT AND CAPACITY BUILDING SUPPORT FOR FINANCIAL MANAGEMENT; BUILDING PROGRAMS, BUILDING ON	310,336.
FRIENDS OF BREAKTHROUGH SCHOOLS 3516 SUPERIOR AVENUE CLEVELAND, OH 44114	N/A	501(C)(3)	NEW SCHOOL DEVELOPMENT AND EXPANSION INITIATIVE	400,000.
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES ST NW, SUITE 404 WASHINGTON, DC 20036	N/A	501(C)(3)	IMPROVING GRANTMAKER EFFECTIVENESS	15,000.
HEALTH POLICY INSTITUTE OF OHIO 37 W BROAD ST, SUITE 350 COLUMBUS, OH 43215	N/A	501(C)(3)	ADVANCING THE HEALTH OF ALL OHIOANS THROUGH INFORMED POLICY DECISIONS	100,000.
JOINT CENTER FOR POLITICAL AND ECONOMIC STUDIES 805 15TH ST NW WASHINGTON, DC 20005	N/A	501(C)(3)	PLACE MATTERS NATIONAL HEALTH EQUITY CONFERENCE	5,000.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
MENTAL HEALTH AND ADDICTION ADVOCACY COALITION 4500 EUCLID AVENUE CLEVELAND, OH 44103	N/A	501(C)(3)	OPERATING SUPPORT, OVER TWO YEARS	120,000.
METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109	N/A	501(C)(3)	BUCKEYE HEALTH CENTER; COMMUNITY CAN! A PROCESS TO IGNITE AND SUSTAIN COMMUNITY-LED CHANGE	1,420,443.
MT PLEASANT COMMUNITY ZONE 11019 KINSMAN ROAD CLEVELAND, OH 44104	N/A	501(C)(3)	MT. PLEASANT COMMUNITY ZONE CAPACITY BUILDING PROJECT; 4TH DISTRICT CLEVELAND POLICE DEPARTMENT (CPD) &	411,739.
NEIGHBORHOOD FAMILY PRACTICE 3569 RIDGE ROAD CLEVELAND, OH 44102	N/A	501(C)(3)	OPERATING SUPPORT AND EXPANDING ACCESS TO CARE; CAPACITY BUILDING	350,000.
NEIGHBORHOOD LEADERSHIP INSTITUTE 5246 BROADWAY AVE CLEVELAND, OH 44127	N/A	501(C)(3)	PARENT AND FAMILY LEADERSHIP ACADEMY AND NORTHEAST OHIO PARENT AND FAMILY SUPPORT NETWORK	80,000.
CLEVELAND NEIGHBORHOOD PROGRESS, INC. 1956 WEST 25TH STREET #200 CLEVELAND, OH 44113	N/A	501(C)(3)	2013 CREATING NEIGHBORHOODS OF CHOICE IN THE BUCKEYE-SHAKER SQUARE AREA; SAINT LUKE'S	1,028,000.
NORTH COAST HEALTH 16110 DETROIT AVE LAKEWOOD, OH 44107	N/A	501(C)(3)	CONTINUED AND EXPANDED EXECUTION OF THE PATIENT CENTERED MEDICAL HOME	150,000.
NORTHEAST OHIO NEIGHBORHOOD HEALTH SERVICES, INC. 4800 PAYNE AVENUE CLEVELAND, OH 44103	N/A	501(C)(3)	NEON HEALTH SERVICES - SAFETY NET PRIMARY CARE SERVICES	175,000.
PARTNERSHIP FOR A SAFER CLEVELAND 2239 EAST 14TH ST CLEVELAND, OH 44115	N/A	501(C)(3)	STANCE POLICE ASSISTED REFERRALS; CAPACITY-BUILDING FOR FISCAL ACCOUNTABILITY, BOARD DEVELOPMENT, AND	151,000.
POLICYBRIDGE 850 EUCLID AVENUE SUITE 1100 CLEVELAND, OH 44114	N/A	501(C)(3)	OPERATING SUPPORT FOR 2013 AGENDA; CUYAHOGA COUNTY PLACE MATTERS TEAM'S ATTENDANCE AT THE PLACE MATTERS	103,770.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
PROJECT LEARN 2728 EUCLID AVENUE, SUITE 400 CLEVELAND, OH 44115	N/A	501(C)(3)	CONSULTANT COSTS FOR CONTINUED TRANSITION PLAN	18,000.
THE CENTER FOR COMMUNITY SOLUTIONS 1501 EUCLID AVE, SUITE 310 CLEVELAND, OH 44115	N/A	501(C)(3)	GENERAL OPERATING SUPPORT; AFC COMMUNITY MAPPING	168,500.
CENTERS FOR FAMILIES AND CHILDREN 4500 EUCLID AVENUE CLEVELAND, OH 44103	N/A	501(C)(3)	OPERATING SUPPORT	150,000.
THE FOUNDATION CENTER - CLEVELAND 1422 EUCLID AVENUE, SUITE 1600 CLEVELAND, OH 44115-2001	N/A	501(C)(3)	INFORMATION + EDUCATION = KNOWLEDGE FOR MAKING CHANGE	12,500.
THE FREE CLINIC OF GREATER CLEVELAND 12201 EUCLID AVENUE CLEVELAND, OH 44106	N/A	501(C)(3)	OPERATING SUPPORT & ELECTRONIC HEALTH RECORDS PROJECT; ORGANIZATIONAL LEADERSHIP	325,000.
THE FUND FOR OUR ECONOMIC FUTURE 1360 E NINTH ST SUITE 210 CLEVELAND, OH 44114	N/A	501(C)(3)	OPERATING SUPPORT	100,000.
THE LEGAL AID SOCIETY OF CLEVELAND 1223 WEST SIXTH STREET CLEVELAND, OH 44113	N/A	501(C)(3)	OPERATING REQUEST: HEALTH AND FINANCIAL STABILITY FOR PARENTS THROUGH LEGAL AID	300,000.
THE PEW CHARITABLE TRUSTS 901 E ST NW WASHINGTON, DC 20004	N/A	501(C)(3)	HEALTH IMPACT ASSESSMENT - GREATER CLEVELAND	28,824.
UHCAN OHIO 404 S 5TH STREET SUITE G3 COLUMBUS, OH 43215-7436	N/A	501(C)(3)	CREATING AN EXCHANGE NAVIGATION SYSTEM IN OHIO	85,000.
VOICES FOR OHIO'S CHILDREN 3634 EUCLID AVENUE, SUITE 101 CLEVELAND, OH 44115	N/A	501(C)(3)	ADVOCACY FOR OHIO'S CHILDREN	40,000.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
WEST SIDE CATHOLIC CENTER 3135 LORAIN AVE CLEVELAND, OH 44113	N/A	501(C)(3)	ZACCHAEUS HOUSE; MEN'S CLOTHING NEEDS	110,000.
WESTERN RESERVE LAND CONSERVANCY, THRIVING COMMUNITIES INSTITUTE 2012 WEST 25TH STREET, SUITE 504 CLEVELAND, OH 44113	N/A	501(C)(3)	THRIVING COMMUNITIES INSTITUTE - SAINT LUKE'S NEIGHBORHOOD REVITALIZING PROJECT	355,000.
PHILANTHROPY OHIO 37 W. BROAD ST., SUITE 800 COLUMBUS, OH 43215	N/A	501(C)(3)	PHILANTHROPY OHIO HEALTH INITIATIVE; DIVERSITY AND INCLUSION INITIATIVE; PHILANTHROPY 2.0; 2013	47,000.
COMPUTERS ASSISTING PEOPLE, INC. 868 MONTFORD ROAD CLEVELAND HEIGHTS, OH 44121	N/A	501(C)(3)	OPERATING SUPPORT FOR 2012-13	10,000.
EMERALD DEVELOPMENT & ECONOMIC NETWORK, INC. 7812 MADISON AVENUE CLEVELAND, OH 44102	N/A	501(C)(3)	COSTS IN HIRING EXECUTIVE SEARCH FIRM TO ASSIST IN HIRING NEW EXECUTIVE DIRECTOR	20,000.
HANDS ON NORTHEAST OHIO 4614 PROSPECT AVENUE, SUITE 223 CLEVELAND, OH 44103	N/A	501(C)(3)	2013 HOMELESS STAND DOWN	5,000.
MILESTONES AUTISM ORGANIZATION 23880 COMMERCE PARK DRIVE, SUITE 2 BEACHWOOD, OH 44122	N/A	501(C)(3)	MILESTONES PARENT EMPOWERMENT NETWORK	15,000.
SISTERS OF CHARITY FOUNDATION 1228 EUCLID AVENUE CLEVELAND, OH 44115	N/A	501(C)(3)	LOCAL MATCH FOR THE OHIO REGIONAL CONVERGENCE PARTNERSHIP	7,500.
IDEASTREAM 1375 EUCLID AVENUE CLEVELAND, OH 44115	N/A	501(C)(3)	VIZ KIDS	20,000.
CENTER FOR THE STUDY OF SOCIAL POLICY 1575 EYE STREET, NW, SUITE 500 WASHINGTON, DC 20005	N/A	501(C)(3)	PARENT LEGAL REPRESENTATION AS AN EFFECTIVE STRATEGY TO IMPROVE CHILD WELFARE OUTCOMES	20,000.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
OHIO STATE UNIVERSITY FOUNDATION 5320 STANARD AVENUE CLEVELAND, OH 44103	N/A	501(C)(3)	CLEVELAND-CUYAHOGA COUNTY FOOD POLICY COALITION	50,000.
CARE ALLIANCE 1530 ST CLAIR AVE CLEVELAND, OH 44114	N/A	501(C)(3)	CAPITAL EXPANSION FOR CARE ALLIANCE RIVERVIEW AND CENTRAL; CARE ALLIANCE SUSTAINED CAPACITY	630,000.
CLEVELAND STATE UNIVERSITY FOUNDATION 2121 EUCLID AVENUE CLEVELAND, OH 44115	N/A	501(C)(3)	THE NEOMED-CSU PARTNERSHIP FOR ENHANCING URBAN HEALTH: URBAN HEALTH FELLOWS PROGRAM	184,307.
CENTER FOR CHILD HEALTH & POLICY AT UH RAINBOW BABIES & CHILDREN'S HOSPITAL 11100 EUCLID AVENUE, MS 6004 CLEVELAND, OH 44106	N/A	501(C)(3)	4-YEAR STRATEGIC PLAN	10,000.
YWCA OF GREATER CLEVELAND 4019 PROSPECT AVENUE CLEVELAND, OH 44103	N/A	501(C)(3)	YWCA LEADERSHIP & INCLUSION INITIATIVES: ADVANCING NORTHEAST OHIO'S NONPROFIT LEADERS; A PLACE 4 ME:	29,750.
FAMILY CONNECTIONS 19824 SUSSEX ROAD SHAKER HEIGHTS, OH 44120	N/A	501(C)(3)	FAMILY-SCHOOL CONNECTION	19,500.
POLICY MATTERS OHIO 3631 PERKINS AVENUE, SUITE 4C-EAST CLEVELAND, OH 44114	N/A	501(C)(3)	FAMILY RESILIENCY THROUGH BETTER POLICY	40,000.
DIABETES PARTNERSHIP OF CLEVELAND 3601 SOUTH GREEN ROAD, SUITE 100 CLEVELAND, OH 44122	N/A	501(C)(3)	DIABETES/OBESITY EDUCATION INCORPORATING COMMUNITY HEALTH WORKERS	50,000.
EDWINS RESTAURANT AND LEADERSHIP INSTITUTE 12026 MAYFIELD ROAD CLEVELAND, OH 44106	N/A	501(C)(3)	LAUNCHING EDWINS RESTAURANT AND LEADERSHIP INSTITUTE	65,000.
SENIOR TRANSPORTATION CONNECTION OF CUYAHOGA COUNTY 4735 W 150TH ST, SUITE A CLEVELAND, OH 44135	N/A	501(C)(3)	CAPITAL SUPPORT FOR VEHICLE PURCHASE	32,000.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
OHIO IAF (GREATER CLEVELAND CONGREGATIONS) 6114 FRANCIS AVENUE CLEVELAND, OH 44127	N/A	501(C)(3)	CMSD PARENT INITIATIVE; EVALUATION PLAN	40,000.
FIELDSTONE FARM RIDING CENTER 16497 SNYDER ROAD CHAGRIN FALLS, OH 44023	N/A	501(C)(3)	WOUNDED VETERANS PROGRAM, IN HONOR OF TOM RATHBONE	5,000.
CUYAHOGA COUNTY WITNESS/VICTIM SERVICE CENTER 310 W. LAKESIDE AVENUE CLEVELAND, OH 44113	N/A	501(C)(3)	CUYAHOGA COUNTY FAMILY JUSTICE CENTER	20,000.
EAST END NEIGHBORHOOD HOUSE 2749 WOODHILL ROAD CLEVELAND, OH 44104	N/A	501(C)(3)	EFFORTS TO OUTCOMES: A NEIGHBORHOOD-DRIVEN PILOT PROGRAM FOR COLLECTING PREVENTION-SERVICE	30,000.
LAND STUDIO 1939 W. 25TH STREET, #200 CLEVELAND, OH 44113	N/A	501(C)(3)	LEVERAGING STORMWATER MANAGEMENT INVESTMENTS IN THE BUCKEYE NEIGHBORHOOD	45,000.
PASSAGES CONNECTING FATHERS AND SONS 3631 PERKINS AVENUE CLEVELAND, OH 44114	N/A	501(C)(3)	JOBS FOR DADS	55,000.
UNIVERSITY SETTLEMENT 4800 BROADWAY AVENUE CLEVELAND, OH 44127	N/A	501(C)(3)	STRENGTHENING FAMILIES THROUGH FATHERHOOD CONNECTION	48,000.
WEST SIDE COMMUNITY HOUSE 9300 LORAIN AVENUE CLEVELAND, OH 44102	N/A	501(C)(3)	WRAP FOR SUCCESS	84,000.
ALLIANCE FOR A HEALTHIER GENERATION, INC. 606 SE 9TH AVENUE PORTLAND, OR 97214	N/A	501(C)(3)	HEALTHY SCHOOLS PROGRAM: CLEVELAND METROPOLITAN SCHOOL DISTRICT	90,000.
UNITED WAY OF GREATER CLEVELAND 1331 EUCLID AVENUE CLEVELAND, OH 44115	N/A	501(C)(3)	THE COMMUNITY WRAP-AROUND INITIATIVE FOR ACADEMIC ACHIEVEMENT	200,000.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH 34-0714513

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
CUYAHOGA COUNTY DIVISION OF CHILDREN AND FAMILY SERVICES 3955 EUCLID AVENUE CLEVELAND, OH 44115	N/A	GOVERNMENT	STRENGTHENING WORKERS, STRENGTHENING FAMILIES	75,000.
THE CITY CLUB OF CLEVELAND 850 EUCLID AVENUE CLEVELAND, OH 44114	N/A	501(C)(3)	THE CITY CLUB OF CLEVELAND'S STRATEGIC MARKETING AND COMMUNICATIONS INITIATIVE	75,000.
YMCA OF GREATER CLEVELAND 2200 PROSPECT AVE., #900 CLEVELAND, OH 44115	N/A	501(C)(3)	Y-CLEVELANDERS IN MOTION BODY AGE SCREENING; WRTC (WE RUN THIS CITY) YOUTH MARATHON	70,000.
CLEVELAND PUBLIC LIBRARY 325 SUPERIOR AVENUE CLEVELAND, OH 44114	N/A	GOVERNMENT	BOOKS UNDER THE SUN, A CELEBRATION OF READING	2,500.
MT. SINAI HEALTH CARE FOUNDATION 11000 EUCLID AVENUE CLEVELAND, OH 44106	N/A	501(C)(3)	EARLY CHILDHOOD OBESITY PREVENTION SUMMIT II - CHILDCARE SETTINGS	2,650.
SHAKER SQUARE AREA DEVELOPMENT CORPORATION 11811 SHAKER BOULEVARD, SUITE 106 CLEVELAND, OH 44120	N/A	501(C)(3)	LARCHMERE FESTIVAL 2013	2,150.
Total from continuation sheets				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

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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	OAKTREE	P	VARIOUS	06/30/13
b	FARRALLON	P	VARIOUS	06/30/13
c	EARLY STAGE PARTNERS	P	VARIOUS	06/30/13
d	OAKTREE III	P	VARIOUS	06/30/13
e	MCM CAPITAL	P	VARIOUS	06/30/13
f	KAYNE PRIVATE INVESTORS II	P	VARIOUS	06/30/13
g	EARLY STAGE PARTNERS II	P	VARIOUS	06/30/13
h	STRATEGIC SOLUTIONS REALTY OPPORTUNITIES	P	VARIOUS	06/30/13
i	NEO CAPITAL FUND	P	VARIOUS	06/30/13
j	NEW BOSTON	P	VARIOUS	06/30/13
k	KAYNE ANDERSON PRIVATE INVESTORS	P	VARIOUS	06/30/13
l	KAYNE ANDERSON III	P	VARIOUS	06/30/13
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	187,213.	380,238.	-193,025.
b	48,087.	50,129.	-2,042.
c	71,692.	87,630.	-15,938.
d	90,755.	85,900.	4,855.
e	147,000.	1,173.	145,827.
f	365,408.	17,596.	347,812.
g	12,487.		12,487.
h	24,150.		24,150.
i	11,701.		11,701.
j		40,839.	-40,839.
k		92,602.	-92,602.
l		145,363.	-145,363.
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-193,025.
b			-2,042.
c			-15,938.
d			4,855.
e			145,827.
f			347,812.
g			12,487.
h			24,150.
i			11,701.
j			-40,839.
k			-92,602.
l			-145,363.
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

3,417,343.

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**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CLEVELAND LEADERSHIP CENTER

TUITION SCHOLARSHIPS FOR LOCAL NONPROFIT LEADERS TO ATTEND CLC
PROGRAMMING; SCHOLARSHIP ASSISTANCE FOR COMMUNITY LEADERS TO
PARTICIPATE IN THE MAKING ENDS MEET PROGRAM

NAME OF RECIPIENT - ENVIRONMENTAL HEALTH WATCH

MAKING GREATER CLEVELAND LEAD-SAFE AND HEALTHY 2014; RACE, FOOD AND
JUSTICE: ANALYZING THE URBAN FOOD MOVEMENT THROUGH A SOCIAL JUSTICE
LENS; OPERATING SUPPORT AND PROFESSIONAL DEVELOPMENT

NAME OF RECIPIENT - FORCES4QUALITY NORTHEAST OHIO

OPERATING SUPPORT AND CAPACITY BUILDING SUPPORT FOR FINANCIAL
MANAGEMENT; BUILDING PROGRAMS, BUILDING ON EARLY SUCCESS OF BUSINESS
MODEL FOR SUSTAINABILITY

NAME OF RECIPIENT - MT PLEASANT COMMUNITY ZONE

MT. PLEASANT COMMUNITY ZONE CAPACITY BUILDING PROJECT; 4TH DISTRICT
CLEVELAND POLICE DEPARTMENT (CPD) & COMMUNITY ENGAGEMENT PLAN

NAME OF RECIPIENT - CLEVELAND NEIGHBORHOOD PROGRESS, INC.

2013 CREATING NEIGHBORHOODS OF CHOICE IN THE BUCKEYE-SHAKER SQUARE
AREA; SAINT LUKE'S MANOR PHASE III: TURNING A VISION INTO A REALITY;
GEO COMMUNITY OF PRACTICE MEETINGS; OUTDOOR GARDEN NAMED IN MEMORY OF
FRANCIS H. BEAM, JR.

NAME OF RECIPIENT - PARTNERSHIP FOR A SAFER CLEVELAND

STANCE POLICE ASSISTED REFERRALS; CAPACITY-BUILDING FOR FISCAL
ACCOUNTABILITY, BOARD DEVELOPMENT, AND COLLECTIVE VISIONING

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - POLICYBRIDGE

OPERATING SUPPORT FOR 2013 AGENDA; CUYAHOGA COUNTY PLACE MATTERS TEAM'S ATTENDANCE AT THE PLACE MATTERS NATIONAL HEALTH EQUITY CONFERENCE

NAME OF RECIPIENT - THE FREE CLINIC OF GREATER CLEVELAND

OPERATING SUPPORT & ELECTRONIC HEALTH RECORDS PROJECT; ORGANIZATIONAL LEADERSHIP DEVELOPMENT; ECONOMIC DEVELOPMENT: WHAT'S HEALTH GOT TO DO WITH IT? THE SEQUEL; TO BRIDGE A SHORTFALL IN PURCHASING AN ELECTRONIC HEALTH RECORD SYSTEM

NAME OF RECIPIENT - PHILANTHROPY OHIO

PHILANTHROPY OHIO HEALTH INITIATIVE; DIVERSITY AND INCLUSION INITIATIVE; PHILANTHROPY 2.0; 2013 OPERATING SUPPORT

NAME OF RECIPIENT - CARE ALLIANCE

CAPITAL EXPANSION FOR CARE ALLIANCE RIVERVIEW AND CENTRAL; CARE ALLIANCE SUSTAINED CAPACITY INITIATIVE; OPERATING EXPANSION FOR CARE ALLIANCE RIVERVIEW AND CENTRAL

NAME OF RECIPIENT - YWCA OF GREATER CLEVELAND

YWCA LEADERSHIP & INCLUSION INITIATIVES: ADVANCING NORTHEAST OHIO'S NONPROFIT LEADERS; A PLACE 4 ME: TO PREVENT HOMELESSNESS AND IMPROVE OUTCOMES FOR YOUTH INVOLVED WITH CHILD WELFARE

NAME OF RECIPIENT - EAST END NEIGHBORHOOD HOUSE

EFFORTS TO OUTCOMES: A NEIGHBORHOOD-DRIVEN PILOT PROGRAM FOR COLLECTING PREVENTION-SERVICE OUTCOMES

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

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SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

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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.)
a STRATEGIC SOLUTIONS GLOBAL EQUITY, LLC	P	VARIOUS	06/30/13
b CF MULTI-STRATEGY BOND INVESTORS, LLC	P	VARIOUS	06/30/13
c SSG DIVERSIFYING COMPANY A01	P	VARIOUS	06/30/13
d CFI MULTI-STRATEGY COMMODITIES FUND	P	VARIOUS	06/30/13
e CFI REAL RETURN BOND FUND	P	VARIOUS	06/30/13
f PRIVATE EQUITY PARTNERS V	P	VARIOUS	06/30/13
g PRIVATE EQUITY PARTNERS VI	P	VARIOUS	06/30/13
h PRIVATE EQUITY PARTNERS VIII	P	VARIOUS	06/30/13
i INT'L PRIVATE EQUITY PARTNERS IV	P	VARIOUS	06/30/13
j INT'L PRIVATE EQUITY PARTNERS V	P	VARIOUS	06/30/13
k VENTURE PARTNERS VI	P	VARIOUS	06/30/13
l VENTURE PARTNERS VII	P	VARIOUS	06/30/13
m GLOBAL DISTRESSED INVESTORS LLC 3	P	VARIOUS	06/30/13
n NATURAL RESOURCES PARTNERS VIII	P	VARIOUS	06/30/13
o NATURAL RESOURCES PARTNERS IX, LP	P	VARIOUS	06/30/13

(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 1,492,549.			1,492,549.
b 674,717.			674,717.
c 27,772.			27,772.
d		80,077.	-80,077.
e 12,798.			12,798.
f 281,314.			281,314.
g 121,001.			121,001.
h 764.			764.
i 202,466.			202,466.
j 156,122.			156,122.
k 236,818.			236,818.
l 43,816.			43,816.
m 164,493.			164,493.
n 21,819.			21,819.
o 3,948.			3,948.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,492,549.
b			674,717.
c			27,772.
d			-80,077.
e			12,798.
f			281,314.
g			121,001.
h			764.
i			202,466.
j			156,122.
k			236,818.
l			43,816.
m			164,493.
n			21,819.
o			3,948.

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

FORM 990-PF	LEGAL FEES	STATEMENT	1
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS LEGAL FEES	30,049.	0.	0.	30,049.
TO FM 990-PF, PG 1, LN 16A	30,049.	0.	0.	30,049.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/AUDIT/TAX FEES	92,593.	0.	0.	92,593.
TO FORM 990-PF, PG 1, LN 16B	92,593.	0.	0.	92,593.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	272,942.	272,942.	0.	0.
PENSION FEES	1,165.	0.	0.	1,165.
PAYROLL PROCESSING FEES	4,778.	0.	0.	4,778.
TO FORM 990-PF, PG 1, LN 16C	278,885.	272,942.	0.	5,943.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	65,828.	0.	0.	0.
EMPLOYMENT TAXES	57,279.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	123,107.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOUNDATION DEVELOPMENT	398,973.	0.	0.	398,973.
BANK FEES	11,329.	0.	0.	11,329.
SUPPLIES	4,935.	0.	0.	4,935.
TELEPHONE	6,024.	0.	0.	6,024.
INSURANCE	15,792.	0.	0.	15,792.
MISCELLANEOUS EXPENSES	22,379.	0.	0.	-2,348.
TO FORM 990-PF, PG 1, LN 23	459,432.	0.	0.	434,705.

FORM 990-PF	OTHER INCOME	STATEMENT	6
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DESCRIPTION	(A) REVENUE PER BOOKS
REFUND OF PRIOR YEAR GRANT	155,307.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	155,307.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	15,004,188.
CHANGE IN FMV OF TRUST HELD BY OTHERS	424,530.
TOTAL TO FORM 990-PF, PART III, LINE 3	15,428,718.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LEASEHOLD IMPROVEMENTS	135,749.	79,864.	55,885.	55,885.
FURNITURE	151,811.	139,936.	11,875.	11,875.
OFFICE EQUIPMENT	33,757.	33,757.	0.	
COMPUTER HARDWARE	151,364.	109,378.	41,986.	41,986.
COMPUTER SOFTWARE	59,149.	42,755.	16,394.	16,394.
TO 990-PF, PART II, LN 14	531,830.	405,690.	126,140.	126,140.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	146,487.	146,487.
TOTAL TO FORM 990-PF, PART II, LINE 10B	146,487.	146,487.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY MUTUAL FUNDS	COST	109,782,475.	109,782,475.
LIMITED PARTNERSHIPS	COST	32,875,045.	32,875,045.
ACCRUED INCOME	COST	130,001.	130,001.
FIXED MUTUAL FUNDS	COST	23,598,663.	23,598,663.
COMMODITIES	COST	7,391,370.	7,391,370.
INVESTMENTS HELD IN TRUST	COST	3,428,928.	3,428,928.
TOTAL TO FORM 990-PF, PART II, LINE 13		177,206,482.	177,206,482.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEFERRED COMPENSATION DEPOSITS	25,000.	30,000.	30,000.
DEFERRED TAX ASSET	28,045.	71,756.	71,756.
TO FORM 990-PF, PART II, LINE 15	53,045.	101,756.	101,756.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
LIABILITY FOR DEFERRED COMPENSATION	25,000.	30,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	25,000.	30,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANCIS AFAM-GYENING 11327 SHAKER BOULEVARD, SUITE 600W CLEVELAND, OH 44104	TRUSTEE 1.00	0.	0.	0.
JANET E. BURNEY 11327 SHAKER BOULEVARD, SUITE 600W CLEVELAND, OH 44104	VICE CHAIR 2.00	0.	0.	0.
GERALDINE H. BURNS 11327 SHAKER BOULEVARD, SUITE 600W CLEVELAND, OH 44104	TRUSTEE 1.00	0.	0.	0.
JOHN R. CORLETT 11327 SHAKER BOULEVARD, SUITE 600W CLEVELAND, OH 44104	TRUSTEE 1.00	0.	0.	0.
COLLEEN M. COTTER 11327 SHAKER BOULEVARD, SUITE 600W CLEVELAND, OH 44104	TRUSTEE 1.00	0.	0.	0.

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

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CLAUDIA J. COULTON	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
EDGAR B. JACKSON, JR., MD	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
SANDRA KIELY KOLB	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
ARTHUR LAVIN, MD	VICE CHAIRMAN			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
J. CHRISTOPHER MANNERS	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
GEORGE MATEYO	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
ROBERT MONITELLO	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
JOHN P. O'BRIEN	TREASURER			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
ASHLEY BASILE OEKEN	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
KENNETH L. OKESON	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
THOMAS RATHBONE	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
SALLY J. STALEY	TRUSTEE			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
BELVA DENMARK TIBBS	SECRETARY			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				

SAINT LUKE'S FOUNDATION OF CLEVELAND, OH

34-0714513

DOUGLAS WANG	CHAIR			
11327 SHAKER BOULEVARD, SUITE 600W	1.00	0.	0.	0.
CLEVELAND, OH 44104				
DENISE ZEMAN	CEO AND PRESIDENT			
11327 SHAKER BOULEVARD, SUITE 600W	38.00	254,157.	53,158.	0.
CLEVELAND, OH 44104				
DANIEL J. HARRINGTON	CFO/ASST TREASURER			
11327 SHAKER BOULEVARD, SUITE 600W	38.00	155,692.	0.	0.
CLEVELAND, OH 44104				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		409,849.	53,158.	0.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

FOR QUESTIONS, CONTACT LATIDA SMITH 216-431-8010

NAME OF GRANT PROGRAM

COMMUNITY GRANTS

EMAIL ADDRESS

WWW.SAINTLUKESFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

ALL APPLICATIONS ARE ACCEPTED VIA ONLINE APPLICATION FOUND AT
WWW.SAINTLUKESFOUNDATION.ORG. PAPER COPIES ARE NOT ACCEPTED.

SEE ATTACHED STATEMENT 15

ANY SUBMISSION DEADLINES

APRIL 1, JULY 1, AND OCTOBER 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION DOES NOT FUND:

- INDIVIDUALS
- RELIGIOUS ORGANIZATIONS FOR RELIGIOUS OR EVANGELICAL PURPOSES
- PROJECTS OUTSIDE CUYAHOGA COUNTY THAT DO NOT DIRECTLY BENEFIT CUYAHOGA COUNTY RESIDENTS
- FUNDRAISING EVENTS
- ENDOWMENT FUNDS
- BIOMEDICAL RESEARCH
- DEBT RETIREMENT
- LOBBYING
- PRIVATE FOUNDATIONS OR PUBLIC CHARITIES WITH A 509(A)(3), TYPE III., NON-FUNCTIONALLY INTEGRATED DESIGNATED WITH THE IRS.

SAINT LUKE'S FOUNDATION OF CLEVELAND, OHIO

FORM AND CONTENT OF APPLICATIONS

Grants are awarded three times per year in response to requests from qualifying organizations. Qualifying organizations are those that advance the three strategies set forth by the foundation:

1. Healthy People
2. Strong Communities
3. Resilient Families

In addition to these three program areas, the Foundation allocates resources to strengthen the nonprofit and philanthropic sectors. These investments address the broad capacity building needs of Cuyahoga County's nonprofit sector and improve the impact and effectiveness of philanthropy. Applicable organizations must serve the nonprofit or philanthropic sectors in general. Capacity building grants for individual organizations must be submitted through the Healthy People, Strong Communities or Resilient Families program area.

The Foundation encourages applicant to request a Get Acquainted meeting with staff prior to the submission of an application. Get Acquainted meetings often help an organization determine which of its funding priorities/proposed projects is the strongest match with the Foundation's mission. Organizations may submit only one proposal per grant cycle, so while this step is not required, it may be helpful in the application process.

The proposal is submitted through the foundation's online application system according to the detailed instructions listed in the Apply section of the Foundation's website (at www.saintlukesfoundation.org). As a function of the partnership between the Foundation and the applicant organization, Foundation staff members are available to offer support and guidance through the application process.

Funding recommendations are made by the respective Program Strategy Committees and grant decisions are made by the entire Foundation Board of Trustees.

Staff Discretionary Grants: Foundation staff has the authority to make grant awards of up to \$20,000 for smaller, time-sensitive projects that meet the application guidelines as well as advance one of the three program strategy portfolios. An online discretionary grant application must be completed. Discretionary grant applications are accepted and approved on a rolling basis.

Notification

Board-approved grant applicants will be notified of the status of their request within four weeks of their approval. Discretionary grant applicants will be notified of the status of their request within two to three weeks of their submission.

Who Can Apply?

Applicants must be either an organization designated as a public charity under Section 501(c)(3) of the Internal Revenue Code with a non-private foundation status with the IRS, or a governmental unit or agency.

The Foundation provides grants to organizations supporting Cuyahoga County's underserved communities.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	SAINT LUKE'S FOUNDATION OF CLEVELAND, OH	34-0714513
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	11327 SHAKER BOULEVARD, NO. 600W	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CLEVELAND, OH 44104	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ROBERT S. MONITELLO

- The books are in the care of **11327 SHAKER BOULEVARD, SUITE 600W - CLEVELAND, OH 44104**
Telephone No **(216) 431-8010** Fax No.

- If the organization does not have an office or place of business in the United States, check this box ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO ENSURE ALL QUESTIONS ON THE FORM 990 ARE COMPLETE AND ACCURATE AND ALL REQUIRED SCHEDULES ARE INCLUDED.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	43,028.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	132,140.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Robert S. Monitello**

Title **CHIEF FINANCIAL OFFICER**

Date **10/21/14**

Form 8868 (Rev. 1-2014)