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Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Dr. Frank Vecchio and Helen Williams Vecchio Foundation		A Employer identification number 34-1422252
Number and street (or P O box number if mail is not delivered to street address) 950 Main Avenue	Room/suite 1100	B Telephone number 216-696-2877
City or town, state or province, country, and ZIP or foreign postal code Cleveland, OH 44113		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 checked="" 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) \$ 1,019,445.	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		3.	3.		Statement 1
4 Dividends and interest from securities		21,195.	21,195.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,949.			Statement 3
b Gross sales price for all assets on line 6a 265,280.					
7 Capital gain net income (from Part IV, line 2)			1,949.		
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		115.	0.		Statement 4
12 Total Add lines 1 through 11		23,262.	23,147.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 5		22,973.	22,973.		0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 6		140.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		5,442.	5,442.		0.
24 Total operating and administrative expenses: Add lines 13 through 23		28,555.	28,415.		0.
25 Contributions, gifts, grants paid		105,000.			105,000.
26 Total expenses and disbursements: Add lines 24 and 25		133,555.	28,415.		105,000.
27 Subtract line 26 from line 12		<110,293.>			
a Excess of revenue over expenses and disbursements			0.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Vecchio Foundation**

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	34,781.	31,372.	31,372.
	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 Stmt 8	199,000.	199,000.	199,000.
	b Investments - corporate stock Stmt 9	660,060.	553,176.	769,573.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	19,500.	19,500.	19,500.
	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)	913,341.	803,048.	1,019,445.
	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.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,567,017.	1,567,017.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<653,676.>	<763,969.>	
30 Total net assets or fund balances	913,341.	803,048.		
31 Total liabilities and net assets/fund balances	913,341.	803,048.		

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	913,341.
2 Enter amount from Part I, line 27a	2	<110,293.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	803,048.
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	803,048.

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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 265,280.		263,331.	1,949.

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			1,949.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,949.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	104,860.	1,056,080.	.099292
2011	99,915.	1,134,751.	.088050
2010	119,839.	1,173,974.	.102080
2009	99,940.	1,109,811.	.090051
2008	114,249.	1,473,262.	.077548

2 Total of line 1, column (d)	2	.457021
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	.091404
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,023,945.
5 Multiply line 4 by line 3	5	93,593.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	93,593.
8 Enter qualifying distributions from Part XII, line 4	8	105,000.

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.

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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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	0.
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	0.
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	0.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
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		0.
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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	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?	13	X	

Website address ► N/A

14 The books are in care of ► Michael E. Elliott Telephone no ► 216-696-2877
 Located at ► 950 Main Avenue, Suite 1100, Cleveland, OH ZIP+4 ► 44113

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)?	N/A	1b
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
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

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

6b

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**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
Charles J. O'Toole	Co-Trustee			
1300 East Ninth Street, 20th Floor				
Cleveland, OH 44114	0.50	0.	0.	0.
Michael E. Elliott	Co-Trustee			
950 Main Avenue, Suite 1100				
Cleveland, OH 44113	0.50	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

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."

[illegible]**Total number of others receiving over \$50,000 for professional services**

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

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

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

1		N/A	
2			
3		All other program-related investments See instructions	
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	1,010,400.
b	Average of monthly cash balances	1b	29,138.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,039,538.
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	1,039,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,593.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,023,945.
6	Minimum investment return. Enter 5% of line 5	6	51,197.

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	51,197.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,197.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	51,197.
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	51,197.

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	105,000.
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	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	105,000.
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,000.

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
1 Distributable amount for 2013 from Part XI, line 7				51,197.
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	930.			
b From 2009	44,569.			
c From 2010	61,462.			
d From 2011	43,347.			
e From 2012	52,336.			
f Total of lines 3a through e	202,644.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	105,000.			
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				51,197.
e Remaining amount distributed out of corpus	53,803.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	256,447.			
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	930.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	255,517.			
10 Analysis of line 9				
a Excess from 2009	44,569.			
b Excess from 2010	61,462.			
c Excess from 2011	43,347.			
d Excess from 2012	52,336.			
e Excess from 2013	53,803.			

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

[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 11

- 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

Dr. Frank Vecchio and Helen Williams

Form 990-PF (2013)

Vecchio Foundation

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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				
Archbishop Lyke School 18230 Harvard Avenue Cleveland, OH 44128		Public Charity	General	15,000.
Benedictine High School 10510 Buckeye Road Cleveland, OH 44104		Public Charity	General	15,000.
St. Edward High School 13500 Detroit Avenue Lakewood, OH 44107		Public Charity	General	25,000.
St. Martin dePorres 6111 Lausche Avenue Cleveland, OH 44103		Public Charity	General	15,000.
Ursuline College 2550 Lander Road Pepper Pike, OH 44124		Public Charity	General	15,000.
Total	See continuation sheet(s) ▶ 3a			105,000.
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 |
|----------|--|--------------|----|
| 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.				May the IRS discuss this return with the preparer shown below (see instr)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee 		Date 5-5-2014		Title Co-Trustee	
Paid Preparer Use Only	Print/Type preparer's name Michael E. Elliott		Preparer's signature 		Date 4-25-2014	
	Check <input type="checkbox"/> if self-employed					PTIN P01607887
	Firm's name ▶ Tucker Ellis LLP					Firm's EIN ▶ 20-0073899
Firm's address ▶ 950 Main Avenue, Suite 1100 Cleveland, OH 44113-7213						Phone no 216-592-5000

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	1000 shares Cisco Sys Inc		08/11/04	12/03/13
b	100 shares Citigroup Inc New		05/15/03	12/03/13
c	657.892 shares Delaware Emerging Markets C		Various	12/03/13
d	500 shares Intel Corp		09/27/05	12/03/13
e	274.51 shares Invesco Developing Markets A		Various	12/03/13
f	200 shares Johnson & Johnson		05/02/03	12/03/13
g	250 shares Microsoft Corp		03/30/06	12/03/13
h	500 shares Oracle Corp		06/29/01	12/03/13
i	623 shares Ishares Comex Gold Trust		09/06/12	04/15/13
j	264 shares Ishares Dow Jones US Home Constn		09/20/12	08/15/13
k	40 shares Ishares Russell 2000 Value Fund ETF		06/27/13	09/13/13
l	67 shares Market Vectors ETF Tr Gold Miners ETF		09/17/12	03/04/13
m	212 shares Market Vectors ETF Tr JR Gold Miners E		09/21/12	03/25/13
n	26.234 shares Pimco Fds Emerging Local Bd Fd CL D		Various	08/13/13
o	2.42 shares SSGA High Yield Bond Fund		12/27/12	04/22/13

(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 20,583.		18,887.	1,696.
b 5,026.		39,775.	<34,749.>
c 9,849.		9,372.	477.
d 11,469.		12,301.	<832.>
e 8,948.		3,288.	5,660.
f 18,307.		11,412.	6,895.
g 9,327.		6,946.	2,381.
h 17,119.		10,070.	7,049.
i 8,230.		10,354.	<2,124.>
j 5,609.		5,346.	263.
k 3,597.		3,449.	148.
l 2,433.		3,592.	<1,159.>
m 3,522.		5,406.	<1,884.>
n 256.		281.	<25.>
o 21.		21.	0.

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			1,696.
b			<34,749.>
c			477.
d			<832.>
e			5,660.
f			6,895.
g			2,381.
h			7,049.
i			<2,124.>
j			263.
k			148.
l			<1,159.>
m			<1,884.>
n			<25.>
o			0.

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.)
1a	52.707 shares SSGA High Yield Bond Fund		Various	08/15/13
b	20 shares Air Prods & Chems Inc		10/02/03	08/02/13
c	60 shares Apache Corp Com		02/20/04	04/16/13
d	65 shares Clorox Co		Various	01/07/13
e	53 shares Coca Cola		02/16/06	08/20/13
f	60 shares Deere & Co		Various	11/01/13
g	89 shares EMC Corp/Mass		04/03/07	10/23/13
h	3 shares Google Inc CL A		05/03/07	02/20/13
i	100 shares Ishares Barclays 3-7 Year Treasury Bd		Various	04/10/13
j	130 shares Ishares Cohen & Streers Realty ETF		Various	01/16/13
k	245 shares Ishares Russell 2000 Value Fund EFT		Various	09/13/13
l	15 shares Ishares S&P Midcap 400 Growth ETF		05/30/08	01/03/13
m	196 shares Juniper Networks Inc		03/28/12	04/24/13
n	57 shares Microsoft Corp		08/05/05	04/26/13
o	20 shares Norfolk Southern Corp		10/13/10	09/04/13

(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 444.		449.	<5.>
b 2,125.		894.	1,231.
c 4,269.		2,318.	1,951.
d 4,838.		4,146.	692.
e 2,063.		1,097.	966.
f 4,896.		2,593.	2,303.
g 2,097.		1,278.	819.
h 2,391.		1,418.	973.
i 12,362.		10,977.	1,385.
j 10,433.		9,455.	978.
k 22,034.		17,182.	4,852.
l 1,770.		1,395.	375.
m 3,091.		4,351.	<1,260.>
n 1,796.		1,577.	219.
o 1,469.		1,252.	217.

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			<5.>
b			1,231.
c			1,951.
d			692.
e			966.
f			2,303.
g			819.
h			973.
i			1,385.
j			978.
k			4,852.
l			375.
m			<1,260.>
n			219.
o			217.

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)
1a	125 shares Peabody Energy Corp		Various	06/24/13
b	464.772 shares Pimcp Fds Emerging Local Bd Fd CL		Various	08/13/13
c	39 shares Proctor & Gamble Co		03/22/01	07/30/13
d	15 shares SPDR S&P Midcap 400 ETF Tr		06/27/08	01/03/13
e	1120.907 shares SSGA High Yield Bond Fund		Various	08/15/13
f	2791.355 shares Vanguard GNMA Fund - Admiral Clas		Various	04/10/13
g	1275.51 shares Vanguard Intm-Term Inv Grade Fd Ad		09/30/08	10/01/13
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	1,830.		5,178.	<3,348.>
b	4,527.		4,828.	<301.>
c	3,128.		1,192.	1,936.
d	2,869.		2,244.	625.
e	9,695.		8,928.	767.
f	30,370.		28,855.	1,515.
g	12,487.		11,224.	1,263.
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

(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			<3,348.>
b			<301.>
c			1,936.
d			625.
e			767.
f			1,515.
g			1,263.
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	1,949.
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

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3 Grants and Contributions Paid During the Year (Continuation)

323631
05-01-13

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Fifth Third	2.	2.	
Morgan Stanley	1.	1.	
Total to Part I, line 3	3.	3.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Fifth Third	11,454.	0.	11,454.	11,454.	
Morgan Stanley	9,741.	0.	9,741.	9,741.	
To Part I, line 4	21,195.	0.	21,195.	21,195.	

Form 990-PF Gain or (Loss) from Sale of Assets Statement 3

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1000 shares Cisco Sys Inc	20,583.	18,887.	0.	0.	1,696.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
100 shares Citigroup Inc New	5,026.	39,775.	0.	0.	<34,749.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
657.892 shares Delaware Emerging Markets C	9,849.	9,372.	0.	0.	477.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
500 shares Intel Corp	11,469.	12,301.	0.	0.	<832.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
274.51 shares Invesco Developing Markets A	8,948.	3,288.	0.	0.	5,660.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
200 shares Johnson & Johnson	18,307.	11,412.	0.	0.	6,895.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
250 shares Microsoft Corp	9,327.	6,946.	0.	0.	2,381.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
500 shares Oracle Corp	17,119.	10,070.	0.	0.	7,049.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
623 shares Ishares Comex Gold Trust	8,230.	10,354.	0.	0.	<2,124.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
264 shares Ishares Dow Jones US Home Constn	5,609.	5,346.	0.	0.	263.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
40 shares Ishares Russell 2000 Value Fund ETF	3,597.	3,449.	0.		06/27/13	09/13/13
				(e) Deprec.		(f) Gain or Loss
					0.	148.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
67 shares Market Vectors ETF Tr Gold Miners ETF	2,433.	3,592.	0.		09/17/12	03/04/13
				(e) Deprec.		(f) Gain or Loss
					0.	<1,159.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
212 shares Market Vectors ETF Tr JR Gold Miners ETF	3,522.	5,406.	0.		09/21/12	03/25/13
				(e) Deprec.		(f) Gain or Loss
					0.	<1,884.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
26.234 shares Pimco Fds Emerging Local Bd Fd CL D	256.	281.	0.	0.	<25.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2.42 shares SSGA High Yield Bond Fund	21.	21.	0.	0.	0.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
52.707 shares SSGA High Yield Bond Fund	444.	449.	0.	0.	<5.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Manner Acquired Deprec.	(f) Date Acquired Gain or Loss	Date Sold
20 shares Air Prods & Chems Inc	2,125.	894.	0.	0.		10/02/03 08/02/13

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Manner Acquired Deprec.	(f) Date Acquired Gain or Loss	Date Sold
60 shares Apache Corp Com	4,269.	2,318.	0.	0.		02/20/04 04/16/13

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Manner Acquired Deprec.	(f) Date Acquired Gain or Loss	Date Sold
65 shares Clorox Co	4,838.	4,146.	0.	0.		Various 01/07/13

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Manner Acquired Deprec.	(f) Date Acquired Gain or Loss	Date Sold
53 shares Coca Cola	2,063.	1,097.	0.	0.		02/16/06 08/20/13

(a) Description of Property	Manner Acquired		Date Acquired		Date Sold
60 shares Deere & Co			Various		11/01/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
4,896.	2,593.	0.	0.	2,303.	

(a) Description of Property	Manner Acquired		Date Acquired		Date Sold
89 shares EMC Corp/Mass			04/03/07		10/23/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
2,097.	1,278.	0.	0.	819.	

(a) Description of Property	Manner Acquired		Date Acquired		Date Sold
3 shares Google Inc CL A			05/03/07		02/20/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
2,391.	1,418.	0.	0.	973.	

(a) Description of Property	Manner Acquired		Date Acquired		Date Sold
100 shares Ishares Barclays 3-7 Year Treasury Bd Fd			Various		04/10/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
12,362.	10,977.	0.	0.	1,385.	

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
130 shares Ishares Cohen & Streers Realty ETF	10,433.	9,455.	0.	0.	978.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
245 shares Ishares Russell 2000 Value Fund EFT	22,034.	17,182.	0.	0.	4,852.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
15 shares Ishares S&P Midcap 400 Growth ETF	1,770.	1,395.	0.	0.	375.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
196 shares Juniper Networks Inc	3,091.	4,351.	0.	0.	<1,260.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
57 shares Microsoft Corp	1,796.	1,577.	0.	0.	219.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
20 shares Norfolk Southern Corp	1,469.	1,252.	0.	0.	217.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
125 shares Peabody Energy Corp	1,830.	5,178.	0.		Various	06/24/13
				(e) Deprec.		(f) Gain or Loss
						<3,348.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
464.772 shares Pimcp Fds Emerging Local Bd Fd CL D	4,527.	4,828.	0.		Various	08/13/13
				(e) Deprec.		(f) Gain or Loss
						<301.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
39 shares Proctor & Gamble Co	3,128.	1,192.	0.		03/22/01	07/30/13
				(e) Deprec.		(f) Gain or Loss
						1,936.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
15 shares SPDR S&P Midcap 400 ETF Tr	2,869.	2,244.	0.	0.	625.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1120.907 shares SSGA High Yield Bond Fund	9,695.	8,928.	0.	0.	767.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2791.355 shares Vanguard GNMA Fund - Admiral Class	30,370.	28,855.	0.	0.	1,515.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
1275.51 shares Vanguard Intm-Term Inv Grade Fd Adm #571		09/30/08	10/01/13

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
12,487.	11,224.	0.	0.	1,263.

(a) Description of Property	Manner Acquired			Date Acquired	Date Sold
125	Purchased				
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	0.	0.	0.	0.	

Net Gain or Loss from Sale of Assets	1,949.
Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	1,949.

Form 990-PF	Other Income	Statement	4
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Partnership Distribution	111.	0.	
Securities Litigation	4.	0.	
Total to Form 990-PF, Part I, line 11	115.	0.	

Form 990-PF	Legal Fees		Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tucker Ellis LLP	17,878.	17,878.		0.
Cavitch Familo Durkin	5,095.	5,095.		0.
To Fm 990-PF, Pg 1, ln 16a	22,973.	22,973.		0.

Form 990-PF	Taxes		Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2012 Excise Tax	140.	0.		0.
To Form 990-PF, Pg 1, ln 18	140.	0.		0.

Form 990-PF	Other Expenses		Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
12/31/12 State of Ohio Filing Fee	200.	200.		0.
Fairport Management Fee	4,355.	4,355.		0.
Fifth Third Fee	622.	622.		0.
Morgan Stanley Fee	175.	175.		0.
Huntington Bank Fee	90.	90.		0.
To Form 990-PF, Pg 1, ln 23	5,442.	5,442.		0.

Form 990-PF	U.S. and State/City Government Obligations		Statement	8
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. Series H Savings Bonds	X		199,000.	199,000.
Total U.S. Government Obligations			199,000.	199,000.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			199,000.	199,000.

Form 990-PF	Corporate Stock	Statement	9
Description	Book Value	Fair Market Value	
800 shares AT&T	19,713.	28,128.	
500 shares BP PLC Spons ADR	20,735.	24,305.	
170 shares iShares S&P 100 Index Fund	9,819.	14,000.	
150 shares Express Scripts	4,726.	10,536.	
100 shares Schlumberger	2,407.	9,011.	
75 shares Stryker Corp	3,522.	5,636.	
135 shares Wells Fargo	3,411.	6,129.	
100 shares SPDR Dow Jones Indl Avg ETF	10,170.	16,547.	
115 shares American Express	4,222.	10,434.	
75 shares Baxter Intl	1,610.	5,216.	
100 shares Danaher	3,666.	7,720.	
105 shares Franklin Res	4,078.	6,062.	
100 shares Nike	3,105.	7,864.	
125 share Omnicom Group	5,519.	9,296.	
40 shares Snap On	2,117.	4,381.	
75 shares 3M Co	5,722.	10,519.	
265 shares iShares MSCI CDA Index Fd	6,803.	7,727.	
390 shares Powershares DB Commodity Ind	9,236.	10,007.	
20,000 Goldman Sachs Capital II 5.793% Bond	16,500.	14,060.	
15 shares Apple Inc	5,436.	8,415.	
30 shares United Parcel Svs	2,074.	3,152.	
250.062 shares Delaware Small Cap Value C	8,270.	11,270.	
604.149 shares Fidelity Adv New Insights C	11,527.	14,771.	
501.290 shares Fidelity Adv Stk Select MDCP C	11,037.	13,715.	
140 shares AT&T	5,523.	4,922.	
100 shares Automatic Data Processing	3,114.	8,080.	
110 shares Borg-Warner Automotive	3,988.	6,150.	
145 shares Equifax	5,377.	10,018.	
70 shares Exxon Mobil	4,151.	7,084.	
85 shares Home Depot	3,359.	6,999.	
35 shares International Business Machs	3,533.	6,565.	

110 shares JP Morgan Chase	4,122.	6,433.
52 shares Kimberley Clark	3,246.	5,432.
50 shares McDonalds Corp	2,602.	4,852.
30 shares Sherwin Williams	1,656.	5,505.
56 shares Wal-Mart Stores	4,084.	4,407.
100 shares Johnson & Johnson	5,706.	9,159.
650 shares Microsoft	18,059.	24,317.
341.550 shares Franklin Mutual European C	8,561.	8,283.
253.895 shares Doubleline Fds Tr Fd CL N	2,775.	2,737.
593 shares Indexiq Hedge ETF	16,765.	17,179.
43 shares iShares Barclays 3-7 Year Treasury Bd Fd	5,097.	5,161.
1008.325 shares Vanguard GNMA Fund - Adm CL #536	10,777.	10,507.
735.807 shares Vanguard Intm-Term Inv Grade Fd Adm #571	6,982.	7,115.
271.918 shares Fed Inst High Yield Bond Fund	2,733.	2,776.
100 shares Abbott Labs	2,092.	3,833.
100 shares Abbvie Inc	2,268.	5,281.
55 shares Air Prods & Chems Inc	2,459.	6,148.
147 shares Coca Cola	3,044.	6,073.
211 shares EMC Corp/Mass	3,796.	5,307.
227 shares Ford Motor Company	3,970.	3,503.
45 shares General Dynamics Corp	4,008.	4,300.
9 shares Google Inc CL A	4,253.	10,086.
118 shares Microsoft	3,265.	4,414.
55 shares Norfolk Southn	3,443.	5,106.
665 shares Powershares DWA EM Mkt Tech Ldrs	12,893.	12,083.
61 shares Procter & Gamble	1,864.	4,966.
145 shares iShares S&P Midcap 400 Growth	11,110.	21,778.
345 shares iShares Core S&P Small Cap ETF	25,054.	37,650.
115 shares Nasdaq QMX Group	3,745.	4,577.
470 shares Powershares DWA Sm Cap Tech Ldrs	16,978.	18,654.
175 shares SPDR S&P Midcap 400 ETF Tr	26,046.	42,735.
805 shares iShares MSCI EMU Index Fd	28,571.	33,311.
325 shares iShares MSCI Pacific Ex-Japan Index Fd	11,596.	15,187.
1145 shares iShares MSCI United Kingdom Index Fd	19,933.	23,908.
378 shares iShares MSCI Germany Index Fd	9,870.	12,005.
174 shares Vanguard FTSE All-Wld Ex-US SMCP	16,760.	17,912.
694.713 shares Driehaus Emerging Mkts Gr Fd	17,265.	22,599.
380 shares Vanguard FTSE Emerging Markets ETF	10,862.	15,633.
154 shares Vanguard REIT ETF	10,396.	9,942.
Total to Form 990-PF, Part II, line 10b	553,176.	769,573.

Form 990-PF	Other Investments	Statement 10
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Description	Valuation Method	Book Value	Fair Market Value
Peninsula Drilling Program	COST	19,500.	19,500.
Total to Form 990-PF, Part II, line 13		19,500.	19,500.

Form 990-PF	Grant Application Submission Information	Statement 11
	Part XV, Lines 2a through 2d	

Name and Address of Person to Whom Applications Should be Submitted

Michael E. Elliott
950 Main Avenue, Suite 1100
Cleveland, OH 44113

Telephone Number

216-592-5000

Form and Content of Applications

Applicants should submit all requests in letter form to Charles J. O'Toole and Michael E. Elliott and should include an outline of the proposed use of the requested funds.

Any Submission Deadlines

Applications are accepted at any time.

Restrictions and Limitations on Awards

Preference is given to education, religious and medical non-profit institutions primarily in the Northeast Ohio area.

Name and Address of Person to Whom Applications Should be Submitted

Charles J. O'Toole
1300 East Ninth Street, 20th Floor
Cleveland, OH 44114

Telephone Number

216-621-7860

Form and Content of Applications

Any Submission Deadlines

Restrictions and Limitations on Awards