CHANGE IN ACCOUNTING PERIOD

Form 990-PF — Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

▶ 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 07/01/13 , and ending 12/31/13

Name of foundation: THE TWENTY FIRST CENTURY FOUNDATION

A Employer identification number: 34-1852806

Number and street (or P O box number if mail is not delivered to street address): P. O. BOX 543 | Room/suite:

B Telephone number (see instructions): 419-465-2587

City or town, state or province, country, and ZIP or foreign postal code: NORWALK OH 44857

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] 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: [X] 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) ▶ $ 15,569,270

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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) (see instructions))

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	601,123			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	28,703	28,703		
	4	Dividends and interest from securities	170,833	170,833		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	364,622			
	b	Gross sales price for all assets on line 6a 800,609				
	7	Capital gain net income (from Part IV, line 2)		364,622		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	44	44		
	12	**Total.** Add lines 1 through 11	1,165,325	564,202	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	16,625	3,325		13,300
	c	Other professional fees (attach schedule) STMT 3	31,500	6,300		25,200
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	8,463	504		200
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 5	23,947	23,947		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	80,535	34,076	0	38,700
	25	Contributions, gifts, grants paid	438,608			438,608
	26	**Total expenses and disbursements.** Add lines 24 and 25	519,143	34,076	0	477,308
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	646,182			
	b	**Net investment income** (if negative, enter -0-)		530,126		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

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

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	106,851	313,526	313,526
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) STMT 6	871,696	868,786	889,908
	b	Investments – corporate stock (attach schedule) SEE STMT 7	3,639,572	3,702,719	5,603,321
	c	Investments – corporate bonds (attach schedule) SEE STMT 8	227,204	226,613	238,438
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 9)	7,003,945	7,383,806	8,524,077
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	11,849,268	12,495,450	15,569,270
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	500,000	500,000	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,349,268	11,995,450	
	30	**Total net assets or fund balances** (see instructions)	11,849,268	12,495,450	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,849,268	12,495,450	

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	11,849,268
2	Enter amount from Part I, line 27a	2	646,182
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,495,450
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	12,495,450

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	SECURITIES	P		
b	KINDER MORGAN	P		
c	MUTUAL FUND CG DISTRIBUTIONS			
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	625,707		429,586	196,121
b	52,575		6,401	46,174
c	122,327			122,327
d				
e				

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				196,121
b				46,174
c				122,327
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	364,622
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	242,295

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	512,755	13,301,797	0.038548
2011	545,054	11,953,049	0.045600
2010	343,295	11,716,112	0.029301
2009	472,829	10,130,583	0.046673
2008	364,148	8,226,991	0.044263

2 Total of line 1, column (d)	2	0.204385
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.040877
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,686,535
5 Multiply line 4 by line 3	5	600,341
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,301
7 Add lines 5 and 6	7	605,642
8 Enter qualifying distributions from Part XII, line 4	8	477,308

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter 08/01/99 (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	10,603
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	10,603
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	10,603
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 13,000		
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	13,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	37
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	2,360
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,360 Refunded ▶		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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	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	7	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	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 10	10	X	

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 ▶ THOMAS W. MCLAUGHLIN Telephone no ▶ 419-465-2587
P O BOX 543
Located at ▶ NORWALK OH ZIP+4 ▶ 44857-8930

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 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 (see instructions).

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN A. BORES 11584 E. CTY RD 32	BELLEVUE OH 44811	TRUSTEE 2.00	0	0	0
MARY L. BORES 11584 E. CTY RD 32	BELLEVUE OH 44811	TRUSTEE 2.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		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 DONATION TO FINDLAY HANCOCK COUNTY FOUNDATION,FINDLAY, OHIO	
2 DONATION TO SALVATION ARMY HURON COUNTY, OHIO	
3 DONATION TO FIRELANDS HABITAT FOR HUMANITY,HURON, OHIO	
4 DONATION TO VICTORY TEMPLE SOUP KITCHEN, SANDUSKY OHIO	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	14,638,381
b	Average of monthly cash balances	1b	271,807
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	14,910,188
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	14,910,188
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	223,653
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,686,535
6	**Minimum investment return.** Enter 5% of line 5	6	370,181

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	370,181
2a	Tax on investment income for 2013 from Part VI, line 5 2a 10,603		
b	Income tax for 2013 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	10,603
3	Distributable amount before adjustments Subtract line 2c from line 1	3	359,578
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	359,578
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	359,578

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	477,308
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	477,308
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	477,308

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				359,578
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			417,811	
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 477,308				
a Applied to 2012, but not more than line 2a			417,811	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2013 distributable amount				59,497
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				300,081
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

Part 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))

JOHN A. AND MARY L.BORES $601,123

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

N/A

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

Check here ▶ [X] 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

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
a Paid during the year SEE STATEMENT 11				438,608
Total			▶ 3a	438,608
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	28,703	
4 Dividends and interest from securities			14	170,833	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	44	
8 Gain or (loss) from sales of assets other than inventory			18	364,622	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		564,202	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 564,202

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

DAA

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

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

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 instructions)? ☒ Yes ☐ No

Signature of officer or trustee — Date 5/1/14 — Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JUDY L. MOSHER, CPA	Judy Mosher CPA	5/1/14	

Firm's name ▶ VAN DOOTINGH, MOSHER, MELLEN & CO. — PTIN

Firm's address ▶ 105 CLEVELAND ROAD, STE A NORWALK, OH 44857 — Firm's EIN ▶

Phone no 419-668-2967

DAA

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, 990-PF) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047
2013

Name of the organization	**Employer identification number**
THE TWENTY FIRST CENTURY FOUNDATION	34-1852806

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)

Name of organization	Employer identification number
THE TWENTY FIRST CENTURY FOUNDATION	34-1852806

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	JOHN A. & MARY L. BORES 11584 EAST COUNTY ROAD 32 BELLEVUE OH 44811	$ 601,123	Person [X] Payroll [ ] Noncash [X] (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
THE TWENTY FIRST CENTURY FOUNDATION	34-1852806

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
1	502 SH ADOBE	$ 17,066	07/03/13
1	541.132 SH CME GROUP	$ 31,273	07/03/13
1	90 SH CST BRANDS	$ 2,135	07/03/13
1	1029.04358 SH FORD	$ 13,102	07/03/13
1	1135.90318 SH HESS	$ 60,074	07/03/13
1	315.84887 SH TOYOTA	$ 27,176	07/03/13

Name of organization
THE TWENTY FIRST CENTURY FOUNDATION

Employer identification number
34-1852806

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
1	1250 SH VODAPHONE	$ 36,615	10/02/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2177.3701 SH DUKE REALTY	$ 30,849	10/02/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2193.589 SH NEW ECONOMY	$ 58,366	10/02/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	827.11831 SH VALERO	$ 24,467	11/11/13

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

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

Form 990-PF - General Footnote

Description
THE TAXPAYER ADOPTED A CALENDAR TAX YEAR EFFECTIVE 7/1/13. ACCORDINGLY, THE MINIMUM INVESTMENT RETURN CALUCLATED IN PART X LINE 6 REPRESENTS THE MINIMUM INVESTMENT RETURN OF 5% PRO-RATED FOR A SHORT YEAR OF 6 MONTHS.

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
CASH IN LIEU	$ 44	$ 44	$
TOTAL	$ 44	$ 44	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	$ 10,500	$ 2,100	$	$ 8,400
TAX PREPARATION	6,125	1,225		4,900
TOTAL	$ 16,625	$ 3,325	$ 0	$ 13,300

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MANAGEMENT FEES	$ 31,500	$ 6,300	$	$ 25,200
TOTAL	$ 31,500	$ 6,300	$ 0	$ 25,200

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
STATE OF OHIO ANNUAL FILING FEE	$ 200	$	$	$ 200
FOREIGN INCOME TAX ON DIVIDENDS	504	504		
FEDERAL INCOME TAX	7,759			
TOTAL	$ 8,463	$ 504	$ 0	$ 200

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
INVESTMENT FEES	23,947	23,947		
TOTAL	$ 23,947	$ 23,947	$ 0	$ 0

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STATE & LOCAL BONDS	$ 871,696	$ 868,786	COST	$ 889,908
TOTAL	$ 871,696	$ 868,786		$ 889,908

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M CO	$ 66,712	$ 67,955	COST	$ 138,285
A D P	42,270	43,212	COST	88,282
ABBOTT LABS	20,170	20,410	COST	33,151
ABBVIE INCORPORATED	22,298	22,997	COST	46,680
ACCENTURE LTD IRELAND	28,590	29,351	COST	68,040
ADOBE SYSTEMS	31,301		COST	
APPLE INC	80,823		COST	
AT&T INC.	20,851	20,851	COST	24,645
BANK OF MONTREAL	20,682	21,100	COST	23,651
BB&T CORP	16,497		COST	
BCE INC	44,671	87,713	COST	87,106
BECTON DICKENSON	17,772	18,085	COST	23,570
BERKSHIRE HATHAWAY	30,990	30,990	COST	59,280
BHP BILLITON LTD	69,319	70,498	COST	69,390
BROADCOM CORP	34,927	61,883	COST	59,846
CANADIAN NATIONAL RAILWAY	33,308	24,370	COST	43,017
CATERPILLAR INC.	9,632	9,997	COST	27,848
CHEVRON	80,332	80,332	COST	128,628

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHURCH & DWIGHT	$ 47,195	$ 47,772	COST	$ 68,694
CNH GLOBAL	30,849		COST	
COCA COLA	81,369	83,912	COST	126,855
COMCAST CORP	19,436	42,616	COST	52,315
CONOCO-PHILLIPS	65,139	65,139	COST	110,794
COVIDIEN PLC	31,970	60,436	COST	76,881
CST BRANDS INC	914		COST	
CSX	57,392	58,141	COST	72,434
CVS CORP	67,427	68,043	COST	98,457
DEERE & CO	13,206	13,530	COST	29,286
DUKE REALTY CORP	68,392	98,754	COST	94,802
EMC CORP	30,477	30,978	COST	63,378
EMERSON ELEC	47,775	48,940	COST	98,281
ENERGEN CORPORATION	13,856	13,855	COST	37,615
EXPRESS SCRIPTS HOLDING CO	33,451	33,451	COST	42,144
EXXON	82,679	82,679	COST	139,581
FISERV INC	40,739	40,739	COST	59,050
FORD		13,102	COST	15,878
GENERAL MILLS	56,446	57,406	COST	63,737
GLAXOSMITHKLINE	46,065	47,408	COST	65,992
GOLDMAN SACHS	37,291	37,693	COST	68,127
HARTFORD FINL SVCS GROUP INC	86,387	60,018	COST	93,192
HONEYWELL	21,393	21,913	COST	55,676
HSBC HOLDINGS	79,049	81,334	COST	85,554
HESS		60,074	COST	94,280
IBM	26,841	27,356	COST	51,272
ILLINOIS TOOL WORKS	68,912	56,536	COST	110,507
INTEL CORP	25,285	25,772	COST	28,505
JACOBS ENERG GROUP	48,285	48,285	COST	75,588
JOHNSON & JOHNSON	89,715	91,900	COST	159,640
JOHNSON CONTROLS	63,661	64,472	COST	110,340
JP MORGAN CHASE & CO	18,294	18,686	COST	30,479
KIMBERLY CLARK	53,858	55,212	COST	88,421
KRAFT FOODS	15,423	15,928	COST	26,961
LINCOLN NATL CORP	40,108	31,471	COST	80,412
MALLINCKRODT PUB		21,946	COST	26,130
MCCORMICK	20,159	20,425	COST	27,086
MCDONALDS CORP	74,935	76,575	COST	101,943
MERCK	43,298	44,286	COST	58,301

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MOLSON COORS BREWING	$ 30,286	$ 30,689	COST	$ 35,672
MONDELEZ INTERNATIONAL	28,052	28,447	COST	51,943
MOSAIC COMPANY	63,441	63,953	COST	48,820
NATIONAL OILWELL VARCO	51,396	51,788	COST	60,384
NIKE	47,172	35,799	COST	57,587
NOVARTIS	38,828	38,828	COST	53,343
OCCIDENTAL PETE CORP	69,637	70,686	COST	78,780
OMNICOM GROUP	51,536	52,344	COST	75,822
ORACLE	41,966	42,462	COST	79,616
PAYCHEX	61,713	63,201	COST	98,021
PEPSICO	38,581	39,334	COST	57,949
PFIZER	41,552	42,599	COST	67,622
PHILLIPS 66	19,357	19,357	COST	60,470
PNC BANK	35,264	35,911	COST	57,426
PROCTOR & GAMBLE	58,154	59,424	COST	86,868
QUALCOMM	60,467	61,184	COST	76,652
STATE STREET CORP	42,593	43,136	COST	77,102
SUN LIFE FINANCIAL SERVICES	30,312	31,258	COST	57,872
TARGET	19,683	20,118	COST	32,354
THERMO FISHER SCIENTIFIC	45,984	46,211	COST	84,725
TOYOTA		27,176	COST	38,508
UNITED TECHNOLOGIES	47,411	48,292	COST	89,831
US BANCORP	65,335	66,489	COST	102,311
VALERO ENERGY CORP	10,173	34,640	COST	68,008
VF CORP	21,932	22,406	COST	62,032
VIACOM	28,826	9,360	COST	35,199
VODAPHONE	59,197		COST	
WALT DISNEY CO	25,481	25,481	COST	60,521
WELLS FARGO	153,843	156,156	COST	176,861
XEROX	30,333		COST	
ZOETIS INCORPORATED	2,251	6,648	COST	8,200
KINDER MORGAN		52,815	COST	52,815
TOTAL	$ 3,639,572	$ 3,702,719		$ 5,603,321

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BANK OF NOVA SCOTIA BC SERIES A	$ 49,880	$ 49,880	COST	$ 47,813
G E CAPITAL 4.8% DUE 01/15/14	10,675	10,675	COST	11,013
G E CAPITAL 5% DUE 10/15/14	4,915	4,915	COST	5,159
G.E. CAPITAL CORP DTD 3/13/2007	30,971	30,380	COST	33,635
GE CAPITAL CORP DTD 11/24/2006	21,000	21,000	COST	22,930
HSBC FINANCE CORP DTD 8/16/2007	35,000	35,000	COST	35,905
WELLS FARGO GLOBAL NOTE	74,763	74,763	COST	81,983
TOTAL	$ 227,204	$ 226,613		$ 238,438

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
MUTUAL FUNDS	$ 5,284,346	$ 5,655,345	$ 6,526,263
VAN KAMPEN UNIT TRUST	16,990	17,483	26,179
KINDER MORGAN ENERGY PARTNERS	5,537		
EXCHANGE TRADED FUNDS	1,697,072	1,710,978	1,971,635
TOTAL	$ 7,003,945	$ 7,383,806	$ 8,524,077

Federal Statements

Statement 10 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
JOHN BORES	11584 EAST COUNTY ROAD 32	BELLEVUE OH 44811
MARY BORES	11584 EAST COUNTY ROAD 32	BELLEVUE OH 44811

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
JOHN A. AND MARY L.BORES	$ 601,123
TOTAL	$ 601,123

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Relationship	Address / Status	Purpose	Amount
ABIGAIL MINISTRIES NORWALK OH 44857		PO BOX 68 501(C)3 ORGA	OPERATIONS	5,000
ANSWERING THE CALL TOGETHER NORWALK OH 44857		PO BOX 564 501(C)3 ORGA	OPERATIONS	1,463
ATTICA INDEPENDENT FAIR ATTICA OH 44807		PO BOX 433 501(C)3 ORGA	OPERATIONS	3,000
ATTICA UMC COMMUNITY GIVING ATTICA OH 44807		P.O. BOX 472 501(C)3 ORGA	OPERATIONS	1,000
BELLEVUE FISHES & LOVES BELLEVUE OH 44811		203 MAPLE STREET 501(C)3 ORGA	OPERATIONS	10,000
BELLEVUE MINISTRIAL ASSOC BELLEVUE OH 44811		PO BOX 182 501(C)3 ORGA	GIVING TREE	2,000
BELLEVUE PUBLIC LIBRARY BELLEVUE OH 44811		224 E. MAIN STREET 170(C)1 ORGA	OPERATIONS	10,000
BELLEVUE UNITED SELECT FUND BELLEVUE OH 44811		250 W. MAIN STREET 501(C)3 ORGA	OPERATIONS	10,000
BELLEVUE YOUTH FOOTBALL FOUNDATION BELLEVUE OH 44811		1265 W. MAIN STREET 501(C)3 ORGA	OPERATIONS	1,000
BIBLE BAPTIST CHURCH WILLARD OH 44890		727 MYRTLE AVENUE 501(C)3 ORGA	OPERATIONS	2,500
CARE AND SHARE INC. OF ERIE COUNTY SANDUSKY OH 44870		241 JACKSON ST 501(C)3 ORGA	OPERATIONS	5,000
CASA OF HURON COUNTY NORWALK OH 44857		2 E MAIN ST 501(C)3 ORGA	OPERATIONS	2,000
CATHOLIC CHARITIES NORWALK OH 44857		34 WOODLAWN STREET 501(C)3 ORGA	OPERATIONS	10,000
EASTER SEALS NORWALK OH 44857		262 STATE ROUTE 61 501(C)3 ORGA	OPERATIONS	1,000
EHOVE CAREER CENTER MILAN OH 44846		316 W MASON ROAD PUB SCHOOL	HELPING HAND FUND	1,000
EMILY RADER FUND BELLEVUE OH 44811	NONE	670 CR 312 INDIVIDUAL	MED EXP FOR GIRL IN CAR ACC	2,000
ERIE COUNTY HUMANE SOCIETY SANDUSKY OH 44870		1911 SUPERIOR ST 501(C)3 ORGA	OPERATIONS	5,000
FINDLAY-HANCOCK COUNTY FOUNDATION FINDLAY OH 45840		101 W. SANDUSKY ST. 501(C)3 ORGA	OPERATIONS	25,000
FIRELANDS HABITAT FOF HUMANITY HURON OH 44839		365 MAIN ST, SUITE A 501(C)3 ORGA	OPERATIONS	20,000

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
FIRELANDS RAILS TO TRAILS NORWALK OH 44857	44 E MAIN ST	501(C)3 ORGA	OPERATIONS	5,000
FIRST BOOK OF HURON COUNTY NORWALK OH 44857	P.O. BOX 147	501(C)3 ORGA	OPERATIONS	1,000
FIRST CALL TO HELP FREMONT OH 43420	826 W STATE ST	501(C)3 ORGA	BELLEVUE FAMILY CHRISTMAS	2,000
HURON CO JOB & FAMILY SER NORWALK OH 44857	185 SHADY LANE	170(C)1 ORGA	FOSTER KIDS PROGRAM	10,000
HURON COUNTY HUMANE SOCIETY NORWALK OH 44857	246 WOODLAWN AVE	501(C)3 ORGA	OPERATIONS	5,000
HURON COUNTY JUNIOR FAIR NORWALK OH 44857	940 FAIR ROAD	501(C)3 ORGA	OPERATIONS	10,575
HURON COUNTY SERVICES FOR THE AGING NORWALK OH 44857	130 SHADY LANE DR	170(C)1 ORGA	OPERATIONS	3,000
IMMACULATE CONCEPTION CHURCH BELLEVUE OH 44811	231 E CENTER STREET	501(C)3 ORGA	OPERATIONS	2,000
IMMACULATE CONCEPTION SCHOOLS BELLEVUE OH 44811	304 E MAIN ST	501(C)3 ORGA	OPERATIONS	5,000
JUVENILE DIABETES RESEARCH FOUNDATI TOLEDO OH 43623	4041 SYLVANIA AVE.	501(C)3 ORGA	OPERATIONS	4,000
KNIGHTS OF COLUMBUS, BELLEVUE BELLEVUE OH 44811	816 MONROE ST.	501(C)3 ORGA	OPERATIONS	2,500
KNIGHTS OF COLUMBUS, MONROEVILLE MONROEVILLE OH 44847	P.O. BOX 181	501(C)3 ORGA	OPERATIONS	2,500
KNIGHTS OF COLUMBUS, NORWALK NORWALK OH 44857	254 W MAIN STREET	501(C)3 ORGA	OPERATIONS	2,500
KYLE BURCHETT COLUMBUS OH 43201	2118 INDIANA AVE NONE	INDIVIDUAL	COLLEGE LOANS	11,692
LIBERTY CENTER HOMELESS SHELTER FREMONT OH 43420	1421 EAST STATE ST.	501(C)3 ORGA	OPERATIONS	10,000
MIRIAM HOUSE NORWALK OH 44857	249 W MAIN ST	501(C)3 ORGA	OPERATIONS	10,000
MONROEVILLE NON PERISHABLE FOOD BAN MONROEVILLE OH 44847	29 CHAPEL STREET	501(C)3 ORGA	OPERATIONS	4,000
MONROEVILLE PUBLIC LIBRARY MONROEVILLE OH 44847	34 MONROE ST	170(C)1 ORGA	OPERATIONS	10,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
NORWALK AREA FOOD BANK NORWALK OH 44857		92 N PROSPECT ST 501(C)3 ORGA	OPERATIONS	10,000
NORWALK AREA UNITED FUND NORWALK OH 44857		10 WEST MAIN ST 501(C)3 ORGA	OPERATIONS	15,000
NORWALK CLOTHING BANK NORWALK OH 44857		51 BENEDICT AVE 501(C)3 ORGA	OPERATIONS	5,000
NORWALK HIGH SCHOOL ATHLETIC BOOSTE NORWALK OH 44857		P.O. BOX 67 501(C)3 ORGA	OPERATIONS	5,000
NORWALK HOMELESS SHELTER NORWALK OH 44857		92 N PROSPECT ST 501(C)3 ORGA	OPERATIONS	5,000
NORWALK KIWANIS NORWALK OH 44857		PO BOX 676 501(C)3 ORGA	FUNDRAISER	1,000
NORWALK PUBLIC LIBRARY NORWALK OH 44857		46 WEST MAIN STREET 170(C)1 ORGA	OPERATIONS	5,000
OUR LADY OF LOURDES FOOD PANTRY NEW LONDON OH 44851		18 PARK AVE 501(C)3 ORGA	OPERATIONS	5,000
PASS IT ON CLOTHING BELLEVUE OH 44811		203 MAPLE STREET, SUITE B 501(C)3 ORGA	OPERATIONS	5,000
PENNY BAKER HURON OH 44839	NONE	313 ORANGEWOOD ROAD INDIVIDUAL	CANCER TREATMENTS	1,878
PIGGY BACK FOUNDATION NORWALK OH 44857		P.O. BOX 436 501(C)3 ORGA	OPERATIONS	15,000
PLYMOUTH SHILOH FOOD BANK SHILOH OH 44878		26 MECHANIC ST 501(C)3 ORGA	OPERATIONS	10,000
RAY KRISHA NORTH FAIRFIELD OH 44855	NONE	1950 FAIRFIELD ANGLING RO INDIVIDUAL	MEDICAL EXPENSES	7,500
REACH OUR YOUTH NORWALK OH 44857		2 E MAIN ST, ROOM 102 501(C)3 ORGA	OPERATIONS	2,000
SALVATION ARMY - HURON COUNTY CLEVELAND OH 44115		2507 EAST 22ND ST. 501(C)3 ORGA	OPERATIONS	24,000
SALVATION ARMY - NORWALK NORWALK OH 44857		55 WHITTLESEY AVE 501(C)3 ORGA	OPERATIONS	10,000
SECOND HARVEST FOOD BANK LORAIN OH 44053		7445 DEER TRAIL LANE 501(C)3 ORGA	OPERATIONS	5,000
SENECA COUNTY HUMANE SOCIETY TIFFIN OH 44883		2811 S. STATE ROUTE 100 501(C)3 ORGA	OPERATIONS	5,000

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
SENECA EAST PUBLIC LIBRARY ATTICA OH 44807	14 NORTH MAIN STREET	170(C)1 ORGA	OPERATIONS	5,000
SENECA HABITAT FOR HUMANITY TIFFIN OH 44883	65 GRACE STREET	501(C)3 ORGA	OPERATIONS	20,000
ST. JOHN NEUMAN SERRA CLUB NORWALK OH 44857	41 RIDGEWOOD DR.	501(C)3 ORGA	OPERATIONS	1,000
ST. JOSEPH CATHOLIC CHURCH MONROEVILLE OH 44847	66 CHAPEL ST	501(C)3 ORGA	OPERATIONS	2,000
ST. MARY'S CATHOLIC CHURCH NORWALK OH 44857	38 W LEAGUE ST	501(C)3 ORGA	FOOD PANTRY	2,000
ST. MARY'S CATHOLIC CHURCH NORWALK OH 44857	38 W LEAGUE ST	501(C)3 ORGA	OPERATIONS	2,000
TEEN LEADERSHIP CORPS SANDUSKY OH 44870	26 E. CEDAR POINT ROAD	501(C)3 ORGA	OPERATIONS	5,000
THE CHRISTOPHERS NEW YORK NY 10017	12 E 48TH ST	501(C)3 ORGA	OPERATIONS	1,000
TOYS FOR TOTS BELLEVUE OH 44811	5630 SR 113	501(C)3 ORGA	TOYS FOR CHRISTMAS	3,000
TRINITY LUTHERAN CHURCH MONROEVILLE OH 44847	121 BROAD ST	501(C)3 ORGA	YOUTH CLUB	4,000
VICTORY TEMPLE SOUP KITCH SANDUSKY OH 44870	1613 HAYES AVE	501(C)3 ORGA	THANKSGIVING GIFT CERTIFICATES TO KR	20,000
VILLAGE HOUSE FREMONT FREMONT OH 43420	350 RAWSON AVE	501(C)3 ORGA	OPERATIONS	2,500
VOLUNTEERS OF AMERICA SANDUSKY OH 44870	1843 SUPERIOR STREET	501(C)3 ORGA	HOMELESS SHELTER	10,000
WEEK ENDS WITHOUT HUNGER NORWALK OH 44857	272 BENEDICT AVE	501(C)3 ORGA	OPERATIONS	5,000
WOMEN HELPING YOUNG MOTHERS FREMONT OH 43420	P.O. BOX 265	501(C)3 ORGA	OPERATIONS	2,000
TOTAL				438,608