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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation Robert O and Annamae Orr Family Foundation		A Employer identification number 34-1867983	
Number and street (or P O box number if mail is not delivered to street address) Mike Stark 3475 Ridgewood Rd		B Telephone number (see instructions) (330) 237-3305	
City or town, state or province, country, and ZIP or foreign postal code Akron, OH 443333163		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) <input checked="" type="checkbox"/> \$ 8,378,981		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	20			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	258,456	258,456		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	45,592			
	b Gross sales price for all assets on line 6a 1,565,419				
	7 Capital gain net income (from Part IV, line 2) . . .		45,592		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	304,068	304,048		
	13 Compensation of officers, directors, trustees, etc	214,100	107,050		107,050
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,911	1,433		478
	c Other professional fees (attach schedule)	60,279	60,279		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,150	187		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,477	770		707
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,127	50		1,077
	24 Total operating and administrative expenses. Add lines 13 through 23	282,044	169,769		109,312
	25 Contributions, gifts, grants paid	507,661			507,661
	26 Total expenses and disbursements. Add lines 24 and 25	789,705	169,769		616,973
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-485,637			
	b Net investment income (if negative, enter -0-)		134,279		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	27,960	2,601	2,601
	2	Savings and temporary cash investments	931,097	208,065	208,065
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	649,563	399,563	430,124
	b	Investments—corporate stock (attach schedule)	3,580,345 <input checked="" type="checkbox"/>	4,296,026	5,055,637
	c	Investments—corporate bonds (attach schedule).	2,749,889 <input checked="" type="checkbox"/>	2,546,962	2,682,554
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,938,854	7,453,217	8,378,981	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	7,938,854	7,453,217	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	7,938,854	7,453,217	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,938,854	7,453,217		

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	7,938,854
2	Enter amount from Part I, line 27a	2	-485,637
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	7,453,217
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	7,453,217

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)
1 a	Publicly Traded Stock		2013-01-01	2013-12-31
b	Publicly Traded Stock			
c	Publicly Traded Stock			
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 360,186		351,634	8,552
b 51,922		51,672	250
c 1,153,299		1,116,521	36,778
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			8,552
b			250
c			36,778
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	45,592
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	8,552

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	608,067	8,501,555	000 071524
2011	555,832	8,943,549	000 062149
2010	557,061	9,246,600	000 060245
2009	480,381	9,256,077	000 051899
2008	531,576	9,783,145	000 054336

2 Total of line 1, column (d).	2	000 300153
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	000 060031
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	8,243,089
5 Multiply line 4 by line 3.	5	494,841
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,343
7 Add lines 5 and 6.	7	496,184
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	616,973

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)					
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,343		
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		2			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)					
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				2	
3 Add lines 1 and 2.				3	1,343
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4			
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,343		
6 Credits/Payments		7	2,360		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a			2,360	
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	2,360		
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,017		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,017 Refunded		11			

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶None				
14	The books are in care of ▶Michael L StarkTelephone no ▶(330) 237-3305 Located at ▶3475 Ridgewood Road Akron OHZIP +4 ▶44333			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

YesNo

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?

YesNo

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

YesNo

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total

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

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Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	8,341,715
b	Average of monthly cash balances.	1b	26,903
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,368,618
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	8,368,618
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) 5	4	125,529
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,243,089
6	Minimum investment return. Enter 5% of line 5.	6	412,154

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	412,154
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,343
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,343
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	410,811
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	410,811
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	410,811

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 5	1a	616,973
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	616,973
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	1,343
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	615,630
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				410,811
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	44,391			
b From 2009.	18,474			
c From 2010.	97,197			
d From 2011.	110,579			
e From 2012.	187,703			
f Total of lines 3a through e.	458,344			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 616,973				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				410,811
e Remaining amount distributed out of corpus	206,162			
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	664,506			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	44,391			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	620,115			
10 Analysis of line 9				
a Excess from 2009. . . .	18,474			
b Excess from 2010. . . .	97,197			
c Excess from 2011. . . .	110,579			
d Excess from 2012. . . .	187,703			
e Excess from 2013. . . .	206,162			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

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

M Stark
3475 Ridgewood Road
Akron, OH 44333
(330) 376-3300

b

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

No Form Needed Include name, address and confirmation of 501c3 status with request

c

Any submission deadlines

None

d

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

The organization must be a 501c3

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	507,661
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated


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

[illegible]

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Michael Stark	President 025 00	65,000		
3475 Ridgewood Road Akron, OH 44333				
Karen Murray	Exec Dir 035 00	72,200		
3475 Ridgewood Road Akron, OH 44333				
Kate Baker	Trustee 005 00	21,000		
3475 Ridgewood Road Akron, OH 44333				
Mary Stark	Trustee 010 00	19,500		
3475 Ridgewood Road Akron, OH 44333				
Karen Stevens	Trustee 010 00	36,400		
3475 Ridgewood Road Akron, OH 44333				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Akron-Canton Regional Food Bank 350 Opportunity Parkway Akron, OH 44307		PC	general support	65,000
Akron Zoo 500 Edgewood Rd Akron, OH 44307		PC	general support	80,000
American Red Cross 780 E Smith Rd Medina, OH 44256		PC	specific program	10,000
Battered Womens Shelter 759 West Market St Akron, OH 44303		PC	general support	4,000
Beacon Journal Charities 333 S Main St 319 Akron, OH 44308		PC	specific program	25,000
Boy Scouts Great Trail Council 1601 S Main St Akron, OH 44309		PC	general support	2,000
Boys Hope Girls Hope 9819 Garfield Blvd Akron, OH 44125		PC	scholarships	20,161
Canton Challenger Baseball PO Box 358 Arnold, MD 21012		PC	general support	5,000
Canton Museum of Art 101 Market Ave North Canton, OH 44702		PC	general support	5,000
Childrens Concert Society 198 Hill Street Akron, OH 44325		PC	general support	5,000
Downtown Akron Partnership 103 S High St 4th floor Akron, OH 44308		PC	general support	2,500
Friends of Glendale Cemetery 150 Glendale Ave Akron, OH 44302		PC	specific program	20,000
Elves & More PO Box 95 Cuyahoga Falls, OH 44222		PC	specific program	5,000
Goodwill Industries 15810 Indianola Drive Rockville, MD 20855		PC	general program	5,000
Hale Farm 2686 Oak Hill Rd Bath, OH 44210		PC	general program	5,000
Total  3a				507,661

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Ideastream 1375 Euclid Ave Cleveland, OH 44115		PC	general support	2,000
Invent Now 3701 Highland Park NW North Canton, OH 44720		PC	general support	1,000
Mental Health America of Summit County 20 Olive Street Akron, OH 44310		PC	general support	5,000
Mobil Meals 1063 S Broadway St Akron, OH 44311		PC	general support	14,000
NAMI (mental health organization) PO Box 462 Cuyahoga Falls, OH 44222		PC	specific program	20,000
Oak Clinic 3838 Massillon Rd Uniontown, OH 44685		PC	specific program	25,000
Ohio Foundation of Independent Colleges 250 E Broad St Suite 1700 Columbus, OH 43215		PC	scholarships	5,000
Our Lady of the Elms 1230 W Market St Akron, OH 44313		PC	general support	25,000
RED Company PO Box 2478 Akron, OH 44309		PC	specific program	1,000
Salvation Army PO Box 1884 Akron, OH 44309		PC	general support	10,000
St Vincent- St Mary High School 15 North Maple Ave Akron, OH 44303		PC	scholarships	6,000
Stan Hywet Hall & Gardens 714 N Portage Path Akron, OH 44303		PC	general support	55,000
University of AkronSAE 302 Buchtel Common Akron, OH 44325		PC	general support	25,000
Akron Art Museum 1 South High Akron, OH 44308		PC	general support	55,000
Total ▶ 3a				507,661

TY 2013 Accounting Fees Schedule**Name:** Robert O and Annamae Orr Family Foundation**EIN:** 34-1867983**Software ID:** 13000230**Software Version:** 13.5.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Select Fiduciary	1,711	1,283		428
FirstMerit Tax Prep	200	150		50

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly Traded Stock	2013-01		2013-12		360,186	351,634			8,552	
Publicly Traded Stock					51,922	51,672			250	
Publicly Traded Stock					1,153,299	1,116,521			36,778	

TY 2013 General Explanation Attachment

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

TY 2013 Investments Corporate Bonds Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FFCB 4.875 12/16/2015	252,207	271,745
FFCB 4.950 01/03/2017	98,040	112,241
FHLB 4.625 03/09/2018	103,690	112,512
Duke Energy Indiana 3.75 7/15/20	98,125	103,662
Baltimore Gas Elect 3.5 11/15/21	151,335	148,917
Orange Rockland Util	102,850	101,858
Vodafone Group Pcl 4.150	149,100	152,393
Procter Gamble Co 4.950	49,600	51,421
CVS Corp 4.875 9/15/2014	51,250	51,496
Caterpillar Fin Service Corp 5.500	99,650	109,572
International CCE 2.125 9/15/15	152,685	152,904
Hewlett-Packard 5.400	101,000	110,084
National Rural 5.450	97,920	112,790
Anheuser-Busch Cos Inc 4.500	93,370	110,182
Oracle Corp 5.750	50,750	57,779
Conocophillips 5.200	145,290	163,618
Kellogg Co 4.450	148,425	161,819
Duke Energy 3.350	100,550	103,057
Bank of America 4.750	100,000	104,402
Southwestern Electric Power 3.550	151,125	146,519
FHLMC 2.000	250,000	243,583

TY 2013 Investments Corporate
Stock Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ATT	101,550	114,094
Apple	106,479	116,131
Automatic Data Processing	68,423	99,221
BBT Corp	67,349	79,865
Bristol Myers Squibb	76,200	123,467
Chevron	122,252	157,387
Coca Cola	86,129	107,323
Dominion Resources	72,715	87,978
Eaton Corp	66,552	94,693
Exxon Mobil	104,764	138,037
Genuine Parts	53,274	69,131
General Electric	97,513	132,498
HCP Inc	75,927	67,301
Home Depot	35,226	59,120
Illinois Tool Works	83,512	122,084
International Business Machines	61,347	61,898
Ishares Russell Midcap Index	129,184	184,925
JM Smucker Co	63,021	83,207
McDonalds Corp	50,805	71,996
Praxair	64,153	89,331
Proctor Gamble	62,591	81,491
Southern Compnay	70,357	63,638
US Bancorp	62,157	86,820
IShares Barclays Tips	225,119	231,669
IShares Barclays 1-3 year Credit Bond	124,844	127,185
IShares Barclays 1-3 year Treasury Bond	125,183	125,811
IShares IBOXX Invest Grade	374,577	373,509
Wisdomtree Emerging Markets	130,224	117,471
JP Morgan Chase	107,643	134,212
Kimberly Clark	70,828	93,492

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Marsh McLennan	70,108	99,235
Norfolk Southern	101,750	125,785
Pfizer	89,293	117,864
Merck Co	107,792	133,233
Qualcomm	104,592	119,988
Spectra Energy Corp	76,848	85,914
Travelers Companies	90,756	109,553
Wells Fargo Co	105,673	129,753
Cisco Systems Inc	76,412	73,840
Conocophillips	77,363	85,840
Honeywell International Inc	95,961	119,512
Target Corp	118,843	117,872
Wisconsin Energy Corp	66,268	65,565
Wisdomtree International Largecap Divided	174,469	176,698

TY 2013 Other Assets Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

TY 2013 Other Expenses Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Copies, postage, checks	204			204
Bank fees	100	50		50
O hio filing fee	200			200
Photos	250			250
Web fees	373			373

TY 2013 Other Professional Fees Schedule

Name: Robert O and Annamae Orr Family Foundation

EIN: 34-1867983

Software ID: 13000230

Software Version: 13.5.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FirstMerit Bank investment fees	60,279	60,279		

TY 2013 Taxes Schedule**Name:** Robert O and Annamae Orr Family Foundation**EIN:** 34-1867983**Software ID:** 13000230**Software Version:** 13.5.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax on investment income estimates	2,360			
Tax on investment income	603			
Foreign Taxes	187	187		