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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 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 , 2013, and ending , 20

Name of foundation BISHOP FUND		A Employer identification number 34-6513612
Number and street (or P.O. box number if mail is not delivered to street address) KEYBANK, 4900 TIEDEMAN OH-01-49-0150		B Telephone number (see instructions) 216-689-5749
Room/suite		
City or town, state or province, country, and ZIP or foreign postal code BROOKLYN, OH 44144-2302		C If exemption application is pending, check here ☐
G Check all that apply.	Initial return ☐ Final return ☐ Address change ☐	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
Initial return of a former public charity Amended return ☐ Name change ☐		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,882,246.		
J Accounting method: ☒ Cash ☐ Accrual ☐ 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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		47,392.	47,392.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		73,529.			
b Gross sales price for all assets on line 6a 108,549.					
7 Capital gain net income (from Part IV, line 2)			73,529.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		120,921.	120,921.		
13 Compensation of officers, directors, trustees, etc.		NONE	NONE		NONE
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 2		1,250.	NONE	NONE	1,250.
c Other professional fees (attach schedule) STMT 3		17,719.	13,289.		4,430.
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 4		1,388.	628.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT 5		313.			
24 Total operating and administrative expenses. Add lines 13 through 23		20,670.	13,917.	NONE	5,680.
25 Contributions, gifts, grants paid		107,500.			107,500.
26 Total expenses and disbursements. Add lines 24 and 25		128,170.	13,917.	NONE	113,180.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-7,249.			
b Net investment income (if negative, enter -0-)			107,004.		
c Adjusted net income (if negative, enter -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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments				
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)	STMT 6	963,535.	956,286.	1,882,246.
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)		963,535.	956,286.	1,882,246.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)			NONE		
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	963,535.	956,286.		
	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 instructions)	963,535.	956,286.			
31	Total liabilities and net assets/fund balances (see instructions)	963,535.	956,286.			

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	963,535.
2	Enter amount from Part I, line 27a	2	-7,249.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	956,286.
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	956,286.

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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 108,549.		35,020.	73,529.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			73,529.		
b					
c					
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	73,529.	
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		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	104,662.	1,707,337.	0.061301
2011	112,941.	1,713,915.	0.065897
2010	119,724.	1,629,683.	0.073465
2009	112,727.	1,523,366.	0.073999
2008	88,238.	1,850,134.	0.047693
2 Total of line 1, column (d)			0.322355
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			0.064471
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			1,791,528.
5 Multiply line 4 by line 3			115,502.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,070.
7 Add lines 5 and 6			116,572.
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.			113,180.

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		1	2,140.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	2,140.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,140.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,200.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	941.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,141.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	1.	
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		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ NONE 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		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?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
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 SEE STATEMENT 7 Telephone no			
	Located at ZIP+4			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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.		
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.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****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? ☐ 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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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
GREGORY M BISHOP 127 PUBLIC SQUARE, 17TH FL, CLEVELAND, OH 44114	DIRECTOR 1	-0-	-0-	-0-
JEFFREY B BISHOP 127 PUBLIC SQUARE, 17TH FL, CLEVELAND, OH 44114	DIRECTOR 1	-0-	-0-	-0-
ROBERT B FORD 127 PUBLIC SQUARE, 39TH FL, CLEVELAND, OH 44114	DIRECTOR 1	-0-	-0-	-0-
A. REID BISHOP 127 PUBLIC SQUARE, 17TH FL, CLEVELAND, OH 44114	DIRECTOR 1	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,818,810.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,818,810.
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	NONE
3	Subtract line 2 from line 1d	3	1,818,810.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,282.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,791,528.
6	Minimum investment return. Enter 5% of line 5	6	89,576.

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	89,576.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,140.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,140.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	87,436.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	87,436.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	87,436.

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	113,180.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	113,180.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	113,180.

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				87,436.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	9,289.			
c From 2010	39,386.			
d From 2011	28,993.			
e From 2012	21,695.			
f Total of lines 3a through e	99,363.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>113,180.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				87,436.
e Remaining amount distributed out of corpus	25,744.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	125,107.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	125,107.			
10 Analysis of line 9:				
a Excess from 2009	9,289.			
b Excess from 2010	39,386.			
c Excess from 2011	28,993.			
d Excess from 2012	21,695.			
e Excess from 2013	25,744.			

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 ATTACHED LIST	NONE	PUBLIC CHARITABLE	PROGRAMS, GENERAL FUNDING	107,500.
Total			3a	107,500.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	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					
4 Dividends and interest from securities			14	47,392.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	73,529.	
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)				120,921.	
13 Total. Add line 12, columns (b), (d), and (e)				120,921.	120,921.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

BISHOP FUND

34-6513612

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DIVIDENDS AND INTEREST	47,392.	47,392.
	-----	-----
TOTAL	47,392.	47,392.
	=====	=====

BISHOP FUND

34-6513612

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

BISHOP FUND

34-6513612

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
KEYBANK, N.A. - AGENT FOR TRUS	17,719.	13,289.	4,430.
TOTALS	17,719.	13,289.	4,430.
	=====	=====	=====

BISHOP FUND

34-6513612

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ESTIMATED TAXES PAID	760.	
FOREIGN TAXES WITHHELD	628.	628.
	-----	-----
TOTALS	1,388.	628.
	=====	=====

BISHOP FUND

34-6513612

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
STATE OF OHIO FILING FEE	200.
SECRETARY OF OHIO FILING FEE	25.
CT CORPORATION	88.

TOTALS	313.
	=====

STATEMENT 5

BISHOP FUND

34-6513612

FORM 990PF, PART II - OTHER INVESTMENTS
=====

COST/
FMV
C OR F

DESCRIPTION

SEE ATTACHED SCHEDULE

C

TOTALS

BISHOP FUND

34-6513612

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: KEYBANK N A
TRUST TAX DEPARTMENT
ADDRESS: 4900 TIEDEMAN RD, OH-01-49-0150
BROOKLYN, OH 44144-2302

TELEPHONE NUMBER: (216)813-4556

STATEMENT 7

BISHOP FUND
FORM 990PF, PART XV - LINES 2a - 2d
=====

34-6513612

RECIPIENT NAME:

KEYBANK N A, C/O KATHY RILEY

ADDRESS:

127 PUBLIC SQUARE, 17TH FLOOR

CLEVELAND, OH 44114

RECIPIENT'S PHONE NUMBER: 216-689-5749

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

The vast majority of distributions from the Bishop Fund are made upon direction of Gregory M Bishop and Jeffrey B Bishop. Those distributions are made to organizations in which they have a strong

RESTRICTIONS OR LIMITATIONS ON AWARDS:

interest, such distributions centering on organizations with a scientific or environmental orientation. Some modest distributions are made to Cleveland based organizations.

STATEMENT 8

BISHOP FUND GRANTS

34-6513612

RECIPIENT NAME	CITY STATE	DATE	AMOUNT
COPPER CANYON PRESS	PORT TOWNSEND WA	01/16/13	500.00
CAPITAL HILL HOUSING FOUNDATION	SEATTLE WA	01/16/13	1,000.00
NORTHWEST ARCHITECTURAL LEAGUE	SEATTLE WA	01/16/13	10,000.00
INDEPENDENT CURATORS INTERNATIONAL	NEW YORK NY	04/22/13	15,000.00
HIPS ROAD	NEW YORK NY	11/25/13	1,000.00
MAPP INTERNATIONAL PRODUCTIONS	NEW YORK NY	11/25/13	500.00
AMERICAN ACADEMY IN ROME	NEW YORK NY	11/25/13	1,000.00
HARPSWELL FOUNDATION	CONCORD MA	11/25/13	1,000.00
CALIFORNIA INSTITUTE OF TECHNOLOGY	PASADENA CA	11/25/13	12,000.00
THE NEW MUSEUM	NEW YORK NY	11/25/13	500.00
AMNESTY INTERNATIONAL	WASHINGTON, DC	11/25/13	500.00
ARTIST SPACE	NEW YORK NY	11/25/13	500.00
ART 21	NEW YORK NY	11/25/13	2,500.00
HENRY ART GALLERY	SEATTLE WA	11/25/13	2,000.00
BROOKLYN ACADEMY OF MUSIC	NEW YORK NY	11/25/13	1,000.00
THE DRAWING CENTER	NEW YORK NY	11/25/13	500.00
BANG ON A CAN	NEW YORK NY	11/25/13	9,000.00
MUSEUM OF MODERN ART	NEW YORK NY	11/25/13	3,000.00
SOLOMAN R GUGGENHEIM MUSEUM	NEW YORK NY	11/25/13	1,000.00
WHITNEY MUSEUM OF AMERICAN ART	NEW YORK NY	11/25/13	1,000.00
SCHOOL OF THE MUSEUM OF FINE ART	BOSTON MA	11/25/13	500.00
BETTY BOWEN MEMORIAL FUND	SEATTLE WA	11/25/13	500.00
ARTIST'S TRUST	SEATTLE WA	11/25/13	500.00
WESTMINSTER SCHOOL	SIMSBURY CT	11/25/13	500.00
COPPER CANYON PRESS	PORT TOWNSEND WA	11/25/13	1,000.00
NORTHWEST ARCHITECTURAL LEAGUE	SEATTLE WA	12/10/13	10,000.00
SPACE.CITY	SEATTLE WA	12/10/13	2,000.00
JACK STRAW FOUNDATION	SEATTLE WA	12/10/13	7,000.00
TAFT SCHOOL	WATERTOWN CT	12/10/13	500.00
UNIVERSITY OF WASHINGTON	SEATTLE WA	12/10/13	4,000.00
BUSH SCHOOL	SEATTLE WA	12/10/13	500.00
HENRY ART GALLERY	SEATTLE WA	12/10/13	1,000.00
ON THE BOARDS	SEATTLE WA	12/10/13	2,000.00
911 MEDIA ART CENTER	SEATTLE WA	12/10/13	1,000.00
KUOW PUBLIC RADIO	SEATTLE WA	12/10/13	1,000.00
KEXP PUBLIC RADIO	SEATTLE WA	12/10/13	1,000.00
EARLY MUSIC GUILD	SEATTLE WA	12/10/13	1,500.00
SEATTLE ARCHITECTURE FOUNDATION	SEATTLE WA	12/10/13	1,000.00
VELOCITY DANCE CENTER	SEATTLE WA	12/10/13	1,000.00
SPECTRUM DANCE THEATER	SEATTLE WA	12/10/13	1,500.00
NIAUSI - NORTHWEST INSTITUTE FOR	SEATTLE WA	12/10/13	1,500.00
CAPITAL HILL HOUSING FOUNDATION	SEATTLE WA	12/10/13	2,000.00
SUYAMA SPACE	SEATTLE WA	12/10/13	1,500.00
THE PARK AVENUE ARMORY	NEW YORK NY	12/17/13	1,000.00
TOTAL			107,500.00

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RUN DATE	2014-01-16
BUS DATE	2014-01-15
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SAR ID	TAC000PCR

ACCOUNT NAME
FUND FD NO 2
AS OF 12-31

216-813-4522

SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
00206R102	AT&T INC COM	54,427.68	0.00	6,019.99	1,548.000
025816109	AMERICAN EXPRESS CO COM	63,511.00	0.00	2,675.34	700.000
03076C106	AMERIPRISE FINANCIAL INC COM	57,525.00	0.00	4,269.65	500.000
053015103	AUTOMATIC DATA PROCESSING INC COM	28,279.65	0.00	11,681.93	350.000
064149107	BANK OF NOVA SCOTIA FGN COM	18,765.00	0.00	17,969.94	300.000
110122108	BRISTOL-MYERS SQUIBB CO COM	63,780.00	0.00	2,282.61	1,200.000
191216100	COCA COLA CO COM	66,096.00	0.00	1,795.83	1,600.000
256206103	DODGE & COX INTERNATIONAL STOC F OPEN-END FUND	47,164.78	0.00	31,123.57	1,095.836
302316102	EXXON MOBIL CORP COM	106,260.00	0.00	2,469.97	1,050.000
3140000W1	FEDERATED PRIME OBLIGATIONS FD INSTITUTIONAL SHARES	41,518.52	0.00	41,518.52	41,518.520
406216101	HALLIBURTON CO COM	96,425.00	0.00	2,349.14	1,900.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	45,595.24	0.00	40,263.14	642.096
458140100	INTEL CORP COM	63,589.75	0.00	17,877.34	2,450.000
459200101	INTERNATIONAL BUSINESS MACHS COM	56,271.00	0.00	35,036.25	300.000
464286509	ISHARES MSCI CANADA INDEX FD CLOSED-END FUND	17,496.00	0.00	18,221.94	600.000
464286665	ISHARES MSCI PAC EX-JPN INDEX FD CLOSED-END FUND	18,692.00	0.00	18,439.96	400.000
464287176	ISHARES BARCLAYS TIPS BOND FUND CLOSED-END FUND	54,950.00	0.00	51,938.87	500.000
464287226	ISHARES CORE TOTL US BD MKT ETF	172,416.60	0.00	173,464.84	1,620.000

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RUN DATE 2014-01-16
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	CLOSED-END FUND				
464287507	ISHARES CORE S&P MID-CAP ETF CLOSED-END FUND	40,143.00	0.00	19,519.11	300.000
464288646	ISHARES BARCLAYS 1-3 YR CR BD FD CLOSED-END FUND	21,092.00	0.00	21,000.00	200.000
548661107	LOWES COS INC COM	49,550.00	0.00	18,910.00	1,000.000
594918104	MICROSOFT CORP COM	59,856.00	0.00	8,762.50	1,600.000
655844108	NORFOLK SOUTHERN CORP COM	18,566.00	0.00	14,871.96	200.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	141,349.66	0.00	141,968.76	13,222.606
713448108	PEPSICO INC COM	41,470.00	0.00	23,810.14	500.000
742718109	PROCTER & GAMBLE CO COM	38,669.75	0.00	25,336.50	475.000
780259206	ROYAL DUTCH SHELL PLC SPONS ADR	57,016.00	0.00	3,793.83	800.000
87612E106	TARGET CORP COM	63,270.00	0.00	22,342.50	1,000.000
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	30,821.91	0.00	32,071.44	2,354.615
88579V101	3M CO COM	84,150.00	0.00	13,454.26	600.000
89417E109	TRAVELERS COS INC COM	36,216.00	0.00	15,824.00	400.000
911312106	UNITED PARCEL SERVICE INC COM CL B	36,778.00	0.00	23,330.50	350.000
92646A658	VICTORY FD FOR INCOME FUND CL I	66,560.00	0.00	82,368.00	6,400.000
98956P102	ZIMMER HOLDINGS INC COM	24,695.35	0.00	10,244.93	265.000
999999USD	UNINVESTED CASH	0.00	-721.18	-721.18	721.180
	*** TOTAL ***	1,882,966.89	-721.18	956,286.08	87,220.493