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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **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
THE WILLIAM BINGHAM FOUNDATION

A Employer identification number
34-6513791

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1111 SUPERIOR AVENUE
ROOM/SUITE 700

B Telephone number (see instructions)
(216) 363-6482

City or town, state or province, country, and ZIP or foreign postal code
CLEVELAND, OH 44114

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 ☑ 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)*▶$ 18,399,940

J Accounting method ☐ Cash ☐ Accrual
☑ Other (specify) MODIFIED CASH
(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))*

			(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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	278	278		
	4	Dividends and interest from securities	213,330	213,330		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	69,048			
	b	Gross sales price for all assets on line 6a 7,764,737				
	7	Capital gain net income (from Part IV, line 2)		69,048		
	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	282,656	282,656		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	17,338	3,808		12,685
	14	Other employee salaries and wages	107,949			107,949
	15	Pension plans, employee benefits	11,699			11,699
	16a	Legal fees (attach schedule)	8,104	2,187		5,917
	b	Accounting fees (attach schedule)	16,000			16,000
	c	Other professional fees (attach schedule)	170,644	161,544		9,100
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	23,161	2,670		
	19	Depreciation (attach schedule) and depletion	63			
	20	Occupancy	14,250			14,250
	21	Travel, conferences, and meetings	6,148	1,025		5,123
	22	Printing and publications				
	23	Other expenses (attach schedule)	34,600	26,035		8,565
	24	**Total operating and administrative expenses.** Add lines 13 through 23	409,956	197,269		191,288
	25	Contributions, gifts, grants paid	773,578			773,578
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,183,534	197,269		964,866
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-900,878			
	b	**Net investment income** (if negative, enter -0-)		85,387		
	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	3,633	2,835	2,835
	2	Savings and temporary cash investments	3,368,684	3,739,659	3,739,659
	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	6,891		
	10a	Investments—U S and state government obligations (attach schedule)		577,258	575,927
	b	Investments—corporate stock (attach schedule)	12,481,583	12,100,995	14,081,519
	c	Investments—corporate bonds (attach schedule)	1,459,616		
	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 ▶ 2,922 Less accumulated depreciation (attach schedule) ▶ 2,921	63	1	
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	17,320,470	16,420,748	18,399,940
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** ▶ ☐ **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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	17,320,470	16,420,748	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	17,320,470	16,420,748	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	17,320,470	16,420,748	

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	17,320,470
2	Enter amount from Part I, line 27a	2	-900,878
3	Other increases not included in line 2 (itemize) ▶	3	1,156
4	Add lines 1, 2, and 3	4	16,420,748
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	16,420,748

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
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	See Additional Data Table			
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	69,048
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	181,297

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	994,617	19,265,044	0 051628
2011	929,400	20,041,329	0 046374
2010	1,006,963	18,597,936	0 054144
2009	823,461	17,744,607	0 046406
2008	960,209	19,695,761	0 048752

2	**Total** of line 1, column (d).	2	0 247304
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 049461
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	18,435,922
5	Multiply line 4 by line 3.	5	911,859
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	854
7	Add lines 5 and 6.	7	912,713
8	Enter qualifying distributions from Part XII, line 4.	8	964,866

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	854
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	854
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	854
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 20,491		
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	20,491
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	19,637
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 19,637 **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		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)?	1b		No
	*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		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? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	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? *If "No," attach explanation*	8b		No
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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		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 ▶WWW WBINGHAMFOUNDATION ORG

14 The books are in care of ▶MARIANNE GREGA THE WILLIAM BINGHAM FOUNDATION Telephone no ▶(216) 363-6482

Located at ▶1111 SUPERIOR AVE STE 700 CLEVELAND OH ZIP+4 ▶44114

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		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? ☐ 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 page 20 of the instructions)?	1b		No
	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		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? ☐ 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		
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.)*	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)*

			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)?	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? ☐ 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		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? ☐ Yes ☑ No			
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
LAURA H GILBERTSON 1111 SUPERIOR AVE 700 CLEVELAND,OH 44114	CHIEFADMNSTR 40 00	107,949	3,238	

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

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
AIS CAPITAL MGMT LLC 187 DANBURY RD WILTON, CT 06897	INVSTMNT ADVSR	78,277
PRENTISS SMITH & CO INC 45 WALNUT ST BRATTLEBORO, VT 05301	INVSTMNT ADVSR	59,859

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	
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	15,501,029
b	Average of monthly cash balances	1b	3,215,643
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	18,716,672
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	18,716,672
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	280,750
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,435,922
6	**Minimum investment return.** Enter 5% of line 5	6	921,796

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	921,796
2a	Tax on investment income for 2013 from Part VI, line 5	2a	854		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	854
3	Distributable amount before adjustments Subtract line 2c from line 1			3	920,942
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	920,942
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	920,942

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	964,866
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	964,866
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	854
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	964,012

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				920,942
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			63,615	
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 ▶ $ 964,866				
a Applied to 2012, but not more than line 2a			63,615	
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.				901,251
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				19,691
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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
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 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))

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

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

THE WILLIAM BINGHAM FOUNDATION
ATTN LAURA GILBERTSON
1111 SUPERIOR AVE STE 700
CLEVELAND,OH 44114
(216) 344-5200
LG@WBINGHAMFOUNDATION ORG

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

THE GRANT APPLICATION PROCESS IS DESCRIBED ON THE FOUNDATION'S WEBSITE AT HTTP WWW WBINGHAMFOUNDATION ORG UNDER THE HEADING "PROCEDURES"

c Any submission deadlines

COMPLETE GRANT PROPOSALS ARE ACCEPTED ONLY AT THE REQUEST OF THE FOUNDATION AND ARE DUE TWO MONTHS P

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

THE FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES GRANTS ARE MADE TO ORGANIZATIONS ORGANIZED WITHIN THE UNITED STATES

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 Additional Data Table				
Total . . . . ▶ **3a**				773,578
b *Approved for future payment*				
MUSICAL ARTS ASSOCIATION 11001 EUCLID AVENUE CLEVELAND, OH 44106	N/A	PUBLIC	ENDOWMENT OF BLOSSOM MUSIC CENTER	250,000
TRUST FOR PUBLIC LAND - MAINE 30 DANFORTH STREET 106 PORTLAND, ME 04101	N/A	PUBLIC	LAND CONSERVATION PROGRAM	150,000
Total . . . . ▶ **3b**				400,000

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	278	
4 Dividends and interest from securities. . . .			14	213,330	
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	69,048	
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). .				282,656	

13 Total. Add line 12, columns (b), (d), and (e). 13 282,656

(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)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2014-08-15	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▸ ☐	PTIN
JOSEPH P KOVALCHECK JR		2014-08-11		P00226301
Firm's name ▸ MN ADVISORY SERVICES LLC			Firm's EIN ▸ 27-4398564	
Firm's address ▸ 1111 SUPERIOR AVE STE 700 CLEVELAND, OH 44114			Phone no (216) 363-0100	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GEOSPACE TECHNOLOGIES CORP	P	2012-09-14	2013-04-25
ENSCO PLC CL A	P	2011-02-07	2013-04-25
SOCIEDAD QUIMICA Y MINERA	P	2011-11-30	2013-12-30
ALLOT COMMUNICATIONS	P	2012-05-08	2013-12-30
WALTER ENERGY INC	P	2012-10-09	2013-07-25
TRACTOR SUPPLY CO	P	2010-09-08	2013-04-25
VARIAN MEDICAL SYSTEMS	P	2011-02-15	2013-02-05
CANADA 4 5% 6/1/15	P	2009-09-24	2013-12-31
WATSON PHARMACEUTICALS	P	2012-02-14	2013-01-17
WABTEC	P	2010-09-08	2013-04-25
CERNER CORP	P	2009-12-23	2013-03-05
SPDR GOLD TR GOLD SHS	P	2013-01-01	2013-12-31
CELGENE CORP	P	2012-07-26	2013-01-24
CELGENE CORP	P	2011-09-27	2013-06-12
ABBOTT LABORATORIES	P	2011-01-13	2013-04-19
SPDR GOLD TRUST	P	2010-09-08	2013-12-30
FUSION-IO INC	P	2013-02-04	2013-02-04
CELGENE CORP	P	2011-11-30	2013-06-12
MET-PRO CORP	P	2012-03-01	2013-04-24
SPDR GOLD TRUST	P	2011-01-28	2013-12-30
CHARLES SCHWAB CO	P	2012-07-23	2013-02-12
WALTER ENERGY INC	P	2010-09-08	2013-07-25
CONOCOPHILLIPS	P	2007-01-23	2013-05-06
SPDR GOLD TRUST	P	2011-03-15	2013-12-30
GORMAN RUPP CO	P	2012-03-01	2013-02-28
WALTER ENERGY INC	P	2011-03-15	2013-07-25
SMITH & NEPHEW NEW	P	2011-04-12	2013-05-22
GORMAN RUPP CO	P	2012-03-02	2013-02-28
CLIFFS NATURAL RESOURCES INC	P	2010-09-08	2013-12-30
HEINZ H J CO	P	2009-02-17	2013-06-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GORMAN RUPP CO	P	2012-03-02	2013-03-01
CLIFFS NATURAL RESOURCES INC	P	2011-03-15	2013-12-30
PROCERA NETWORKS INC	P	2011-06-15	2013-07-17
AMGEN INC	P	2013-01-23	2013-03-27
CLIFFS NATURAL RESOURCES INC	P	2011-11-30	2013-12-30
QIAGEN NV	P	2012-03-15	2013-07-26
INVENSENSE INC	P	2013-05-15	2013-09-12
JOY GLOBAL INC	P	2011-08-26	2013-12-30
TEVA PHARM INDS LTD	P	2011-02-08	2013-08-06
ABB LTD	P	2010-09-08	2013-04-25
POTASH CP OF SASKATCHEWAN INC	P	2010-09-08	2013-12-30
ORANGE ADR	P	2011-05-16	2013-10-17
ANADARKO PETE	P	2010-09-08	2013-04-25
POTASH CP OF SASKATCHEWAN INC	P	2011-03-15	2013-12-30
TELEFONICA S A SPON ADR	P	2011-01-05	2013-10-17
CELGENE CORP	P	2011-09-27	2013-04-25
SOCIEDAD QUIMICA Y MINERA	P	2010-09-08	2013-12-30
APACHE CORP	P	2008-07-17	2013-10-23
CORE LABORATORIES	P	2010-09-08	2013-04-25
SOCIEDAD QUIMICA Y MINERA	P	2011-03-15	2013-12-30
DOUBLELINE TOTAL RETURN BD FD	P	1950-01-01	2013-12-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,384		2,931	1,453
4,061		3,793	268
792		1,768	-976
32,673		50,458	-17,785
16,573		53,878	-37,305
17,921		5,909	12,012
169,952		170,596	-644
716,501		731,914	-15,413
160,863		114,009	46,854
11,932		5,402	6,530
65,719		30,922	34,797
25,283		23,873	1,410
157,887		109,132	48,755
114,636		62,669	51,967
131,887		80,797	51,090
2,225,955		2,319,590	-93,635
64,107		80,738	-16,631
42,073		22,233	19,840
238,756		165,801	72,955
63,037		69,901	-6,864
180,041		127,858	52,183
3,849		26,015	-22,166
109,887		88,452	21,435
413,463		478,725	-65,262
83,583		85,030	-1,447
3,770		37,787	-34,017
129,013		120,723	8,290
24,694		25,119	-425
15,429		39,312	-23,883
338,938		155,043	183,895

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
58,705		59,903	-1,198
11,928		38,074	-26,146
47,100		29,653	17,447
228,833		192,393	36,440
10,959		27,239	-16,280
138,376		101,013	37,363
186,581		135,373	51,208
59,708		77,545	-17,837
211,703		282,772	-71,069
5,139		4,585	554
25,843		39,231	-13,388
97,115		153,397	-56,282
4,470		2,753	1,717
24,035		38,616	-14,581
176,013		224,233	-48,220
13,724		7,559	6,165
21,806		39,269	-17,463
148,669		181,424	-32,755
7,588		4,370	3,218
19,326		38,207	-18,881
699,457		727,702	-28,245

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			1,453
			268
			-976
			-17,785
			-37,305
			12,012
			-644
			-15,413
			46,854
			6,530
			34,797
			1,410
			48,755
			51,967
			51,090
			-93,635
			-16,631
			19,840
			72,955
			-6,864
			52,183
			-22,166
			21,435
			-65,262
			-1,447
			-34,017
			8,290
			-425
			-23,883
			183,895

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-1,198
			-26,146
			17,447
			36,440
			-16,280
			37,363
			51,208
			-17,837
			-71,069
			554
			-13,388
			-56,282
			1,717
			-14,581
			-48,220
			6,165
			-17,463
			-32,755
			3,218
			-18,881
			-28,245

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
C BINGHAM BLOSSOM 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TREASURER/TR 2 00	0	0	0
C PERRY BLOSSOM 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	PRESIDENT/TR 2 00	0	0	0
DAVID B BLOSSOM 111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
JONATHAN B BLOSSOM 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
LAUREL BLOSSOM 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
ROBIN DUNN BLOSSOM 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
JAMES B HEFFERNAN 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
DANIEL L HORN 925 EUCLID AVE 2000 CLEVELAND, OH 44115	SECRETARY 5 10	16,492	0	0
VIRGINIA BLOSSOM KRUNTORAD 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	VICE PRES/TR 2 00	0	0	0
ELIZABETH B MEERS 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	TRUSTEE 1 50	0	0	0
KIRK A LINN 1111 SUPERIOR AVE 700 CLEVELAND, OH 44114	ASST TREAS 3 84	846	0	0

Form 990PF Part XV Line 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*				
AMERICAN MEDICAL RESOURCES 46 NORTH MONTELLO STREET BROCKTON, MA 02301	N/A	PUBLIC	OPERATING SUPPORT	25,000
BOYS HOPE GIRLS HOPE 12120 BRIDGETON SQUARE DR BRIDGETON, MO 63044	N/A	PUBLIC	LEADERSHIP DEVELOPMENT INITIATIVE	35,000
BREVARD ZOO 8225 N WICKHAM ROAD MELBOURNE, FL 32940	N/A	PUBLIC	HOLDING AREAS FOR ANIMALS--EDUCATION	65,000
CHIMP HAVEN INC 13600 CHIMPANZEE PLACE KEITHVILLE, LA 71047	N/A	PUBLIC	SUPPORT OF CHIMPANZEE SANCTUARY	50,000
THE CLEVELAND FOUNDATION 1422 EUCLID AVENUE 1300 CLEVELAND, OH 44115	N/A	PUBLIC	CARBON FUND	1,000
COMMUNITY PREPARATORY SCHOOL 126 SOMERSET STREET PROVIDENCE, RI 02907	N/A	PUBLIC	OPERATING SUPPORT	35,000
FIELDSTONE FARM THERAPEUTIC RIDING 16497 SNYDER ROAD CHAGRIN FALLS, OH 44023	N/A	PUBLIC	SUPPORT OF RIDERSHIP PROGRAM	50,000
FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003	N/A	PUBLIC	SUPPORT OF CLEVELAND OFFICE	5,000
FRIENDS OF BREAKTHROUGH SCHOOLS 3615 SUPERIOR AVE 3103A CLEVELAND, OH 44114	N/A	PUBLIC	FACILITIES RENOVATION	35,000
GOULD ACADEMY 39 CHURCH STREET BETHEL, ME 04217	N/A	PUBLIC	RENOVATION OF HANSCOM HALL	50,000
GRANTS MANAGERS NETWORK 1666 K ST NW 440 WASHINGTON, DC 20006	N/A	PUBLIC	GENERAL OPERATING SUPPORT	444
HEIDELBERG UNIVERSITY 310 EAST MARKET STREET TIFFIN, OH 44883	N/A	PUBLIC	SUPPORT NATL CTR FOR WTR QLTY RSRCH	25,000
HELPING HANDS MONKEY HELPERS 541 CAMBRIDGE STREET BOSTON, MA 02134	N/A	PUBLIC	PLAN TO HELP PHYSICALLY DISABLED	30,000
LITERACY SRVCS OF INDIAN RIVER CNTY 1600 21ST STREET VERO BEACH, FL 32960	N/A	PUBLIC	OPERATING SUPPORT	45,000
MUSEUM OF CONTERMPORARY ART 11400 EUCLID AVENUE CLEVELAND, OH 44106	N/A	PUBLIC	OPERATING SUPPORT	25,000
Total . . . . ▶ **3a**				773,578

Form 990PF Part XV Line 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*				
NATIONAL CENTER FOR FAMILY PHILANTH 1101 CONNECTICUT AVE NW SUITE 220 WASHINGTON,DC 20036	N/A	PUBLIC	OPERATING SUPPORT	900
OBERLIN COLLEGE 70 N PROFESSOR COX 110 OBERLIN,OH 44074	N/A	PUBLIC	BLDG DSHBRD TO MONITOR RESOURCE CONS	35,000
PHILANTHROPY OHIO 37 W BROAD STREET 800 COLUMBUS,OH 43215		PUBLIC	GENERAL OPERATING	1,234
READING PARTNERS 180 GRAND AVENUE 800 OAKLAND,CA 94612	N/A	PUBLIC	SUPPORT FOR TUTORING PROGRAM	35,000
RHODE ISLAND FREE CLINIC INC 655 BROAD STREET PROVIDENCE,RI 02907	N/A	PUBLIC	CAPACITY BUILDING PROJECT	40,000
SHAKER LAKES REGIONAL NATURE CENTER 2600 SOUTH PARK BOULEVARD CLEVELAND,OH 44120	N/A	PUBLIC	OPERATING SUPPORT	10,000
TURTLE SURVIVAL ALLIANCE 1989 COLONIAL PARKWAY FORT WORTH,TX 76110	N/A	PUBLIC	EXPAND DEVELOPMENT CAPACITY	65,000
THE WASHINGTON MIDDLE SCL FOR GIRLS 1901 MISSISSIPPI AVE SE WASHINGTON,DC 20020	N/A	PUBLIC	OPERATING SUPPORT	25,000
WASHINGTON TENNIS & EDU FNDTN 16TH KENNEDY STRS NW WASHINGTON,DC 20011	N/A	PUBLIC	OPERATING SUPPORT	25,000
WORDS WITHOUT BORDERS PO BOX 1658 NEW YORK,NY 102761658	N/A	PUBLIC	OPERATING SUPPORT	10,000
VERO BEACH MUSEUM OF ART INC 3001 RIVERSIDE PARK DRIVE VERO BEACH,FL 32963	N/A	PUBLIC	OPERATING SUPPORT	50,000
Total . . . . ▶ **3a**				773,578

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE WILLIAM BINGHAM FOUNDATION	INDIRECT DEPRECIATION	34-6513791

Part I **Election To Expense Certain Property Under Section 179**
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property **)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	63

Part III **MACRS Depreciation (Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV **Summary** (see instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	63
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? **Yes** **No** | **24b** If "Yes," is the evidence written? **Yes** **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions)					

43 Amortization of costs that began before your 2013 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**

TY 2013 Accounting Fees Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
M+N ADVISORY SERVICES LLC	16,000			16,000

TY 2013 Compensation Explanation

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Person Name	Explanation
C BINGHAM BLOSSOM	
C PERRY BLOSSOM	
DAVID B BLOSSOM	
JONATHAN B BLOSSOM	
LAUREL BLOSSOM	
ROBIN DUNN BLOSSOM	
JAMES B HEFFERNAN	
DANIEL L HORN	
VIRGINIA BLOSSOM KRUNTORAD	
ELIZABETH B MEERS	
KIRK A LINN	

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

TY 2013 Depreciation Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNISHINGS	1988-06-23	275	274	200DB	7 0000				
DELL DIMENSION 8200 COMPUTER	2002-04-02	1,629	1,629	S/L	5 0000				
H P DESKJET 5150 INKJET PRINTER	2004-06-19	80	80	S/L	5 0000				
INSPIRION 530 COMPUTER	2008-04-22	938	875	S/L	5 0000	63			

TY 2013 Employee Compensation Explanation

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Employee	Explanation
LAURA H GILBERTSON	

TY 2013 Explanation of Non-Filing with Attorney General Statement

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Statement: THE OHIO ATTORNEY GENERAL REQUESTS THAT OHIO FOUNDATIONS FILE AN ANNUAL REPORT ONLINE WITH THE ATTORNEY GENERAL'S OFFICE IN LIEU OF SENDING A COPY OF THE FEDERAL TAX RETURN, FORM 990-PF. THE WILLIAM BINGHAM FOUNDATION HAS COMPLIED WITH THIS REQUEST.

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491223006044

TY 2013 Investments Corporate Bonds Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CANADA GOVT. 15F BONDS 4.5% 6-1-15		
DOUBLELINE TOT RET BOND FUND, CL I		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491223006044

TY 2013 Investments Corporate Stock Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABB LTD. SPNSRD. ADR	99,133	128,524
ABBVIE	87,617	187,475
ABBOT LABORATORIES		
ALLOT COMMUNICATIONS		
AMERICAN EAGLE OUTFITTERS	168,261	158,400
ANADARKO PETROLEUM CORP.	75,023	96,929
APACHE CORP		
AVISTA CORP.	188,261	217,063
CVS CAREMARK CORP.	130,928	300,236
CAMECO CORP.	100,845	77,223
CELGENE CORP.	109,132	274,573
CERNER CORP.	102,248	276,470
CISCO SYSTEMS, INC.	269,141	271,403
CLIFFS NATURAL RESOURCES		
CONOCOPHILLIPS		
CORE LABORATORIES NV	78,906	165,172
COSTCO WHSL CORP	270,051	314,213
DEERE & CO	228,106	239,285
DRILL-QUIP, INC.	63,028	92,011
EMC CORP.	250,269	299,788
ETFS GOLD TRUST	2,700,551	2,697,188
ENSCO PLC ADR	93,608	100,008
EPIQ SYSTEMS INC.	138,441	159,436
FENIX OUTDOOR	85,145	87,814
FOUNDATION MEDICINE	88,026	84,561
FRANCE TELECOM SA ADR		
GEOSPACE TECHNOLOGIES CORP.	60,296	99,273
GORMAN RUPP CO.		
HEINZ, H.J. CO.		
HONDA MOTOR CO., LTD.	216,098	287,383

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTEL CORP.	216,957	266,428
INTUIT INC.	217,533	275,515
JOY GLOBAL, INC.		
KBR, INC.	77,557	88,367
KYOCERA LTD. ADR	138,989	197,050
LINCOLN ELECTRIC HOLDINGS, INC.	58,499	99,020
LINDSAY CORPORATION	166,642	182,878
MET-PRO CORP.		
MERCHANATS BANCSHARES INC.	219,439	251,250
NOVARTIS	339,789	372,159
NVIDIA CORP.	110,784	134,568
OCEANEERING INTL., INC.	64,189	86,610
PNC FINANCIAL SERVICES GROUP, INC.	260,250	360,747
PARKER DRILLING CO.	85,807	100,308
POTASH CORP. SASK., INC.		
PROCERA NETWORKS, INC.		
PROCTER & GAMBLE CO.	121,512	157,447
QIAGEN NV		
SPDR GOLD TR GOLD SHS.	2,673,771	2,279,784
SAPIENT CORP.	182,870	276,024
SCHWAB, CHARLES CORP., THE		
SILVER SPRING NETWORK	112,183	115,080
SMITH & NEPHEW		
SOCIEDAD QUIMICA MINERA DE CHILE SA		
STRYKER CORP.	117,942	155,916
TELEFONICA SPNSRD. ADR		
TEVA PHARMACEUTICAL INDUSTRIES, LTD.		
TRACTOR SUPPLY CO.	71,543	251,825
ULTRA PETROLEUM CORP., CANADA	77,196	39,511
U S BANKCORP DEL NEW	269,858	328,048

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UNILEVER PLC ADR	94,657	173,040
VARIAN MEDICAL SYSTEMS		
VODAFONE GROUP SPNSRD. ADR	288,886	428,479
WABTEC	71,998	211,224
WALTER ENERGY, INC.		
WATSON PHARMACEUTICALS		
WELLS FARGO & CO.	297,112	420,404
XEROX CORP	161,918	215,409

TY 2013 Investments Government Obligations Schedule

Name:	THE WILLIAM BINGHAM FOUNDATION
EIN:	34-6513791
US Government Securities - End of Year Book Value:	577,258
US Government Securities - End of Year Fair Market Value:	575,927
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2013 Land, Etc. Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNISHINGS + EQUIPMENT	2,922	2,921	1	

TY 2013 Legal Fees Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMPSON HINE LLP	8,104	2,187		5,917

TY 2013 Other Expenses Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
COMPUTER SOFTWARE LICENSE	6,000			6,000
DUES	1,656			1,656
FILING FEE - OHIO	200			200
TELEPHONE	22			22
INTERNET ACCESS & WEB SITE	667			667
OFFICE SUPPLIES	20			20
MISC FOREIGN DIVD FEES	752	752		
SPDR GOLD TRUST INVESTMENT EX	25,283	25,283		

TY 2013 Other Increases Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Description	Amount
ADJUSTMENTS TO COST BASIS	1,156

TY 2013 Other Professional Fees Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AIS CAPITAL MGMT - INV MGMT FEES	78,277	78,277		
MORGAN STANLEY SM BRNY - CUSTODY	23,408	23,408		
PRENTISS SMITH & CO - INV MGMT	59,859	59,859		
PHILANTHROPIC ARCHIVE FEES	1,000			1,000
M+N ADVISORY SERVICES - ADM SRV	8,100			8,100

TY 2013 Taxes Schedule

Name: THE WILLIAM BINGHAM FOUNDATION

EIN: 34-6513791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN DIVIDEND TAXES	2,670	2,670		
2013 ESTIMATED PMTS MADE IN 2013	13,600			
2012 PAYMENT APPLIED TO 2013	6,891			
2012 INCOME TAX PMT DUE PD IN 13				