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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
BICKNELL FUND

A Employer identification number
34-6513799

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

Room/suite

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 ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 7,262,407

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3	3		
	4	Dividends and interest from securities	199,435	199,435		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	388,443			
	b	Gross sales price for all assets on line 6a 1,639,864				
	7	Capital gain net income (from Part IV, line 2)		388,443		
	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)	43,647	43,647		
	12	**Total.** Add lines 1 through 11	631,528	631,528		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	33,996	25,497		8,499
	c	Other professional fees (attach schedule)	51,798	44,613		7,185
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	17,911	4,964		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,236			1,236
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,544	999		1,545
	24	**Total operating and administrative expenses.** Add lines 13 through 23	107,485	76,073		18,465
	25	Contributions, gifts, grants paid	318,937			318,937
	26	**Total expenses and disbursements.** Add lines 24 and 25	426,422	76,073		337,402
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	205,106			
	b	**Net investment income** (if negative, enter -0-)		555,455		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	225,799	194,943	194,943
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	4,009,554	4,027,075	4,793,049
	c	Investments—corporate bonds (attach schedule)	850,841	998,357	1,027,659
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,074,388	1,145,536	1,246,756
	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)	6,160,582	6,365,911	7,262,407
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	6,160,582	6,365,911	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	6,160,582	6,365,911	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,160,582	6,365,911	

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	6,160,582
2	Enter amount from Part I, line 27a	2	205,106
3	Other increases not included in line 2 (itemize) ▶	3	223
4	Add lines 1, 2, and 3	4	6,365,911
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	6,365,911

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			(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	
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	388,443
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	30,041

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	355,396	6,515,400	0 054547
2011	351,457	6,821,483	0 051522
2010	363,338	6,450,919	0 056323
2009	330,898	5,744,213	0 057605
2008	460,112	7,124,502	0 064582

2	**Total** of line 1, column (d).	2	0 284579
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 056916
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	6,904,320
5	Multiply line 4 by line 3.	5	392,966
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,555
7	Add lines 5 and 6.	7	398,521
8	Enter qualifying distributions from Part XII, line 4.	8	337,402

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	11,109
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	11,109
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	11,109
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 9,200		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 7,600		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	16,800
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	34
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	5,657
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 5,657 **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)*

		Line	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 ▶HTTP //FOUNDATIONCENTER ORG/GRANTMAKER/BICKNELLF

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

Located at ▶1111 SUPERIOR AVE SUITE 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 |

		Line	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

			Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
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		
	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		
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)*

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
NONE				

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
NONE		
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	6,782,142
b	Average of monthly cash balances	1b	33,671
c	Fair market value of all other assets (see instructions)	1c	193,649
d	**Total** (add lines 1a, b, and c)	1d	7,009,462
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	7,009,462
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105,142
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,904,320
6	**Minimum investment return.** Enter 5% of line 5	6	345,216

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	345,216
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,109		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,109
3	Distributable amount before adjustments Subtract line 2c from line 1			3	334,107
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	334,107
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	334,107

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	337,402
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	337,402
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	337,402

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					334,107
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2013					
a From 2008.	105,039				
b From 2009.	46,211				
c From 2010.	43,276				
d From 2011.	17,867				
e From 2012.	38,714				
f **Total** of lines 3a through e.		251,107			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 337,402					
a Applied to 2012, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2013 distributable amount.					334,107
e Remaining amount distributed out of corpus		3,295			
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		254,402			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		105,039			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		149,363			
10 Analysis of line 9					
a Excess from 2009. . . .	46,211				
b Excess from 2010. . . .	43,276				
c Excess from 2011. . . .	17,867				
d Excess from 2012. . . .	38,714				
e Excess from 2013. . . .	3,295				

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

BICKNELL FUND
MARIANNE GREGA MNAS LLC
1111 SUPERIOR AVENUE SUITE 700
CLEVELAND,OH 44114
(216) 363-6482
M GREGA@ADVSRV COM

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

SEE ATTACHED

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				318,937
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	3	
4 Dividends and interest from securities			14	199,435	
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					43,647
8 Gain or (loss) from sales of assets other than inventory			18	388,443	
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)				587,881	43,647

13 **Total.** Add line 12, columns (b), (d), and (e) **13** 631,528

(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

****** | 2014-06-15 | ******

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
MARIANNE GREGA		2014-06-02		P01324803
Firm's name ▶ MN ADVISORY SERVICES LLC			Firm's EIN ▶	
Firm's address ▶ 1111 SUPERIOR AVE STE 700 CLEVELAND, OH 44114			Phone no (216) 363-0100	

TY 2013 Accounting Fees Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY SERVICES, INC	33,996	25,497		8,499

TY 2013 Compensation Explanation

Name: BICKNELL FUND

EIN: 34-6513799

Person Name	Explanation
SAMANTHA K CROWLEY	
WARREN BICKNELL III	
KATE B LUZIUS	
WENDY H BICKNELL	
ALEXANDER S TAYLOR II	
HENRY L MEYER III	
W GATES KIRKHAM	
MATT VAN DE MOTTER	
CONSTANCE H BICKNELL	
MARIANNE GREGA	

TY 2013 Explanation of Non-Filing with Attorney General Statement

Name: BICKNELL FUND

EIN: 34-6513799

Statement: THE OHIO ATTORNEY GENERAL REQUESTS THAT THE 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 BICKNELL FUND HAS COMPLIED WITH THIS REQUEST.

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491163000034

TY 2013 Investments Corporate Bonds Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HIRTLE CALLAGHAN	998,357	1,027,659
FIXED INCOME PORTFOLIOS		

TY 2013 Investments Corporate Stock Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HIRTLE CALLAGHAN EQUITY PORTFOLIOS	4,027,075	4,793,049

TY 2013 Investments - Other Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HIRTLE CALLAGHAN HEDGE FNDS & LPS	AT COST	1,145,536	1,246,756

TY 2013 Other Expenses Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
STATE FILING FEES	250			250
DUES-OHIO GRANTMAKER	1,050			1,050
FIDUCIARY LIABILITY INSURANCE	1,226	981		245
BANK FEES	18	18		

TY 2013 Other Income Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	43,647	43,647	

TY 2013 Other Increases Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Description	Amount
ADJUSTMENT TO BASIS	223

TY 2013 Other Professional Fees Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RESEARCH EXPENSE	7,185			7,185
INVESTMENT MANAGEMENT FEES	39,050	39,050		
DEUTSCHE BANK FEES	5,563	5,563		

TY 2013 Taxes Schedule

Name: BICKNELL FUND

EIN: 34-6513799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2012 INCOME TAX PMT DUE PD IN 20	3,747			
2013 ESTIMATED PMTS MADE IN 2013	9,200			
FOREIGN TAXES	4,964	4,964		

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)
HCCT INSTL SMALL CAP	P	2013-01-01	2013-04-01
HCCT INSTL LARGE CAP GROWTH	P	2013-01-01	2013-11-25
VANGUARD TIPS	P	2012-09-28	2013-10-31
HCCT INSTL VALUE	P	2010-02-24	2013-05-22
HCCT INSTL SMALL CAP	P	2013-06-14	2013-07-02
HCCT INSTL VALUE	P	2013-01-01	2013-04-01
VANGUARD TIPS	P	2010-01-01	2013-10-31
HCCT INSTL VALUE	P	2010-02-24	2013-06-11
HCCT INSTL SMALL CAP	P	2013-09-13	2013-10-24
HCCT INSTL VALUE	P	2013-01-01	2013-09-13
HCCT INSTL SMALL CAP	P	2010-03-01	2013-04-01
HCCT INSTL VALUE	P	2010-02-24	2013-06-12
HCCT EMERGING MKTS	P	2013-01-01	2013-07-02
HCCT INSTL VALUE	P	2013-07-02	2013-10-24
HCCT INSTL SMALL CAP	P	2010-03-01	2013-05-22
HCCT INSTL VALUE	P	2010-02-24	2013-11-25
HCCT EMERGING MKTS	P	2013-01-01	2013-10-24
HCCT INSTL VALUE	P	2013-07-02	2013-11-25
HCCT INSTL SMALL CAP	P	2010-03-01	2013-06-12
HCCT REAL ESTATE	P	2010-01-01	2013-05-03
HCCT INSTL INTERNATIONAL	P	2012-12-28	2013-05-22
HCCT REAL ESTATE	P	2013-01-01	2013-05-03
HCCT INSTL SMALL CAP	P	2010-03-01	2013-07-02
HCCT INSTL INTERNATIONAL	P	2013-06-11	2013-07-02
HCCT REAL ESTATE	P	2013-01-01	2013-05-09
HCCT INSTL SMALL CAP	P	2010-03-01	2013-10-24
HCCT INSTL INTERNATIONAL	P	2013-06-11	2013-07-02
HCCT CORPORATE FIXED INCOME	P	2013-01-01	2013-10-31
HCCT INSTL SMALL CAP	P	2010-03-01	2013-11-25
HCCT INSTL INTERNATIONAL	P	2013-01-01	2013-09-13

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)
HCCT US GOVT FIXED INCOME	P	2012-12-03	2013-10-31
HCCT COMMODITIES	P	2011-04-27	2013-06-12
HCCT INSTL INTERNATIONAL	P	2013-01-01	2013-10-24
HCCT CORPORATE FIXED INCOME	P	2010-01-01	2013-10-31
HCCT COMMODITIES	P	2010-01-01	2013-09-13
HCCT INSTL LARGE CAP GROWTH	P	2013-01-01	2013-04-01
HCCT CORPORATE FIXED INCOME	P	2010-01-01	2013-10-31
HCCT INSTL INTERNATIONAL	P	2009-11-20	2013-05-22
HCCT INSTL LARGE CAP GROWTH	P	2012-12-14	2013-05-22
HCCT US GOVT FIXED INCOME	P	2010-01-01	2013-10-31
HCCT INSTL INTERNATIONAL	P	2009-11-20	2013-10-24
HCCT INSTL LARGE CAP GROWTH	P	2012-12-14	2013-06-11
HCCT US GOVT FIXED INCOME	P	2010-01-01	2013-10-31
HCCT INSTL INTERNATIONAL	P	2009-11-20	2013-11-25
HCCT INSTL LARGE CAP GROWTH	P	2012-12-14	2013-06-12
HCCT US MORT/AB FIXED	P	2012-09-28	2013-10-31
HCCT INSTL LARGE CAP GROWTH	P	2010-02-25	2013-11-25
HCCT INSTL LARGE CAP GROWTH	P	2013-01-01	2013-10-24
HCCT US MORT/AB FIXED	P	2010-01-01	2013-10-31
HCCT INSTL VALUE	P	2010-02-24	2013-04-01

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)
23,382		20,817	2,565
11,089		8,833	2,256
2,621		2,897	-276
135,000		99,483	35,517
4		4	
61,750		55,706	6,044
3,879		3,879	
110,000		81,885	28,115
55		53	2
77,500		74,579	2,921
46,618		32,321	14,297
130,000		97,367	32,633
10,000		10,000	
13,400		12,457	943
6,000		3,918	2,082
5,721		3,876	1,845
30,000		29,978	22
11,779		10,652	1,127
6,000		3,925	2,075
32,451		57,281	-24,830
17,758		15,817	1,941
13,197		19,686	-6,489
3,246		2,064	1,182
47,224		49,212	-1,988
29,894		29,894	
5,845		3,361	2,484
52,776		52,776	
643		698	-55
1,850		1,048	802
35,000		33,410	1,590

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)
150		159	-9
17,500		23,390	-5,890
60,791		56,391	4,400
7,521		8,112	-591
20,000		25,078	-5,078
30,000		27,825	2,175
1,836		1,836	
82,242		67,153	15,089
42,500		37,119	5,381
13,528		14,305	-777
34,209		26,180	8,029
10,000		8,882	1,118
1,322		1,322	
80,000		61,565	18,435
40,000		35,834	4,166
8,252		8,630	-378
13,911		9,452	4,459
16,000		14,069	1,931
1,748		1,748	
5,750		4,494	1,256

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	
			2,565
			2,256
			-276
			35,517
			6,044
			28,115
			2
			2,921
			14,297
			32,633
			943
			2,082
			1,845
			22
			1,127
			2,075
			-24,830
			1,941
			-6,489
			1,182
			-1,988
			2,484
			-55
			802
			1,590

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	
			-9
			-5,890
			4,400
			-591
			-5,078
			2,175
			15,089
			5,381
			-777
			8,029
			1,118
			18,435
			4,166
			-378
			4,459
			1,931
			1,256

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
SAMANTHA K CROWLEY 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	PRES/TRUSTEE 5 00	0	0	0
WARREN BICKNELL III 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	V-PRES/TTEE 1 00	0	0	0
KATE B LUZIUS 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
WENDY H BICKNELL 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
ALEXANDER S TAYLOR II 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
HENRY L MEYER III 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
W GATES KIRKHAM 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
MATT VAN DE MOTTER 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
CONSTANCE H BICKNELL 1111 SUPERIOR AVE SUITE 700 CLEVELAND, OH 44114	TRUSTEE 1 00	0	0	0
MARIANNE GREGA 1111 SUPERIOR AVENUE SUITE 700 CLEVELAND, OH 44114	SECRETARY/TR 5 00	0	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 RED CROSS AMERICAN RED CROSS GREATER CLEVELAND CHAPTER GREATER CLEVELAND CHAPTER CLEVELAND, OH 44114			LOCAL DISASTER RELIEF/OK TORNADO	17,500
BOY SCOUTS OF AMERICA BOY SCOUTS OF AMERICA GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			OPERATING SUPPORT	2,000
CITY MISSION CITY MISSION CITY MISSION CITY MISSION CLEVELAND, OH 44114			PROGRAM SUPPORT	5,000
CLEVELAND FOOD BANK CLEVELAND FOOD BANK GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			OPERATING SUPPORT	25,000
CLEVELAND HEARING & SPEEC CLEVELAND HEARING & SPEECH GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			OPERATING SUPPORT	3,000
CLEVELAND INSTITUTE OF ART CLEVELAND INSTITUTE OF ART GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			SCHOLARSHIP FUND	2,500
CLEVELAND MUSEUM OF NATURAL HISTORY CLEVELAND MUSEUM OF NATURAL HISTORY GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			ANNUAL FUND/SCIENCE STUDIO SUPPORT	32,500
CLEVELAND SIGHT CENTER CLEVELAND SIGHT CENTER GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			OPERATING SUPPORT	6,500
COLLEGE NOW GREATER CLEVELAND COLLEGE NOW GREATER CLEVELAND GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			SCHOLARSHIPS	4,000
FAMILY PROMISE OF GREATER CLEVELAND FAMILY PROMISE OF GREATER CLEVELAND GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44110			OPERATIONS	3,000
FIELDSTONE FARM THERAPEUT FIELDSTONE FARM THERAPEUTIC RIDING CTR GREATER CLEVELAND GREATER CLEVELAND CHAGRIN FALLS, OH 44022			PROGRAM SUPPORT	4,000
FREE MEDICAL CLINIC OF GREATER CLEV FREE MEDICAL CLINIC OF GREATER CLEVELAND GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			OPERATING SUPPORT	5,000
MISS HALL'S SCHOOL MISS HALL'S SCHOOL PITTSFIELD PITTSFIELD PITTSFIELD, MA 01202			ANNUAL FUND, ENDOWMENT FUND	7,500
HATTIE LARLHAM HATTIE LARLAM TWINSBURG GREATER CLEVELAND TWINSBURG, OH 44114			UNRESTRICTED	5,000
HOPEWELL HOPEWELL MESOPOTAMIA MESOPOTAMIA MESOPOTAMIA, OH 44114			PROGRAM SUPPORT	3,000
Total . . . . ▶ **3a**				318,937

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*				
NORTHERN OH BRANCH OF INTERNATIONAL DYSLEXIA ASSOCIATION RICHMOND HEIGHTS RICHMOND HEIGHTS RICHMOND HEIGHTS,OH 44114			SPONSOR SPEAKER AT SYMPOSIUM	10,000
PHILANTHROPY OHIO OHIO GRANTMAKER'S FORUM COLUMBUS COLUMBUS COLUMBUS,OH 44114			OPERATING SUPPORT/2013-2014	437
PLANNED PARENTHOOD OF GREATER OH PLANNED PARENTHOOD OF NEO GREATER CLEVELAND GREATER CLEVELAND AKRON,OH 44114			OPERATING SUPPORT	5,000
PLAYHOUSE SQUARE FOUNDATION PLAYHOUSE SQUARE FOUNDATION GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			OPERATING SUPPORT	5,000
SALVATION ARMY SALVATION ARMY GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			CAMPERSHIPS	5,500
SALVATION ARMY SALVATION ARMY GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			OPERATING SUPPORT	25,000
SOUTH KENT SOUTH KENT SOUTH KENT SOUTH KENT SOUTH KENT,CT 06785			ANNUAL FUND	8,000
SUICIDE PREVENTION EDUCATION ALLIAN SUICIDE PREVENTION EDUCATION ALLIANCE GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			PROGRAM SUPPORT	11,000
US SPORTSMEN'S ALLIANCE US SPORTSMEN'S ALLIANCE FOUNDATION COLUMBUS COLUMBUS COLUMBUS,OH 44114			PROGRAM SUPPORT	6,000
UNITED WAY OF GREATER CLEVELAND UNITED WAY OF GREATER CLEVELAND GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			OPERATING SUPPORT	35,000
UNIVERSITY SCHOOL UNIVERSITY SCHOOL GREATER CLEVELAND GREATER CLEVELAND HUNTING VALLEY,OH 44114			ANNUAL FUND	6,000
VOCATIONAL GUIDANCE SERVICES VOCATIONAL GUIDANCE SERVICES GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44114			OPERATING SUPPORT	5,000
YOUTH OPPORTUNITIES UNLIMITED YOUTH OPPORTUNITIES UNLIMITED GREATER CLEVELAND GREATER CLEVELAND HUDSON,OH 44114			ANNUAL SUPPORT	3,000
VILLA ANGELA ST JOSEPH HIGH SCHOOL VILLA ANGELA ST JOSEPH HIGH SCHOOL GREATER CLEVELAND GREATER CLEVELAND CLEVELAND,OH 44119			NICK VALENTINO MEMORIAL SCHOLARSHIP	5,000
ACHIEVEMENT CENTERS FOR CHILDREN ACHIEVEMENT CENTERS FOR CHILDREN GREATER CLEVELAND GREATER CLEVELAND WARRENSVILLE HEIGHTS,OH 44124			OPERATING SUPPORT	3,000
Total . . . . ▶ **3a**				318,937

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*				
PLANTATION WILDLIFE ARTS FESTIVAL PLANTATION WILDLIFE ARTS FESTIVAL THOMASVILLE THOMASVILLE THOMASVILLE, GA 31799			SUPPORT OF ARTS FESTIVAL	5,000
BROOKWOOD SCHOOL BROOKWOOD SCHOOL THOMASVILLE THOMASVILLE THOMASVILLE, GA 31799			ANNUAL FUND/ENDOWMENT SUPPORT	8,000
CITY YEAR CLEVELAND CITY YEAR CLEVELAND GREATER CLEVELAND GREATER CLEVELAND CLEVELAND, OH 44114			PROGRAM SUPPORT	2,000
THE HOLDEN ARBORETUM THE HOLDEN ARBORETUM 9500 SPERRY ROAD 9500 SPERRY ROAD WILLOUGHBY, OH 44094			PROGRAM SUPPORT	500
SANTA'S HIDE-A-WAY HOLLOW SANTA'S HIDE-A-WAY HOLLOW 15400 BUNDYSBURY ROAD 15400 BUNDYSBURY ROAD MIDDLEFIELD, OH 44062			OPERATING	10,000
THE FOUNDATION CENTER THE FOUNDATION CENTER 1422 EUCLID AVENUE 1600 1422 EUCLID AVENUE 1600 CLEVELAND, OH 44115			PROGRAM SUPPORT	2,000
HILLSDALE COLLEGE HILLSDALE COLLEGE 33 E COLLEGE STREET 33 E COLLEGE STREET HILLSDALE, MI 49242			SCHOLARSHIP FUND	4,000
CLEVELAND BOTANICAL GARDENS CLEVELAND BOTANICAL GARDENS 11030 EAST BOULEVARD 11030 EAST BOULEVARD CLEVELAND, OH 44106			PROGRAM SUPPORT	5,000
GEAUGA PARK DISTRICT FOUNDATION GEAUGA PARK DISTRICT FOUNDATION 9160 ROBINSON ROAD 9160 ROBINSON ROAD CHARDON, OH 44024			OBSERVATORY STATION RENOVATION	10,000
JUDSON FOUNDATION JUDSON FOUNDATION 2181 AMBLESIDE DRIVE 2181 AMBLESIDE DRIVE CLEVELAND, OH 44106			ANNUAL FUND	4,000
THE HANNA PERKINS CENTER THE HANNA PERKINS CENTER 19910 MALVERN ROAD 19910 MALVERN ROAD SHAKER HEIGHTS, OH 44122			PROGRAM SUPPORT	5,000
CUYAHOGA COUNTY PUBLIC LIBRARY FNDT CUYAHOGA COUNTY PUBLIC LIBRARY FNDT 2111 SNOW ROAD 2111 SNOW ROAD PARMA, OH 441342728			EXPANSION CAMPAIGN	5,000
Total . . . . ▶ **3a**				318,937