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

2013

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

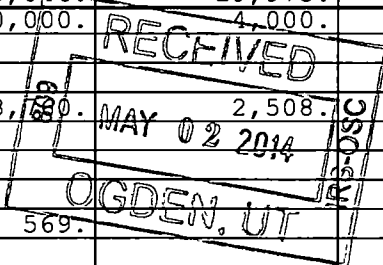
For calendar year 2013, or tax year beginning , 2013, and ending ,

Name of foundation The John Milton Costello Foundation		A Employer identification number 34-6738800
Number and street (or P.O. box number if mail is not delivered to street address) 2500 Key Center, 127 Public Square	Room/suite 2500	B Telephone number (see the instructions) (216) 515-1607
City or town, state or province, country, and ZIP or foreign postal code Cleveland OH 44114-1230		C If exemption application is pending, check here. ▶ <input type="checkbox"/>
G Check all that apply		D 1 Foreign organizations, check here ▶ <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 957,049.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck ▶ <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	27,996.	27,996.	27,996.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		1,927.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
Non-Dividend Distr.	50.	50.	50.	
12 Total. Add lines 1 through 11.	28,046.	29,973.	28,046.	
13 Compensation of officers, directors, trustees, etc	10,000.	4,000.	4,000.	6,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule). L-16a Stmt.	3,180.	2,508.	2,508.	1,252.
b Accounting fees (attach sch).				
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see Instrs) Dept of Treasury.	569.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	25.	17.	17.	8.
24 Total operating and administrative expenses. Add lines 13 through 23	14,354.	6,525.	6,525.	7,260.
25 Contributions, gifts, grants paid	36,500.			36,500.
26 Total expenses and disbursements. Add lines 24 and 25	50,854.	6,525.	6,525.	43,760.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-22,808.			
b Net investment income (if negative, enter -0-)		23,448.		
c Adjusted net income (if negative, enter -0-)			21,521.	

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REVENUE AND ADMINISTRATIVE EXPENSES



[Handwritten mark]

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	589.	1,111.	1,111.
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		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) L-10.b. Stmt	110,840.	88,577.	954,994.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis			
	Less accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe L-15 Stmt)	374.	944.	944.	
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	111,803.	90,632.	957,049.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
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.		X		
	27	Capital stock, trust principal, or current funds	111,803.	90,632.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	111,803.	90,632.		
31	Total liabilities and net assets/fund balances (see instructions)	111,803.	90,632.		

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	111,803.
2	Enter amount from Part I, line 27a	2	-22,808.
3	Other increases not included in line 2 (itemize) See Other Increases Stmt	3	2,011.
4	Add lines 1, 2, and 3	4	91,006.
5	Decreases not included in line 2 (itemize) To adj. for 2012 estimated payment included in line 1	5	374.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	90,632.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a 1500 shares American Income Fund	P	09/13/06	12/04/13
b 50 shares Exxon	P	07/23/75	12/04/13
c 1200 shares Ancora Income Fund	P	02/22/12	12/04/13
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 10,911.		12,222.	-1,311.
b 4,675.		137.	4,538.
c 9,691.		10,991.	-1,300.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-1,311.
b			4,538.
c			-1,300.
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	1,927.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	43,631.	877,337.	0.049731
2011	42,081.	846,248.	0.049727
2010	35,474.	707,186.	0.050162
2009	54,467.	771,985.	0.070554
2008	37,063.	930,567.	0.039828
2 Total of line 1, column (d)			0.260002
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0.052000
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			889,286.
5 Multiply line 4 by line 3			46,243.
6 Enter 1% of net investment income (1% of Part I, line 27b)			234.
7 Add lines 5 and 6			46,477.
8 Enter qualifying distributions from Part XII, line 4			43,760.

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 instructions)

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 469. Row 2: Tax under section 511... 0. Row 3: Add lines 1 and 2... 469. Row 4: Subtitle A (income) tax... 0. Row 5: Tax based on investment income... 469. Row 6: Credits/Payments... 944. Row 7: Total credits and payments... 944. Row 8: Enter any penalty... Row 9: Tax due... Row 10: Overpayment... 475. Row 11: Enter the amount of line 10 to be Credited to 2014 estimated tax... 475. Refunded...

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Row 1a: Did the foundation attempt to influence any national, state, or local legislation... X. Row 1b: Did it spend more than \$100 during the year... X. Row 1c: Did the foundation file Form 1120-POL... X. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS? X. Row 3: Has the foundation made any changes, not previously reported to the IRS... X. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more... X. Row 4b: If 'Yes,' has it filed a tax return on Form 990-T... Row 5: Was there a liquidation, termination, dissolution, or substantial contraction... X. Row 6: Are the requirements of section 508(e)... X. Row 7: Did the foundation have at least \$5,000 in assets... X. Row 8a: Enter the states to which the foundation reports... OH - Ohio. Row 8b: If the answer is 'Yes' to line 7... X. Row 9: Is the foundation claiming status as a private operating foundation... X. Row 10: Did any persons become substantial contributors... X.

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Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions). 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of Bernard H. Niehaus Telephone no (216) 515-1607
Located at 2500 Key Center, 127 Public Square, Cleveland, OH ZIP +4 44114-1230
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country

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

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

1 a 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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1 b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1 c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No X
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.) 2 b
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 __
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
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) 3 b
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4 a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4 b X

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

5 a 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)?

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).

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If 'Yes' to 6b, file Form 8870

7 a 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?

5 b			
6 b			X
7 b			

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
Mary Jane Cole 200 Hamlet Hills Dr. #316 Chagrin Falls OH 44022	Pres. & Trustee 1.00	2,500.	0.	0.
Elizabeth B. McKeqney 8 Lois Place RD # 2 Katonah NY 10536	VP/Treas & Trustee 1.00	2,500.	0.	0.
Lynn Kratky 6582 Edward Street Mentor OH 44060	Trustee 1.00	2,500.	0.	0.
Bernard H. Niehaus 2500 Key Center, 127 Public Square Cleveland OH 44114	Sect/Trustee 1.00	2,500.	0.	0.

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

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

Total number of other employees paid over \$50,000 None

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 None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 None	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	0.
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1 a	892,543.
b Average of monthly cash balances	1 b	10,285.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	902,828.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	902,828.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	13,542.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	889,286.
6 Minimum investment return. Enter 5% of line 5	6	44,464.

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	44,464.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	469.
b Income tax for 2013. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	469.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	43,995.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	43,995.
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	43,995.

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	1 a	43,760.
b Program-related investments – total from Part IX-B.	1 b	0.
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	43,760.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	43,760.

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				43,995.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013				
a From 2008	0.			
b From 2009	7,193.			
c From 2010	486.			
d From 2011	143.			
e From 2012	707.			
f Total of lines 3a through e	8,529.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 43,760.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				43,760.
e Remaining amount distributed out of corpus	0.			
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	8,529.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				235.
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)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	8,529.			
10 Analysis of line 9				
a Excess from 2009	7,193.			
b Excess from 2010	486.			
c Excess from 2011	143.			
d Excess from 2012	707.			
e Excess from 2013	0.			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

See Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs

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

c Any submission deadlines.

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

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				
Catholic Hunger & Shelter Fund 1027 Superior Ave. Cleveland OH 44114		501(c)(3)	Human Services	3,000.
Merrick House 1050 Starkweather Ave. Cleveland OH 44113		501(c)(3)	Human Services	1,000.
Holy Family Home 6707 State Road Parma OH 44134		501(c)(3)	Human Services	2,000.
Urban Community School 4909 Lorain Ave Cleveland OH 44102		501(c)(3)	Human Services	1,000.
Ronald McDonald House of Cleveland 10415 Euclid Ave Cleveland OH 44106		501(c)(3)	Human Services	1,500.
Ohio Guidestone 202 East Bagley Road Berea OH 44017		501(c)(3)	Human Services	2,500.
The Ursuline Sisters 2600 Lander Road Cleveland OH 44122		501(c)(3)	Human Services	2,000.
The City Mission (Laura's House) 5310 Carnegie Ave Cleveland OH 44103		501(c)(3)	Human Services	3,000.
St. Malachi Center 2416 Superior Viaduct Cleveland OH 44113		501(c)(3)	Human Services	1,000.
See Line 3a statement				19,500.
Total ▶ 3 a				36,500.
b Approved for future payment				
Total ▶ 3 b				

Miscellaneous Statement

Expense Distribution

Compensation of the Trustees was charged 60%
to the grant-related activities and 40%
to the investment-related activities, based
on the time spent on these activities.
Attorney's fees were charged 1/3 to the
grant-related activities and 2/3 to the
investment-related activities, based on a
time-spent formula.
The other expenses were prorated, charging
2/3 to the investment-related activities
and 1/3 to the grant-related activities.

Total

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
State of Ohio				
Investment Expense	25.	17.	17.	8.
New Checks				
Total	<u>25.</u>	<u>17.</u>	<u>17.</u>	<u>8.</u>

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

IRS 2012 tax refund	84.
Long Term Capital Gains	1,927.
Total	<u>2,011.</u>

Form 990-PF, Page 10, Part XV, Line 2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs

Name . Bernard H. Niehaus
 Address 2500 Key Center, 127 Public Square
 City, St, Zip, Phone. Cleveland OH 44114-1230 (216) 515-1607
 E-mail _____

The form in which applications should be submitted and information and materials they should include:
No formal application. A letter outlining activities is sufficient.

Any submission deadlines:

Prior to November 1st.

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

Greater Cleveland, Ohio area. Generally Human Services.

Name . Bernard H. Niehaus
 Address 2500 Key Center, 127 Public Square
 City, St, Zip, Phone. Cleveland OH 44114-1230 (216) 515-1607
 E-mail _____

The form in which applications should be submitted and information and materials they should include:
request with outline of activities.

Any submission deadlines:

November 15

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

Grants generally limited to human service organizations.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Providence House 2037 West 32nd St. Cleveland OH 44113		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,000.
Memorial Sloane-Kettering Cancer Center 1275 York Ave. New York NY 10065		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
Cleveland Speech & Hearing 11635 Euclid Ave. Cleveland OH 44106		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,500.
The Legal Aid Society 1223 West Sixth Street Cleveland OH 44113		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,500.
The Salvation Army 2507 East 22nd Street Cleveland OH 44115		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
Regina Health Center 5232 Broadview Road Richfield OH 44286		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
Jennings Center for Older Adults 10204 Granger Road Cleveland OH 44125		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,500.
Cleveland Sight Center 1909 East 101st Street Cleveland OH 44106		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,000.
Sisters of Charity Health System 2475 East 22nd Street Cleveland OH 44115		501(c)(3)	Human Services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,000.

Total

19,500.

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Frantz Ward LLP	Attorney	3,760.			

Total

3,760.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
8817 Shs Exxon Mobil	24,126.	892,280.
2040 American Income Fund	16,609.	14,953.
420 Blackrock Core Bond Trust	5,492.	5,410.
1650 Pimco Corporate Income	25,317.	26,070.
Royal Bank of Canada Term Note	10,000.	10,000.
Ancora Income Fund	7,033.	6,281.
Total	<u>88,577.</u>	<u>954,994.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Prepaid taxes	374.	944.	944.
Total	<u>374.</u>	<u>944.</u>	<u>944.</u>

Supporting Statement of:

Form 990-PF, p2/Line 1(b)

Description	Amount
Ancora Cash Account 12/31/13	19,111.
Outstanding check: Merrick House	-1,000.
Outstanding check: Ursuline Sisters	-2,000.
Outstanding check: Providence House	-2,000.
Outstanding check: Memorial Sloan Kettering	-1,000.
Outstanding check: Jennings Center	-2,500.
Outstanding check: Ohio Guidestone	-2,500.
Outstanding check: Regina Health Center	-5,000.
Outstanding check: Sisters of Charity	-2,000.
Total	<u>1,111.</u>

Supporting Statement of:

Form 990-PF, p3/Part IV, Line 1(e)-1

Description	Amount
200 share lot	1,455.
1300 share lot	9,456.
Total	<u>10,911.</u>

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (b)

Description	Amount
Dividends Received	27,783.
Interest Received	263.
Adj for non-dividend distrb	-50.
Total	<u>27,996.</u>