



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

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

2013

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

Name of foundation JAMES AND MARY MCFARLIN CHARITABLE TRUST 650166010		A Employer identification number 34-6806350																																																																																						
		B Telephone number (see instructions) 330-743-7000																																																																																						
Number and street (or P O box number if mail is not delivered to street address) c/o FARMERS TRUST, 42 MCCLURG RD		Room/suite																																																																																						
City or town YOUNGSTOWN		State OH	ZIP code 44512																																																																																					
Foreign country name		Foreign province/state/county																																																																																						
Foreign postal code																																																																																								
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change																																																																																								
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation																																																																																								
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,321,376		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____																																																																																						
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>																																																																																								
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))																																																																																								
<table border="1"> <thead> <tr> <th></th> <th>(a) Revenue and expenses per books</th> <th>(b) Net investment income</th> <th>(c) Adjusted net income</th> <th>(d) Disbursements for charitable purposes (cash basis only)</th> </tr> </thead> <tbody> <tr> <td>1 Contributions, gifts, grants, etc., received (attach schedule)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3 Interest on savings and temporary cash investments</td> <td>3</td> <td>3</td> <td></td> <td></td> </tr> <tr> <td>4 Dividends and interest from securities</td> <td>30,751</td> <td>30,751</td> <td></td> <td></td> </tr> <tr> <td>5a Gross rents</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Net rental income or (loss)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>6a Net gain or (loss) from sale of assets not on line 10</td> <td>688</td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Gross sales price for all assets on line 6a</td> <td>982,797</td> <td></td> <td></td> <td></td> </tr> <tr> <td>7 Capital gain net income (from Part IV, line 2)</td> <td></td> <td>688</td> <td></td> <td></td> </tr> <tr> <td>8 Net short-term capital gain</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>9 Income modifications</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>10a Gross sales less returns and allowances</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Less Cost of goods sold</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Gross profit or (loss) (attach schedule)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>11 Other income (attach schedule)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>12 Total. Add lines 1 through 11</td> <td>31,442</td> <td>31,442</td> <td>0</td> <td></td> </tr> </tbody> </table>					(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	1 Contributions, gifts, grants, etc., received (attach schedule)					2 Check ► <input checked="" type="checkbox"/> 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	30,751	30,751			5a Gross rents					b Net rental income or (loss)					6a Net gain or (loss) from sale of assets not on line 10	688				b Gross sales price for all assets on line 6a	982,797				7 Capital gain net income (from Part IV, line 2)		688			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	31,442	31,442	0	
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)																																																																																				
1 Contributions, gifts, grants, etc., received (attach schedule)																																																																																								
2 Check ► <input checked="" type="checkbox"/> 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	30,751	30,751																																																																																						
5a Gross rents																																																																																								
b Net rental income or (loss)																																																																																								
6a Net gain or (loss) from sale of assets not on line 10	688																																																																																							
b Gross sales price for all assets on line 6a	982,797																																																																																							
7 Capital gain net income (from Part IV, line 2)		688																																																																																						
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	31,442	31,442	0																																																																																					
Revenue <table border="1"> <tbody> <tr> <td>13 Compensation of officers, directors, trustees, etc.</td> <td>13,546</td> <td>4,064</td> <td>9,482</td> </tr> <tr> <td>14 Other employee salaries and wages</td> <td></td> <td></td> <td></td> </tr> <tr> <td>15 Pension plans, employee benefits</td> <td></td> <td></td> <td></td> </tr> <tr> <td>16a Legal fees (attach schedule)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Accounting fees (attach schedule)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Other professional fees (attach schedule)</td> <td>13,546</td> <td>9,482</td> <td>RECEIVED</td> </tr> <tr> <td>17 Interest</td> <td></td> <td></td> <td></td> </tr> <tr> <td>18 Taxes (attach schedule) (see instructions)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>19 Depreciation (attach schedule) and depletion</td> <td></td> <td></td> <td></td> </tr> <tr> <td>20 Occupancy</td> <td></td> <td></td> <td></td> </tr> <tr> <td>21 Travel, conferences, and meetings</td> <td></td> <td></td> <td></td> </tr> <tr> <td>22 Printing and publications</td> <td></td> <td></td> <td></td> </tr> <tr> <td>23 Other expenses (attach schedule)</td> <td>252</td> <td></td> <td>200</td> </tr> <tr> <td>24 Total operating and administrative expenses.</td> <td>27,344</td> <td>13,546</td> <td>0</td> </tr> <tr> <td> Add lines 13 through 23</td> <td></td> <td></td> <td>13,746</td> </tr> <tr> <td>25 Contributions, gifts, grants paid</td> <td>111,394</td> <td></td> <td>97,470</td> </tr> <tr> <td>26 Total expenses and disbursements. Add lines 24 and 25</td> <td>138,738</td> <td>13,546</td> <td>0</td> </tr> <tr> <td>27 Subtract line 26 from line 12</td> <td></td> <td></td> <td></td> </tr> <tr> <td>a Excess of revenue over expenses and disbursements</td> <td>-107,296</td> <td></td> <td></td> </tr> <tr> <td>b Net investment income (if negative, enter -0-)</td> <td></td> <td>17,896</td> <td></td> </tr> <tr> <td>c Adjusted net income (if negative, enter -0-)</td> <td></td> <td></td> <td>0</td> </tr> </tbody> </table>				13 Compensation of officers, directors, trustees, etc.	13,546	4,064	9,482	14 Other employee salaries and wages				15 Pension plans, employee benefits				16a Legal fees (attach schedule)				b Accounting fees (attach schedule)				c Other professional fees (attach schedule)	13,546	9,482	RECEIVED	17 Interest				18 Taxes (attach schedule) (see instructions)				19 Depreciation (attach schedule) and depletion				20 Occupancy				21 Travel, conferences, and meetings				22 Printing and publications				23 Other expenses (attach schedule)	252		200	24 Total operating and administrative expenses.	27,344	13,546	0	Add lines 13 through 23			13,746	25 Contributions, gifts, grants paid	111,394		97,470	26 Total expenses and disbursements. Add lines 24 and 25	138,738	13,546	0	27 Subtract line 26 from line 12				a Excess of revenue over expenses and disbursements	-107,296			b Net investment income (if negative, enter -0-)		17,896		c Adjusted net income (if negative, enter -0-)			0	
13 Compensation of officers, directors, trustees, etc.	13,546	4,064	9,482																																																																																					
14 Other employee salaries and wages																																																																																								
15 Pension plans, employee benefits																																																																																								
16a Legal fees (attach schedule)																																																																																								
b Accounting fees (attach schedule)																																																																																								
c Other professional fees (attach schedule)	13,546	9,482	RECEIVED																																																																																					
17 Interest																																																																																								
18 Taxes (attach schedule) (see instructions)																																																																																								
19 Depreciation (attach schedule) and depletion																																																																																								
20 Occupancy																																																																																								
21 Travel, conferences, and meetings																																																																																								
22 Printing and publications																																																																																								
23 Other expenses (attach schedule)	252		200																																																																																					
24 Total operating and administrative expenses.	27,344	13,546	0																																																																																					
Add lines 13 through 23			13,746																																																																																					
25 Contributions, gifts, grants paid	111,394		97,470																																																																																					
26 Total expenses and disbursements. Add lines 24 and 25	138,738	13,546	0																																																																																					
27 Subtract line 26 from line 12																																																																																								
a Excess of revenue over expenses and disbursements	-107,296																																																																																							
b Net investment income (if negative, enter -0-)		17,896																																																																																						
c Adjusted net income (if negative, enter -0-)			0																																																																																					
Operating and Administrative Expenses																																																																																								



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
	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	79,973	330,223	330,223
	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)	949,804	873,515	870,266
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)	1,430,550	1,149,292	1,120,887
	11	Investments—land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,460,327	2,353,030	2,321,376
	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 ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,460,327	2,353,030	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,460,327	2,353,030	
	31	Total liabilities and net assets/fund balances (see instructions)	2,460,327	2,353,030	

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	2,460,327
2	Enter amount from Part I, line 27a	2	-107,296
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,353,031
5	Decreases not included in line 2 (itemize) ► ROUNDING	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,353,030

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 Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(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			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			0		
b			0		
c			0		
d			0		
e			0		
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	688	
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	70	

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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	115,318	2,508,869	0.045964
2011	124,002	2,610,015	0.047510
2010	96,538	2,736,250	0.035281
2009	88,595	2,768,475	0.032001
2008	94,367	2,768,271	0.034089

2 Total of line 1, column (d)	2	0.194845
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	0.038969
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,372,681
5 Multiply line 4 by line 3	5	92,461
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	179
7 Add lines 5 and 6	7	92,640
8 Enter qualifying distributions from Part XII, line 4	8	111,216

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	179		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
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-)				
3	Add lines 1 and 2	2	0		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-				
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	866		
b	Exempt foreign organizations—tax withheld at source				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld				
7	Total credits and payments Add lines 6a through 6d	7	866		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached				
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			8	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid				
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► 687 Refunded ►	9	687		
				10	0
		11	0		

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	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	X
c	Did the foundation file Form 1120-POL for this year?	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	X
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	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► OH		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► FARMERS TRUST COMPANY Located at ► 42 MCCLURG ROAD YOUNGSTOWN OH	Telephone no. ► 330-743-7000 ZIP+4 ► 44512	
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		► <input type="checkbox"/>
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes X No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
1b	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)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	N/A
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 . . . , 20 . . . , 20 . . . , 20 . . .	2	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2b	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	N/A
3a	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	
3b	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4a	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)	4a	X
4b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	X
	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?		X

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b N/A
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? If "Yes," attach the statement required by Regulations section 53 4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b N/A

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
CARL NUNZIATO, ESQ 5791 SHARON DR YOUNGSTOWN, OH 44512	TRUSTEE 2 00	13,546		

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	NONE	
2		
3		
4		

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

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

Total. Add lines 1 through 3

Form 990-PF (2013) 0

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	2,291,297
b	Average of monthly cash balances	1b	117,516
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,408,813
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	2,408,813
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	36,132
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,372,681
6	Minimum investment return. Enter 5% of line 5	6	118,634

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	118,634
2a	Tax on investment income for 2013 from Part VI, line 5	2a	179
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	179
3	Distributable amount before adjustments Subtract line 2c from line 1	3	118,455
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	118,455
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	118,455

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	111,216
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	111,216
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	179
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,037

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				118,455
2 Undistributed income, if any, as of the end of 2013			66,269	
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				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 111,216			66,269	
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				44,947
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:	0	0	0	73,508
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				
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)

NA

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				►	
1b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)	
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
2b	85% of line 2a				0	
2c	Qualifying distributions from Part XII, line 4 for each year listed				0	
2d	Amounts included in line 2c not used directly for active conduct of exempt activities				0	
2e	Qualifying distributions made directly for active conduct of exempt activities					
	Subtract line 2d from line 2c				0	
3	Complete 3a, b, or c for the alternative test relied upon:					
3a	"Assets" alternative test—enter					
	(1) Value of all assets				0	
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0	
3b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0	
3c	"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)				0	
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0	
	(3) Largest amount of support from an exempt organization				0	
	(4) Gross investment income				0	

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 address of the person to whom applications should be addressed

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED STATEMENT				111,394
Total				► 3a 111,394
b Approved for future payment				
Total				► 3b 0

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	30,751	
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	688	
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)		0		31,442	0
13 Total. Add line 12, columns (b), (d), and (e)			13		31,442

(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)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

(2) Other assets

b Other transactions.

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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
NA		

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

**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) is based on all information of which preparer has any knowledge.

14-27-14 ► TRUSTEE

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

Signature of officer or trustee ▶		Date	Date		
Paid Preparer Use Only	Print/Type preparer's name BARBARA REPASKY	Preparer's signature <i>Barbara K. Repasky</i>	Date 4/24/2014	Check <input type="checkbox"/> if self-employed	PTIN P00109307
	Firm's name ▶ Farmers Trust Company	Firm's EIN ▶ 34-1853512			
	Firm's address ▶ 42 MCCLURG ROAD, YOUNGSTOWN, OH 44512	Phone no 330-743-7000			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales - Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals
															Gross Sales
Long Term CG Distributions															Cost, Other Basis and Expenses
Short Term CG Distributions															Net Gain or Loss
1 X 100,000 FED FARM CREDIT 02	3133EABX5				3/29/2012	P	1/1/17/2013	99,929	99,859						688
2 X 150,000 FED FARM CREDIT 03	3133EAHM3				4/11/2012	P	2/5/2013	150,000	150,000						0
3 X 200,000 FHLMC 1030%	3134G3ET1				8/23/2012	P	2/28/2013	200,000	200,000						0
4 X 150,000 FED FARM CREDIT 07	3133EAWZ7				7/5/2012	P	8/1/22/2013	148,800	150,000						-1,200
5 X 180,000 AT&T 400%	0020BRAV8				8/29/2011	P	9/13/2013	184,068	182,250						1,818
6 X 200,000 FHLMC 2.250%	3134G24S8				10/21/2011	P	11/14/2013	200,000	200,000						0
7															0

Part I, Line 16c (990-PF) - Other Professional Fees

		13,546	9,482	0	4,064
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	13,546	9,482		4,064

Part I, Line 18 (990-PF) - Taxes

		0	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax				

Part I, Line 23 (990-PF) - Other Expenses

		252	0	0	200
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE OF OHIO FILING FEE	200			200
2	COURT COSTS	52			

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

Description	State/Local	Federal		U.S. and State Government Obligations		FMV	End of Year	State/Local Obligation
		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	Beg. of Year			
1 150,000 FED FARM CR 0 650%			0	150,000	0	150,003	0	
2 250,000 FED FARM CR 1 040% 7/1/0/17			799,804	873,515	803,166	870,266		
3 100,000 FHLB 1 375% 9/12/14								
4 200,000 FHLB 0 740% 8/09/16			99,995	99,995	101,903	100,858		
5 25,000 FHLB 1 740% 3/27/20-14 SA								
6 75,000 US TREAS NT 2 500% 8/15/23								
7 75,000 US TREAS NT 0 875% 9/15/16								
8								
9 150,000 FED FARM CR 350% 3/14/14			150,000	150,000	150,003	150,003		
10 150,000 FED FARM CR 790% 7/11/16			150,000	150,000	150,369	150,369		
11 200,000 FHLB 3 000% 9/3/15			199,950	199,950	200,012	200,012		
12 100,000 FED FARM CR 0 250% 11/01/13			99,859	99,859	100,002	100,002		

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	
1	200,000 FHLMC	1 15%	8/22/2018	200,000	200,000	201,204	191,628	1,120,887
2	180,000 AT&T	2 40%	8/15/2016	182,250		187,843		
3	200,000 FHLMC	2 25%	11/14/2018	200,000		203,134		
4	100,000 FHLMC	0 45%	9/4/2015		100,152			100,113
5	200,000 FHLMC	1 00%	6/20/2017		200,840			199,292
6	200,000 FHLMC	1 50%	8/16/2019	199,800	199,800	200,160	190,072	
7	200,000 FHLMC	1 03%	8/28/2017	200,000		200,306		
8	200,000 FHLMC	1 65%	8/28/2020	200,000	200,000	201,082	187,510	
9	100,000 FHLMC	1 75%	9/10/2015	98,500	98,500	103,732	102,375	
10	150,000 FNMA	0 45%	12/24/2015	150,000	150,000	149,975	149,897	

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
CARL NUNZIATO, ESQ		5791 SHARON DR	YOUNGSTOWN	OH	44512		TRUSTEE	2.00	13,546		
1											

FORM 990 PF, PART XV, LINE 3a, "GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR"
3. Grants and Contributions Paid during the year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor.	Foundation status of recipient.	Purpose of Grant or Contribution	Amount
Name and address				
Hiram College P.O. Box 67 Hiram, Ohio 44234	N/A	Educational	Public Support	22,279.00
Catholic University of America Office of University Development Washington, DC 20064	N/A	Educational	Public Support	13,924.00
Catholic Archdiocese of Miami, FL 9401 Biscayne Blvd. Miami Shores, FL 33138	N/A	Religious	Public Support	13,924.00
Catholic Diocese of Youngstown 144 W. Wood Street Youngstown, OH 44503	N/A	Religious	Public Support	13,924.00
Welsh Home for the Aged 22199 Center Ridge Road Rocky River, OH 44166	N/A	Charitable	Public Support	5,571.00
Friends of Animals 777 Post Road, Ste. 205 Darien, CT 06820	N/A	Charitable	Public Support	2,785.00
Park Vista Retirement Community 12616 Fifth Avenue Youngstown, OH 44504	N/A	Charitable	Public Support	11,139.00
Florida Christian Center 1115 Edgewood Avenue South Jacksonville, FL 33205	N/A	Charitable	Public Support	11,139.00
Animal Charity of Ohio 4140 Market Street Youngstown, OH 44512	N/A	Charitable	Public Support	2,785.00
Sub-Total				\$ 97,470.00

**The following scholarships are not qualifying distributions for charitable purposes.
A discriminatory provision in the trust document allows scholarships to male
students only.**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor.	Foundation status of recipient.	Purpose of Grant or Contribution	Amount
Name and address				
University of Toledo 2801 W. Bancroft Street Toledo, OH 43606 FBO: David Meigs	N/A	Educational	Scholarship	\$ 3,481.00
Youngstown State University One University Plaza Youngstown, OH 44555 FBO: Patrick Bornemiss	N/A	Educational	Scholarship	\$ 3,481.00
Westminister College 319 S. Market Street New Wilmington, PA 16172 FBO: Kyle Borton	N/A	Educational	Scholarship	\$ 3,481.00
Ohio University 1 Ohio University Athens, OH 45701 FBO: Brett Maszcak	N/A	Educational	Scholarship	\$ 3,481.00
				\$ 13,924.00
GRAND TOTAL:				111,394.00