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Form 990-PF



Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.



OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE DOROTHY B FRANCIS CHARITABLE FOUNDATION		A Employer identification number 35-2235189	
Number and street (or P O box number if mail is not delivered to street address) 8044 MONTGOMERY ROAD		B Telephone number (see instructions) (513) 794-1900	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45236		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 5,282,579		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	220	220	220	
	4 Dividends and interest from securities.	232,789	232,789	232,789	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	20,654			
	b Gross sales price for all assets on line 6a 298,892				
	7 Capital gain net income (from Part IV , line 2)		20,654		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	253,663	253,663	233,009	
	13 Compensation of officers, directors, trustees, etc	11,538			
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 1,143			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 37,868	37,315	37,315	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	50,549	37,315	37,315	0
	25 Contributions, gifts, grants paid	220,700			220,700
	26 Total expenses and disbursements. Add lines 24 and 25	271,249	37,315	37,315	220,700
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-17,586			
	b Net investment income (if negative, enter -0-)		216,348		
	c Adjusted net income (if negative, enter -0-)			195,694	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		3	
	2	Savings and temporary cash investments	209,629	136,587	126,587
	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)	4,067,234	4,096,635	5,155,992
	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 ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,276,863	4,233,225	5,282,579	
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 ▶ <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	4,276,863	4,233,225	
	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)	4,276,863	4,233,225	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,276,863	4,233,225		

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	4,276,863
2	Enter amount from Part I, line 27a	2	-17,586
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,259,277
5	Decreases not included in line 2 (itemize) ▶ _____	5	26,052
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,233,225

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				
(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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) 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				
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	20,654
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 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			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d).			2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			4
5 Multiply line 4 by line 3.			5
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7
8 Enter qualifying distributions from Part XII, line 4.			8

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 <input type="checkbox"/> and enter "N/A" on line 1		1	4,327		
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 <input type="checkbox"/> and enter 1% of Part I, line 27b		2			
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	4,327
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	4,327		
6 Credits/Payments		7	8,048		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a			8,048	
b Exempt foreign organizations—tax withheld at source	6b				
c Tax paid with application for extension of time to file (Form 8868)	6c				
d Backup withholding erroneously withheld	6d				
7 Total credits and payments. Add lines 6a through 6d.		7	8,048		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	3,721		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 3,721 Refunded		11			

Part VII-A Statements Regarding Activities				
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?		Yes	No	
	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)? <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		No
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? <i>If "Yes," attach a detailed description of the activities.</i>			2	
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		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		No	
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		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		No	
	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	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? <i>If "No," attach explanation</i>	8b	Yes		
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		No	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No	

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		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 ▶N/A				
14	The books are in care of ▶ALEX & COMPANY CPAS Telephone no ▶(513) 794-1900 Located at ▶8044 MONTGOMERY ROAD 720 CINCINNATI OH ZIP +4 ▶45236			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		No
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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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

No

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?

YesNo

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?

YesNo

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?

YesNo

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

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.

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Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	
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	4,821,388
b	Average of monthly cash balances.	1b	190,613
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,012,001
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	5,012,001
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	75,180
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,936,821
6	Minimum investment return. Enter 5% of line 5.	6	246,841

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	246,841
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,327
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,327
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	242,514
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	242,514
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	242,514

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	220,700
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	220,700
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	220,700
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				242,514
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.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 220,700				
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).	0			
d Applied to 2013 distributable amount.				220,700
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				21,814
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 XIVPrivate 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)

☐ 4942(j)(3) or ☐ 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.	Tax year	Prior 3 years			(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 XVSupplementary 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))

DOROTHY B FRANCIS

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

DOROTHY B FRANCIS FOUNDATION
8044 MONTGOMERY ROAD STE 720
CINCINNATI, OH 45236
(513) 794-1900

b

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

ANY FORM IS ACCEPTABLE

c

Any submission deadlines

NONE

d

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

NONE

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 Additional Data Table				
Total			3a	220,700
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated


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

Form **990-PF** (2013)


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
DOROTHY B FRANCIS	Chair Emeritus 1 00	0		
8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236				
CAROLYN McCLINTOCK	Executive Dir 20 00	11,538		
8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236				
DAVID J ALEX	President 1 00	0		
8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236				
DAIN PAIGE	Treasurer 1 00	0		
8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236				
VIRGINIA CLARK	Secretary 1 00	0		
8044 MONTGOMERY RD STE 720 CINCINNATI, OH 45236				

Form 990PF Part XV Line 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				
HAMILTON COUNTY PARKS FOUNDATION 10245 WINTON ROAD CINCINNATI,OH 45231	NONE		GENERAL CHARITABLE	10,000
UNITED COALITION FOR ANIMALS 1230 W 8TH STREET CINCINNATI,OH 45203	NONE		GENERAL CHARITABLE	15,000
SAVE THE ANIMALS FOUNDATION 4011 RED BANK ROAD CINCINNATI,OH 45227	NONE		GENERAL CHARITABLE	10,000
MILESTONES INC 12372 RIGGS RD INDEPENDENCE,KY 41051	NONE		GENERAL CHARITABLE	15,000
OHIO ALLEYCAT RESOURCE SPAYNEUTER C 5619 ORLANDO PLACE CINCINNATI,OH 45227	NONE		GENERAL CHARITABLE	15,000
MUSEKAMP FAMILY HOPE LODGE 2806 READING ROAD CINCINNATI,OH 45206	NONE		GENERAL CHARITABLE	2,500
ONE WAY FARM OF FAIRFIELD INC 6131 RIVER ROAD PO BOX 18637 FAIRFIELD,OH 45018	NONE		GENERAL CHARITABLE	20,000
HAPPEN INC 4201 HAMILTON AVENUE CINCINNATI,OH 45223	NONE		GENERAL CHARITABLE	10,000
GLSEN PO BOX 19856 CINCINNATI,OH 45219	NONE		GENERAL CHARITABLE	10,000
FACES WITHOUT PLACES PO BOX 23300 CINCINNATI,OH 45223	NONE		GENERAL CHARITABLE	15,000
KENNEDY HEIGHTS ARTS CENTER 6546 MONTGOMERY ROAD CINCINNATI,OH 45213	NONE		GENERAL CHARITABLE	10,000
CARACOLE INC 4138 HAMILTON AVE CINCINNATI,OH 45223	NONE		GENERAL CHARITABLE	10,000
GREEN UMBRELLA 4138 HAMILTON AVE STE D CINCINNATI,OH 45223	NONE		GENERAL CHARITABLE	10,000
COMMUNITY SHARES OF GREATER CINCINN 103 WILLIAM H TAFT ROAD CINCINNATI,OH 45219	NONE		GENERAL CHARITABLE	10,000
BEN JACKSON MEMORIAL FUND 4777 E GALBRAITH ROAD CINCINNATI,OH 45238	NONE		GENERAL CHARITABLE	5,000
Total  3a				220,700

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PETS IN NEED OF GREATER CINCINNATI 520 W WYOMING AVE CINCINNATI,OH 45215	NONE		GENERAL CHARITABLE	5,000
RECYCLED DOGGIES PO BOX 12773 CINCINNATI,OH 45212	NONE		GENERAL CHARITABLE	8,500
CIRCLE TAIL INC 8834 CAREY ST PLEASANT PLAIN,OH 45162	NONE		GENERAL CHARITABLE	10,000
WOMEN WRITING FOR A CHANGE 6906 PLAINFIELD RD CINCINNATI,OH 45236	NONE		GENERAL CHARITABLE	3,000
CENTRAL VERMONT HUMANE SOCIETY 1589 VERMONT 14 EAST MONTPELIER,VT 05666	NONE		GENERAL CHARITABLE	100
PFLAG CINCINNATI PO BOX 19634 CINCINNATI,OH 45219	NONE		GENERAL CHARITABLE	1,500
TENDER MERCIES 27 W 12TH ST CINCINNATI,OH 45202	NONE		GENERAL CHARITABLE	100
VISIONS COMMUNITY SERVICES 425 EZZARD CHARLES DR CINCINNATI,OH 45203	NONE		GENERAL CHARITABLE	15,000
IMAGO EARTH CENTER 700 ENRIGHT AVE CINCINNATI,OH 45205	NONE		GENERAL CHARITABLE	10,000
Total  3a				220,700

TY 2013 Investments Corporate
Stock Schedule

Name: THE DOROTHY B FRANCIS CHARITABLE
FOUNDATION

EIN: 35-2235189

Software ID: 13000170

Software Version: 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACE LTD - 1,234.5830 SHRS	70,095	127,816
PROCTER & GAMBLE - 1,333.6067 SHRS	76,274	108,569
CLOROX CO DEL COM- 322.5382 SHARES	18,403	29,919
CONOCOPHILLIPS-1,112.2564 SHARES	38,360	56,538
DEERE CO- 500.6257 SHARES	31,324	45,722
INTEL CORP- 1628.6402 SHARES	43,914	42,271
MARATHON OIL CORP- 2,923.8342 SHARES	69,414	103,211
VERIZON COMMUNICATIONS COM- 215.6474 SHS	7,072	10,597
GENERAL ELECTRIC - 1933.9932 SHARES	40,477	54,210
WELLS FARGO & CO NEW DEL - 600.4034 SHS	23,635	27,258
COHEN & STEERS CLOSED END OPPTY FUND INC	117,415	90,802
AT&T INC - 1,462.0778 SHARES	39,917	51,407
CATERPILLAR INC - 329.3709 SHARES	28,250	45,439
ENDURANCE SPECIALTY HLDG - 544.5156 SHS	19,337	31,948
ALLIANCEBERNSTEIN GLOBAL HIGH	150	139
COHEN & STEERS SELECT INFRASTRUCTURE	115,628	118,024
EATON VANCE TX-AD GL OPP	46,991	58,160
CLOUGH GLBL OPPTYS	110,749	88,448
BLACKROCK CAP&INC	114,605	99,238
MONSANTO CO NEW DEL COM - 398 SHARES	28,812	46,387
PFIZER INC- 1,119.6148 SHARES	19,465	34,294
UNITEDHEALTH GROUP INC - 100 SHARES	3,015	7,530
MFS INTERMEDIATE INCOME	119,505	102,131
EATON VANCE TAX MAN GLB	180,074	203,540
AFLAC INC - 1,025.0676 SHARES	36,049	68,475
AMERICAN FINL GRP HLDGS - 1,028.8448 SHS	25,555	59,385
BOEING COMPANY - 609.6471 SHARES	44,321	83,211
CSX CORP - 1829.5448 SHARES	36,466	52,636
CENTURYLINK INC - 4,400.3831 SHARES	177,907	140,152
CHEVRON CORP - 100 SHARES	6,452	12,491

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXELON CORPORATION - 1617.0586 SHARES	68,638	44,291
HCP INC - 648.7482 SHARES	14,035	23,563
BUCKEYE PARTNERS LP - 1,795.9326 SHARES	86,256	127,529
WAL-MART STORES INC - 1,026.2949 SHARES	54,246	80,759
WESTERN ASSET/CLAYMORE INFLATION-LINKED	94,732	89,517
TCW TOTAL RETURN BOND FD CL I	61,241	63,125
BERKSHIRE HATHAWAYINC - 500 SHARES	36,375	59,280
BRISTOL-MYERS SQUIBB CO - 1599.4407 SHS	41,477	85,010
COCA COLA COM - 200 SHARES	5,471	8,262
EXXON MOBIL CORP - 600 SHARES	40,666	60,720
JPMORGAN CHASE & CO - 824.2361 SHARES	33,149	48,201
ELI LILLY & CO - 3,193.2493 SHARES	113,959	162,856
MERCK AND CO INC SHS - 1,564.5825 SHARES	52,507	78,307
MICROSOFT CORP - 1,241.3510 SHS	32,509	46,439
NEXTERA ENERGY INC SHS - 1,038.9457 SHS	54,767	88,955
PPL CORPORATION - 1,619.3661 SHARES	41,788	48,727
SEADRILL LTD - 1,800.0924 SHARES	63,269	73,948
TEXAS INSTRUMENTS - 1303.8837 SHARES	41,107	57,254
ENERGY TRANSFER PTNRS LP - 6,484.1028 SH	320,006	371,215
WILLIAMS PARTNERS LP - 931.3025 SHARES	38,586	47,366
WELLPOINT INC - 400 SHARES	22,230	36,956
EATON VANCE TAX-MANAGED DIVER EQTY INCM	74,692	82,605
EATON VANCE TAX-MNGD GLBL DIV EQTY INCM	82,396	89,195
PRINCIPAL GLOBAL DIVERSIFIED INCOME CL A	61,254	63,669
ABBOTT LABS - 842.4927 SHARES	18,996	32,293
AXIS CAPITAL HOLDINGS LTD - 3215.0820 SH	109,635	152,942
PROLOGIS INC - 520.546 SHARES	13,490	19,234
APPLE INC - 100 SHARES	44,402	56,102
CISCO SYSTEMS INC - 2017.3744 SHARES	38,740	45,250
FORD MOTOR CO - 3201.7772 SHARES	36,438	49,403

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON AND JOHNSON COM - 422.0312 SHS	25,804	38,654
MARATHON PETROLEUM CORP - 2,040.8571 SHS	68,317	187,208
NATIONAL GRID PLC SP ADR - 1,200 SHS	54,505	78,384
TEVA PHARMACTCL INDS ADR - 1,000.3206 SH	44,575	40,093
VALERO ENERGY CORP NEW - 1816.1165 SHS	41,310	91,532
BOARDWALK PIPELINE PTNRS - 529.7904 SHS	13,379	13,520
COHEN AND STEERS QUALITY INCOME REALTY	62,720	30,265
DOUBLELINE TOTAL RETURN BOND FUND CL I	68,498	66,445
DUKE ENERGY CORP NEW - 1109.0472 SHARES	51,256	77,372
PHILLIPS 66 SHS - 549.0803 SHARES	15,398	42,351
ABBVIE INC SHS - 842.4981 SHARES	20,583	44,492
INTL BUSINESS MACHINES CORP IBM - 200 SH	34,692	37,514
ORACLE CORP - 1,000 SHARES	32,937	38,260
HENDERSON GLOBAL EQUITY INCOME FD CLASS	75,973	76,981

TY 2013 Other Expenses Schedule

Name: THE DOROTHY B FRANCIS CHARITABLE
FOUNDATION

EIN: 35-2235189

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	197			
BOARD MEETING EXPENSES	356			
INVESTMENT ACCOUNT FEE	37,315	37,315	37,315	

TY 2013 Taxes Schedule

Name: THE DOROTHY B FRANCIS CHARITABLE
FOUNDATION

EIN: 35-2235189

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	943			
STATE OF OHIO FILING FEE	200			