Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 03/01 , 2013, and ending 02/28, 20 14

Name of foundation: WAITE M B-BRAND FOUNDATION T/W 20 -0327380

A Employer identification number: 34-6563471

Number and street (or P O box number if mail is not delivered to street address): KEYBANK N.A., P.O. BOX 10099

Room/suite:

B Telephone number (see instructions): 419-259-8655

City or town, state or province, country, and ZIP or foreign postal code: TOLEDO, OH 43699-0099

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,740,583.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	41,522.	41,522.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	94,259.			
	b Gross sales price for all assets on line 6a 564,637.				
	7 Capital gain net income (from Part IV, line 2)		94,259.		
	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)	-3,918.	-3,918.		STMT 2
	12 **Total** Add lines 1 through 11	131,863.	131,863.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	21,083.	15,812.		5,271.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	556.	71.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	256.			256.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	22,895.	15,883.	NONE	6,527.
	25 Contributions, gifts, grants paid	151,500.			151,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	174,395.	15,883.	NONE	158,027.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-42,532.			
	b **Net investment income** (if negative, enter -0-)		115,980.		
	c **Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	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) STMT 6	1,866,610.	1,800,522.	2,740,583.
	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)	1,866,610.	1,800,522.	2,740,583.
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)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,866,610.	1,800,522.	
	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)	1,866,610.	1,800,522.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,866,610.	1,800,522.	

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	1,866,610.
2	Enter amount from Part I, line 27a	2	-42,532.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	18,038.
4	Add lines 1, 2, and 3	4	1,842,116.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	41,594.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,800,522.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	564,637.		470,378.	94,259.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a				94,259.
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** 94,259.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . **3**

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	159,395.	2,344,834.	0.067977
2011	163,510.	2,384,914.	0.068560
2010	137,578.	2,367,325.	0.058115
2009	151,191.	2,130,980.	0.070949
2008	193,258.	2,554,409.	0.075657

2	**Total** of line 1, column (d)	2	0.341258
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	0.068252
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,531,837.
5	Multiply line 4 by line 3	5	172,803.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,160.
7	Add lines 5 and 6	7	173,963.
8	Enter qualifying distributions from Part XII, line 4	8	158,027.

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 ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	2,320.
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	2,320.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	2,320.
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 1,907.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c 2,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	3,907.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,587.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 1,587. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	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 *General Instruction G? If "No," attach explanation.*	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KEYBANK NATIONAL ASSOCIATION Telephone no ▶ (419) 259-4968

Located at ▶ P O BOX 10099, TOLEDO, OH ZIP+4 ▶ 43699-0099

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	**6b**		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		21,083.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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	
All other program-related investments See instructions 3 NONE	
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	2,570,393.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,570,393.
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	NONE
3	Subtract line 2 from line 1d	3	2,570,393.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,556.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,531,837.
6	**Minimum investment return.** Enter 5% of line 5	6	126,592.

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	126,592.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 2,320.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	2,320.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	124,272.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	124,272.
6	Deduction from distributable amount (see instructions)		6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	124,272.

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	158,027.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	158,027.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	158,027.

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				124,272.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			NONE	
b	Total for prior years 20 11 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2013				
a	From 2008 ... 66,470.				
b	From 2009 ... 44,642.				
c	From 2010 ... 21,264.				
d	From 2011 ... 47,604.				
e	From 2012 ... 44,090.				
f	**Total** of lines 3a through e	224,070.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 158,027.				
a	Applied to 2012, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				124,272.
e	Remaining amount distributed out of corpus	33,755.			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	257,825.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	66,470.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	191,355.			
10	Analysis of line 9				
a	Excess from 2009 ... 44,642.				
b	Excess from 2010 ... 21,264.				
c	Excess from 2011 ... 47,604.				
d	Excess from 2012 ... 44,090.				
e	Excess from 2013 ... 33,755.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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).)

N/A

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.

N/A

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:

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED	NONE	PUBLIC		151,500.
Total . . . . . . ▶ 3a				151,500.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	41,522.	
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	94,259.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP INCOME	0			-3,918.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				131,863.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 131,863.

(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.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

James R Freedline Jr | 10/27/2014 | Vice President

Signature of officer or trustee | Date | Title

KEYBANK BY:J R FREEDLINE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS	16,010.	16,010.
MUTUAL FUNDS	25,512.	25,512.
TOTAL	41,522.	41,522.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	-3,918.	-3,918.
TOTALS	-3,918.	-3,918.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ESTIMATED EXCISE TAX	485.	
FOREIGN TAX PAID	71.	71.
TOTALS	556.	71.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	28.	28.
OTHER ALLOCABLE EXPENSE-INCOME	28.	28.
OTHER NON-ALLOCABLE EXPENSE -	200.	200.
TOTALS	256.	256.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	C	1,800,522.	2,740,583.
TOTALS		1,800,522.	2,740,583.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PARTNERSHIP ADJUSTMT/TAXABLE INCOME VS CASH RECEIPTS	18,036.
ROUNDING	2.
TOTAL	18,038.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT EATON	984.
COST BASIS ADJUSTMENT	40,572.
INTEREST BALANCING ADJUSTMENT	38.
TOTAL	41,594.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
KEYBANK NATIONAL ASSOCIATION
ADDRESS:
PO BOX 10099
TOLEDO, OH 43699-0099
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 21,083.

OFFICER NAME:
GREGORY G ALEXANDER
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
GREGORY S SHUMAKER
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
HOPE J WELLES
ADDRESS:
112 ROCKLEDGE DR
PERRYSBURG, OH 43551
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
PHIL H WOLF
ADDRESS:
C/O KEYBANK N.A. PO BOX 10099
TOLEDO, OH 43699-0099
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 21,083.

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
SHUMAKER, LOOP & KENDRICK
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
FORM, INFORMATION AND MATERIALS:
NO SPECIFIC FORM
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
INFORMATION IS AVAILABLE FROM GREGORY SHUMAKER. SEE LINE 2A FOR ADDRESS AND TELEPHONE INFORMATION.

STATEMENT 11

WAITE-BRAND FOUNDATION
DISTRIBUTIONS
3-1-13 TO 2-28-14

	A	B	C	D	E	F	G
1		**Organization**	**Address**	**Arpproved 2013-2014**	**Purpose**	**Dist Date**	**2013-2014**
2	X	Assistance Dogs of America	5605 Monroe St. Sylvania, OH 43560	$6,000 00	Capital Campaign 5 yr pledge (4)	3/22/2013	$6,000.00
3	X	Assistance Dogs of America	5605 Monroe St. Sylvania, OH 43560	$8,000 00	Dog Training $16,000 over 2 Yr (2)	3/22/2013	$8,000 00
4	X	Black Swamp Conservancy	PO Box 332 Perrysburg, OH 43552-0332	$1,000 00	unrestricted grant to pay the first year of premiums for conservation defense insurace	3/22/2013	$1,000 00
5	x	Boys and Girls Clubs: Camp Big Silver	2250 N Detroit Ave Toledo, OH 43606	$12,000 00	scholarships and operations for the 2013 camp season	3/22/2013	$12,000 00
6	X	Camp Courageous	12701 Waterville Swanton Whitehouse, OH 43571	$1,000 00	continued support	3/22/2013	$1,000.00
7	X	Diabetes Youth Services	5871 Monclova Road Maumee, OH 43537	$1,000 00	program support	3/22/2013	$1,000 00
8	X	Imagination Station	1 Discovery Way Toledo, OH 43604-1579	$2,000 00	Operating Funds	3/22/2013	$2,000 00
9	X	Junior Achievement	2239 Cheyenne Boulevard Toledo, OH 43614	$2,000 00	Financial Literacy Entrepreneurship & Career Development Education	5/24/2013	$2,000 00

WAITE-BRAND FOUNDATION
DISTRIBUTIONS
3-1-13 TO 2-28-14

	A	B	C	D	E	F	G
1		Organization	Address	Arpproved 2013-2014	Purpose	Dist Date	2013-2014
10	X	Kidney Foundation of NW Ohio	3100 West Central Ave Ste 250 Toledo, OH 43606	$5,000.00	final pymnt $15,000 pledge over 3 yrs (3)	3/22/2013	$5,000.00
11	X	Leadership Toledo	316 Adams St Toledo, OH 43604	$4,000 00	expand training programs (SIA & YLT)	3/22/2013	$4,000.00
12	X	Learning Club of Toledo	1702 Upton Ave Toledo, OH 43607	$500 00	Continued program support	3/22/2013	$500 00
13	X	Lourdes University	6832 Convent Blvd Sylvania, OH 43560	$10,000 00	Academic support $50,000 pledge over 5 yrs (2)	3/22/2013	$10,000 00
14	X	Maumee Valley Country Day School	1715 South Reynolds Rd. Toledo, OH 43614	$10,000.00	3rd pymnt on $50,000 pledge over 5 yrs (3)	3/22/2013	$10,000 00
15	X	Maumee Valley Save-A-Pet Inc	5250 Hill Ave Toledo, OH 43615	$2,000 00	Continued program support	3/22/2013	$2,000 00
16	X	Nature Conservancy (Kitty Todd Preserve)	6375 Riverside Dr Ste 100 Dublin, OH 43017-5045	$20,000 00	Kubota Utility vehicle, skid tank, water pump, winch, plumbing supplies, staff support to implement stewardship	3/22/2013	$20,000.00
17	x	Old Trinity Foundation	316 Adams St. Toledo, OH 43604	$10,000 00	Bells Project @ Trinity Episcopal Church	3/26/2013	$10,000.00

WAITE-BRAND FOUNDATION
DISTRIBUTIONS
3-1-13 TO 2-28-14

	A	B	C	D	E	F	G
1		**Organization**	**Address**	**Arpproved 2013-2014**	**Purpose**	**Dist Date**	**2013-2014**
18	X	Planned Parenthood of Northwest Ohio, Inc	206 East State St Columbus OH 43215	$8,000.00	Women's healthcare (for health services in Lucas County OH)	3/22/2013	$8,000 00
19	X	Public Broadcasting of NW Ohio· WGTE Public Media	1270 South Detroit Ave Toledo, OH 43614	$2,000 00	Challenge Grant	6/7/2013	$2,000 00
20	X	Sight Center	1002 Garden Lake Parkway Toledo, OH 43614	$8,000.00	Services and Training $16,000 over 2 yrs (2)	3/22/2013	$8,000 00
21	X	Sunshine Foundation, Inc	7223 Maumee Western Rd Maumee, OH 43537	$1,000 00	support the purchase of a new ADA compatible bus.	3/22/2013	$1,000.00
22	X	Toledo Cultural Arts Center - Valentine Community Performing Arts	410 Adams Toledo, OH 43604	$4,000 00	$12,000 pledge over 3 yrs (2)	3/22/2013	$4,000 00
23	X	Toledo Day Nursery	2211 Jefferson Ave Toledo, OH 43604	$2,000 00	classroom supplies for eight classrooms in three centers	3/22/2013	$2,000 00
24	X	Toledo Opera	425 Jefferson Ave Ste 601 Toledo, OH 43604	$3,000 00	$9,000 over 3 yrs (3) for Opera on Wheels	3/22/2013	$3,000 00
25	X	Toledo School for the Arts	333 14th St Toledo, OH 43604	$6,000 00	Bldg Renovations $18,000 over 3 yrs (3)	3/22/2013	$6,000 00

WAITE-BRAND FOUNDATION
DISTRIBUTIONS
3-1-13 TO 2-28-14

	A	B	C	D	E	F	G
1		**Organization**	**Address**	**Arpproved 2013-2014**	**Purpose**	**Dist Date**	**2013-2014**
26	X	Toledo Symphony	1838 Parkwood Ave #310 Toledo, OH 43697	$12,000.00	$36,000 over 3 yrs (3)	3/22/2013	$12,000 00
27	X	University of Toledo Fdnd (MCO) – Medical Students Summer Work	Mail Stop 1018 3000 Arlington Ave Toledo, OH 43614	$10,000.00	Matching Grant supporting College of Medicine Summer Work Program $30,000 pledge over 3 yr (2)	4/30/2013	$10,000 00
28	X	Victory Center –	5532 W Central Ave Ste B Toledo, OH 43615	$1,000 00	continued support of their programs.	3/22/2013	$1,000.00
29		**TOTAL DISTRIB**		151,500.00			$151,500.00

PRIVATE FOUNDATIONS
MONTHLY SUMMARY

REPORT TAC-CRR40
RUN DATE 14MAR14
BUS DATE 2014-02-28
PAGE 1
SAR ID TAC000PCRR40

ACCOUNT	ACCOUNT NAME		TAX ANALYST/NAME	FISCAL YEAR 2014 - 0228
:0 10 211 0327380	WAITE M B-BRAND FOUNDATION	T/W	328 M E ESTRADA	419-259-4968

MONTH	MARKET VALUE	CASH	OTHER
MARCH	2,460,170.40	0.00	2,460,170.40
APRIL	2,477,697.01	0.00	2,477,697.01
MAY	2,480,238.51	0.00	2,480,238.51
JUNE	2,436,338.13	0.00	2,436,338.13
JULY	2,524,230.58	0.00	2,524,230.58
AUGUST	2,470,181.00	0.00	2,470,181.00
SEPTEMBER	2,548,770.12	0.00	2,548,770.12
OCTOBER	2,636,656.54	0.00	2,636,656.54
NOVEMBER	2,687,739.58	0.00	2,687,739.58
DECEMBER	2,728,969.15	0.00	2,728,969.15
JANUARY	2,653,141.68	0.00	2,653,141.68
FEBRUARY	2,740,583.07	0.00	2,740,583.07
MONTHLY AVG	2,570,392.98	0.00	2,570,392.98

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2014-03-14
BUS DATE 2014-02-28
PAGE 1
SAR ID TAC000PCRR41

K-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
0-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
ISCAL YEAR CODE 0231 AS OF 02-28-2014

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G29183103	EATON CORP PLC FGN COM	14,942.00	0.00	10,223.30	200.000
G98290102	XL GROUP PLC FGN COM	16,324.80	0.00	8,971.54	537.000
00078H158	ASTON/FAIRPOINTE MID CAP FUND OPEN-END FUND CL I	219,047.61	0.00	107,375.51	4,714.757
00206R102	AT&T INC COM	17,561.50	0.00	16,243.39	550.000
023135106	AMAZON COM INC COM	16,294.50	0.00	2,904.30	45.000
030420103	AMERICAN WATER WORKS CO INC COM	8,968.00	0.00	6,103.58	200.000
037833100	APPLE INC COM	26,312.00	0.00	4,539.00	50.000
057071805	BAIRD INTERMEDIATE BOND FUND OPEN-END FUND INSTL CL	25,042.50	0.00	25,017.50	2,250.000
06741TR66	BARCLAYS BANK PLC FGN MED TERM BK NT DTD 10/23/13 2.00% DUE 10/23/18	20,080.00	0.00	20,000.00	20,000.000
125896100	CMS ENERGY CORP COM	14,215.00	0.00	11,945.00	500.000
151020104	CELGENE CORP COM	12,056.25	0.00	4,189.65	75.000
166764100	CHEVRON CORP COM	20,182.75	0.00	18,386.56	175.000
172062101	CINCINNATI FINANCIAL CORP COM	10,548.00	0.00	9,728.98	225.000
20825C104	CONOCOPHILLIPS COM	14,962.50	0.00	12,357.90	225.000
22160K105	COSTCO WHOLESALE CORP COM	8,292.80	0.00	6,012.86	71.000
230001406	CULLEN HIGH DIVIDEND EQUITY FUND OPEN-END FUND CL I	159,676.56	0.00	122,566.28	9,706.782
254687106	WALT DISNEY CO COM	18,182.25	0.00	3,669.30	225.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2014-03-14
BUS DATE 2014-02-28
PAGE 2
SAR ID TAC000PCRR41

K-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
0-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
ISCAL YEAR CODE 0231 AS OF 02-28-2014

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	'NITS
29265N108	ENERGEN CORP COM	12,066.00	0.00	7,747.49	150.000
29273R109	ENERGY TRANSFER PARTNERS LIMITED PARTNERSHIP	77,742.00	0.00	9191.00 48,~~415~~.30	1,400.000
293792107	ENTERPRISE PRODUCTS PARTNERS LIMITED PARTNERSHIP	83,887.50	0.00	241.00 24,~~131~~.62	1,250.000
360873129	GOTHAM ENHANCED RETURN FUND OPEN-END FUND INSTL CL	69,302.05	0.00	63,750.87	5,873.055
375558103	GILEAD SCIENCES INC COM	14,488.25	0.00	7,006.98	175.000
38259P508	GOOGLE INC COM CL A	24,313.00	0.00	8,074.55	20.000
406216101	HALLIBURTON CO COM	7,125.00	0.00	6,098.75	125.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	191,320.03	0.00	143,246.11	2,679.177
42217K106	HEALTH CARE REIT INC REIT	17,622.00	0.00	13,715.47	300.000
458140100	INTEL CORP COM	13,618.00	0.00	8,054.20	550.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	67,826.64	0.00	55,449.59	1,718.000
464287242	ISHARES IBOXX $INVESTMENT BD FD CLOSED-END FUND	21,352.24	0.00	20,458.62	182.000
464288513	ISHARES IBOXX $ HIGH YIELD CORP CLOSED-END FUND	28,573.93	0.00	26,738.35	301.000
46625H100	JP MORGAN CHASE & CO COM	17,727.84	0.00	6,681.36	312.000
47804M878	JOHN HANCOCK 2 GLB ABS RET STRAT OPEN-END FUND CL I	20,052.00	0.00	19,944.00	1,800.000
478160104	JOHNSON & JOHNSON COM	18,424.00	0.00	12,905.62	200.000
494550106	KINDER MORGAN ENERGY PARTNERS LIMITED PARTNERSHIP	74,270.00	0.00	<3323> 52,559.90	1,000.000
50076Q106	KRAFT FOODS GROUP INC	6,908.75	0.00	6,394.41	125.000

<-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
0-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
[SCAL YEAR CODE 0231 AS OF 02-28-2014

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
718546104	PHILLIPS 66 COM	14,972.00	0.00	7,394.86	200.000
74005P104	PRAXAIR INC COM	13,037.00	0.00	10,985.75	100.000
741503403	PRICELINE.COM INC COM	20,232.60	0.00	4,865.10	15.000
742718109	PROCTER & GAMBLE CO COM	13,686.84	0.00	11,379.57	174.000
747525103	QUALCOMM INC COM	18,822.50	0.00	13,753.48	250.000
7495200A1	KT SHORT TERM DEPOSIT FUND	196,743.51	0.00	196,743.51	196,743.510
760759100	REPUBLIC SERVICES INC COM CL A	10,233.00	0.00	10,077.00	300.000
76882K306	RIVERPARK/WEDGEWOOD FUND OPEN-END FUND INSTL CL	48,034.27	0.00	35,647.26	2,667.089
77956H864	T ROWE PRICE EMERGING MKTS STK OPEN-END FUND	72,296.05	0.00	60,839.28	2,329.876
780905600	ROYCE FD PREMIER SER MUTUAL FUND	70,974.46	0.00	64,335.11	3,165.676
806407102	HENRY SCHEIN INC COM	11,904.00	0.00	3,930.00	100.000
855244109	STARBUCKS CORP COM	14,192.00	0.00	9,653.98	200.000
867914103	SUNTRUST BANKS INC COM	13,188.00	0.00	11,487.00	350.000
872407101	TFS MARKET NEUTRAL FUND OPEN-END FUND	58,992.73	0.00	56,846.26	3,977.932
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	23,673.81	0.00	24,681.76	1,835.179
883556102	THERMO FISHER SCIENTIFIC INC COM	18,805.54	0.00	5,370.57	151.000
911312106	UNITED PARCEL SERVICE INC COM CL B	11,971.25	0.00	9,786.23	125.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2014-03-14
BUS DATE 2014-02-28
PAGE 5
SAR ID TAC000PCRR41

K-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
0-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
ISCAL YEAR CODE 0231 AS OF 02-28-2014

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
913017109	UNITED TECHNOLOGIES CORP COM	19,074.26	0.00	10,059.58	163.000
921928206	VANGUARD MORGAN GROWTH FUND OPEN-END FUND ADMIRAL CL	181,379.34	0.00	94,535.11	2,208.442
92343V104	VERIZON COMMUNICATIONS INC COM	24,979.50	0.00	19,519.40	525.000
949746101	WELLS FARGO CO COM	16,247.00	0.00	12,421.97	350.000
995084027	PROPERTY LOCATION DEED IN NAME OF ADOLF BRAND & PLAT FOR #16 IN SEC 25 OF WOODLAWN CEMETERY ASSN	1.00	0.00	0.00	1.000
	*** TOTAL ***	2,740,583.07	0.00	1,921,520.03	292,936.637

- 38,514.30 ENERGY TRANS PTRS ACCUM
- 2710.00 " " " 2013
- 46,214.90 KINDER MORGAN ACCUM
- 9668.00 " " 2013
- 17,841.62 ENTERPRISE PRODUCTS PTNS ACCUM
- 6049.00 " " " 2013

1,800,522.21

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions WAITE M B-BRAND FOUNDATION T/W 20 -0327380	Employer identification number (EIN) or 34-6563471
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions KEYBANK N.A., P.O. BOX 10099	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions TOLEDO, OH 43699-0099	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0 4]

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ KEYBANK NATIONAL ASSOCIATION
  Telephone No. ▶ (419)259-4968 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 01/15 , 20 15 .

5 For calendar year _____ , or other tax year beginning 03/01 , 20 13 , and ending 02/28 , 20 14 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension MORE TIME IS NEEDED TO COLLECT INVESTMENT INFORMATION CONCERNING PARTNERSHIPS.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 2,399.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 1,907.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ James R Trueblood Jr Title ▶ Date ▶