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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation BUILDING HEALTHY LIVES FOUNDATION		A Employer identification number 30-0214078	
Number and street (or P O box number if mail is not delivered to street address) 625 EDEN PARK DRIVE SUITE 200		B Telephone number (see instructions) (513) 419-6587	
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 452026057		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 ☒ 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)▶\$ 47,790,060		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	262,915			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,339	1,339		
	4 Dividends and interest from securities.	967,084	967,084		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	2,193,034			
	b Gross sales price for all assets on line 6a <u>8,301,848</u>				
	7 Capital gain net income (from Part IV, line 2)		2,193,291		
	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) 	9,731	0		
	12 Total. Add lines 1 through 11	3,434,103	3,161,714		
	13 Compensation of officers, directors, trustees, etc	368,261	0		211,628
	14 Other employee salaries and wages	278,773	0		278,773
	15 Pension plans, employee benefits	93,535	0		78,872
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) 	12,029	0		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	30,892	0		0
	19 Depreciation (attach schedule) and depletion 	16,372	0		
	20 Occupancy				
	21 Travel, conferences, and meetings	4,559	0		2,214
	22 Printing and publications				
	23 Other expenses (attach schedule) 	2,140,357	72,495		1,966,498
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	2,944,778	72,495		2,537,985
	25 Contributions, gifts, grants paid	300,269			300,269
	26 Total expenses and disbursements. Add lines 24 and 25	3,245,047	72,495		2,838,254
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	189,056			
	b Net investment income (if negative, enter -0-)		3,089,219		
	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	49,222	24,443	24,443
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>47,727</u>			
		Less allowance for doubtful accounts ▶ _____	57,080	47,727	47,727
	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	570	950	950
	9	Prepaid expenses and deferred charges	14,721	33,607	33,607
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	37,907,398	37,956,457	47,392,499
	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 ▶ <u>353,350</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>313,917</u>	43,414	39,433	39,433	
15	Other assets (describe ▶ _____)	111,383	251,401	251,401	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	38,183,788	38,354,018	47,790,060	
Liabilities	17	Accounts payable and accrued expenses	43,110	42,043	
	18	Grants payable	75,260	26,667	
	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 ▶ _____)	236,266	267,100	
	23	Total liabilities (add lines 17 through 22)	354,636	335,810	
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	37,829,152	37,808,503	
	25	Temporarily restricted		209,705	
	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			
	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)	37,829,152	38,018,208	
	31	Total liabilities and net assets/fund balances (see instructions)	38,183,788	38,354,018	

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)	137,829,152
2	Enter amount from Part I, line 27a	2189,056
3	Other increases not included in line 2 (itemize) ▶ _____	30
4	Add lines 1, 2, and 3	438,018,208
5	Decreases not included in line 2 (itemize) ▶ _____	50
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	638,018,208

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,193,291
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 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))
2013	2,863,455	45,227,272	0 063313
2012	2,612,707	42,007,483	0 062196
2011	2,576,889	42,868,934	0 060111
2010	2,212,220	40,120,935	0 055139
2009	1,528,745	30,141,000	0 050720

2	Total of line 1, column (d).	2	0 291479
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 058296
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	46,966,402
5	Multiply line 4 by line 3.	5	2,737,953
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	30,892
7	Add lines 5 and 6.	7	2,768,845
8	Enter qualifying distributions from Part XII, line 4.	8	2,838,254

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	30,892
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	0
3		Add lines 1 and 2.		3	30,892
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	30,892
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	30,296	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	596	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	30,892
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	0
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <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		
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	Yes	
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 2014 or the taxable year beginning in 2014 (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 ▶ WWW.CLEVERCRAZES.COM				
14	The books are in care of ▶ DIANNE DUNKELMAN Telephone no ▶ (513) 419-6587 Located at ▶ 625 EDEN PARK DRIVE SUITE 200 CINCINNATI OH ZIP +4 ▶ 45202			
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		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 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 2014?. 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.</i>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (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?			
	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?			
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?			
	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILDA D SHAFFER	SR DIR FINANCE	108,979	11,412	0
625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	40 00			
KATHERINE KATRAK	SR ACCOUNTANT	89,566	16,705	0
625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	40 00			
Total number of other employees paid over \$50,000.				0

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
CUSTOMIZED COMMUNICATIONS 3407 AVENUE E EAST ARLINGTON, TX 76011	PRODUCE AND PRINT MATERIALS TO DISTRIBUTE IN TEACHER FREE STORES	1,194,766
LAMSON DESIGN LLC DBA LAMSONENIA DESIGN 4410 BRAZEE STREET CINCINNATI, OH 45209	GRAPHIC DESIGN FOR WEBSITE AND PRINTED MATERIALS FOR DISTRIBUTION	299,274
I SYSTEMS 7905 BLACKHAWK COURT SUITE B WEST CHESTER, OH 45069	COMPUTER (IT) CONSULTANT & COMPUTER EQUIPMENT PURCHASES	84,419
FOURTH STREET PERFORMANCE PARTNERS 211 GARRARD STREET COVINGTON, KY 41011	INVESTMENT MANGEMENT FEES	72,495
Total number of others receiving over \$50,000 for professional services.		0

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 MATERIALS FOCUSED ON SCIENCE, TECHNOLOGY, ENGINEERING, MATHEMATICS, AND THE ARTS NUTRITION, FITNESS, SELF-ESTEEM, ANTI-BULLYING, AND ENHANCING CRITICAL THINKING THROUGH THE ARTS	2,537,985
2 CONTRIBUTIONS AND SPONSORSHIPS	300,269
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	46,445,964
b	Average of monthly cash balances.	1b	1,235,662
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	47,681,626
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	0
3	Subtract line 2 from line 1d.	3	47,681,626
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	715,224
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	46,966,402
6	Minimum investment return. Enter 5% of line 5.	6	2,348,320

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	2,348,320
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	30,892
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	30,892
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,317,428
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,317,428
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	2,317,428

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	2,838,254
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	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	2,838,254
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	30,892
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,807,362
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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				2,317,428
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				262,493
d From 2012.				559,463
e From 2013.				662,679
f Total of lines 3a through e.	1,484,635			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 2,838,254				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				2,317,428
e Remaining amount distributed out of corpus	520,826			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,005,461			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,005,461			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				262,493
c Excess from 2012. . . .				559,463
d Excess from 2013. . . .				662,679
e Excess from 2014. . . .				520,826

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

■ 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))

• 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	300,269
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

[illegible]

Part XVII

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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.		
	***** _____ Signature of officer or trustee	2015-07-01 _____ Date	***** _____ Title

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

Paid Preparer Use Only	Print/Type preparer's name GREGORY A DEYHLE	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00341594
	Firm's name ☒ MELLOTT & MELLOTT PLL			Firm's EIN ☒ 31-6063298	
	Firm's address ☒ 312 WALNUT STREET - SUITE 2500 CINCINNATI, OH 452024025			Phone no (513) 241-2940	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2678 SHARES ALLIANZ GI NFJ SMALL CAP & VALUE FD INST	P		
1260 SPDR S&P 500 EF TR	P		
2128 SHARES DODGE & COX INTL STOCK FUND	P		
10010 SHARES ISHARES TR MSCI EAFE ETF EFA	P		
9105 SHARES VANGUARD BOND INDEX FUNDSHORT TERM BOND EFT BSV	P		
10630 SHARES ISHARES TR MSCI EAFE ETF EFA	P		
7705 SHARES ISHARES CORE S&P ETF SMALLCAP IJR	P		
3255 SHARES SPDR S&P MIDCAP 400ETF MDY	P		
21665 SHARES POWERSHARES S&P ETF 500 LOW VOLATILITY	P		
12485 SHARES ISHARES MSCI ETF EMERGING MKTS MINIMUM EEMV	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
99,950		74,194	25,756
251,761		176,996	74,765
99,950		64,572	35,378
684,663		580,743	103,920
731,859		731,308	551
699,972		615,378	84,594
822,841		526,838	296,003
799,095		539,099	259,996
746,570		747,009	-439
738,088		769,512	-31,424

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25,756
			74,765
			35,378
			103,920
			551
			84,594
			296,003
			259,996
			-439
			-31,424

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2225 SHARES ISHARES S&P MIDCAP 400 VALUE ETF IJJ	P		
3620 SHARES ISHARES S&P 500 VALUE IVE	P		
14980 SHARES ISHARES MSCI PAC EX JAPNPACIFIC EX-JAPAN EPP	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
255,476		268,288	-12,812
335,321		281,490	53,831
687,625		733,130	-45,505
1,348,677			1,348,677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-12,812
			53,831
			-45,505
			1,348,677

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
DIANNE DUNKELMAN 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	PRESIDENT 40 00	368,261	51,598	0
PATRICIA SMITSON 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0
LORRENCE KELLAR 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	SECRETARY 1 00	0	0	0
GUY M HILD 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0
SANDRA LOBERT 625 EDEN PARK DRIVE SUITE 200 CINCINNATI, OH 45202	DIRECTOR 1 00	0	0	0

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				
APF CINCINNATI CHAPTER PO BOX 31206 CINCINNATI,OH 45231		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	350
AJC 205 WEST FOURTH STREET SUITE 1270 CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,250
AMERICAN HEART ASSOCIATION PO BOX 163549 COLUMBUS,OH 43216		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	5,400
AMERICAN RED CROSS 2111 DANA AVENUE CINCINNATI,OH 45207		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,100
ART WORKS 20 E CENTRAL AVENUE CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
ARTSWAVE 20 EAST CENTRAL PARKWAY SUITE 200 CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,750
THE BEECHWOOD HOME 2140 POGUE AVENUE CINCINNATI,OH 45208		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
BETHESDA FOUNDATION 10500 MONTGOMERY ROAD CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
BREAST CANCER ORG 7 EAST LANCASTER AVE 3RD FLOOR ARDMORE,PA 19903		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
CANCER SUPPORT COMMUNITY 4918 COOPER ROAD CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
CENTER FOR INTERFAITH COMMUNITY ENGAGEMENT XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI,OH 45207		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
CENTRAL CLINIC 311 ALBERT SABIN WAY CINCINNATI,OH 45229		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,000
CET 1223 CENTRAL PARKWAY CINCINNATI,OH 45214		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	9,600
CHAMBER MUSIC CINCINNATI 625 10TH AVENUE DAYTON,KY 41074		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,000
THE CHRIST HOSPITAL FOUNDATION 625 EDEN PARK DRIVE SUITE 150 CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	4,000
Total  3a				300,269

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				
CINCINNATI ASSOCIATION FOR THE BLIND AND VISUALLY IMPAIRED 2045 GILBERT AVENUE CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	7,500
CINCINNATI ART MUSEUM 953 EDEN PARK DRIVE CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	9,800
CINCINNATI BALLET 1555 CENTRAL PARKWAY CINCINNATI,OH 45214		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	13,000
CINCINNATI CHAPTER OF THE LINKS INC 4508 SPRING MEADOW DRIVE CINCINNATI,OH 45229		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
CINCINNATI CHILDREN'S HOSPITAL MEDICAL CENTER - CINCINNATI WALKS FOR KIDS PO BOX 5202 CINCINNATI,OH 45201		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
CINCINNATI HORTICULTURAL 11887 NORTH LEBANON ROAD LOVELAND,OH 45140		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
CINCINNATI MUSEUM CENTER 1301 WESTERN AVE CINCINNATI,OH 45203		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	3,225
CINCINNATI OPERA 1243 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	450
CINCINNATI PARKS FOUNDATION 950 EDEN PARK DRIVE CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	450
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,077
CINCINNATI UNION BETHEL 300 LYTLE STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	32
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE CLEVELAND,OH 44195		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	75,000
FERNSIDE BLUE OUT 4360 COOPER ROAD SUITE 100 CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
HOSPICE OF CINCINNATI 10500 MONTGOMERY ROAD CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	25,860
INTEGRATIVE MEDICINE FOUNDATION 6400 EAST GALBRAITH RD CINCINNATI,OH 45236		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
Total  3a				300,269

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				
JDRF SOUTHWEST OHIO CHAPTER 8050 HOSBROOKE ROAD SUITE 314 CINCINNATI,OH 45236		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	300
JEWISH FAMILY SERVICES 8487 RIDGE ROAD CINCINNATI,OH 45236		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
JUNIOR ACHIEVEMENT 644 LINN ST SUITE 1024 CINCINNATI,OH 45203		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	225
LEAGUE OF WOMEN VOTERS CINCINNATI AREA EDUCATION FUND 103 WM HOWARD TAFT ROAD CINCINNATI,OH 45219		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
LIFE POINT SOLUTIONS DIVISION OF GREATER CINCINNATI BEHAVIORAL HEALTH 3730 GLENWAY AVE CINCINNATI,OH 45205		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	80
LITERACY NETWORK 635 WEST SEVENTH STREET 19 BROADCAST PLAZA SUITE 309 CINCINNATI,OH 45203		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
MAKE A WISH FOUNDATION 10260 ALLIANCE ROAD SUITE 200 CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
MANNEQUIN CO MOE ROUSE 3905 WINDING WAY CINCINNATI,OH 45229		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK,NY 10028		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	70
NATIONAL UNDERGROUND FREEDOM CENTER 50 EAST FREEDOM WAY CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	200
NORTH AMERICAN MENOPAUSE SOCIETY FOUNDATION 5900 LANDERBROOK DRIVE CLEVELAND,OH 44124		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,000
OHIO CANCER RESEARCH 50 W BROAD ST SUITE 1132 COLUMBUS,OH 43215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
PROKIDS CO INGAGE PARTNER 2753 OBSERVATORY AVENUE CINCINNATI,OH 45208		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
SPPA 5K RUN 231 CLARK ROAD CINCINNATI,OH 45215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
TAPCE CO JIM LICHTENBERG PO BOX 157121 CINCINNATI,OH 45215		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
Total  3a				300,269

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				
TOP LADIES OF DISTINCTION INC 2914 SOUTHMORE BLVD HOUSTON,TX 77004		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	650
UNIVERSITY OF CINCINNATI 2600 CLIFTON AVE CINCINNATI,OH 45220		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	76,234
VITAS COMMUNITY CONNECTION 11500 NORGLAKE DR SUITE 400 CINCINNATI,OH 45249		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
VISITING NURSE ASSOCIATION 2400 READING ROAD CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	300
YWCA OF CINCINNATI 898 WALNUT STREET CINCINNATI,OH 45202		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	5,115
ZONTA SERVICE FUND PO BOX 428546 CINCINNATI,OH 45242		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
BOYS & GIRLS CLUB OF THE EASTERN PANHANDLE PO BOX 1184 MARTINSBURG,WV 25401		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
BUTTE COUNTY OFFICE OF EDUCATION 1859 BIRD STREET OROVILLE,CA 95965		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
CENTRAL MIDDLE SCHOOL 13200 PEARL ROAD STRONGSVILLE,OH 44136		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	5,000
CINCINNATI CHRISTIAN SCHOOLS 7350 DIXIE HIGHWAY FAIRFIELD,OH 45014		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,500
CINCINNATI PUBLIC SCHOOLS 2651 BURNET AVENUE CINCINNATI,OH 45219		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,667
CUYAHOGA HEIGHTS ELEMENTARY 4880 EAST 71ST STREET CLEVELAND,OH 44125		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,500
EAGLE INTERMEDIATE SCHOOL 700 EAGLE SCHOOL ROAD MARTINSBURG,WV 25404		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,000
EDEN GROVE ACADEMY 6277 COLLEGEVUE PL CINCINNATI,OH 45224		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,417
Total  3a				300,269

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				
HUBERT BANCROFT ELEMENTARY SCHOOL START AFTER-SCHOOL PROGRAM 2929 BELMAR ST SACRAMENTO,CA 95826		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
JOHN PAUL II CATHOLIC SCHOOL 9375 WINTON ROAD CINCINNATI,OH 45231		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	2,667
KIDS CAMPUS YOUTH CENTER 4316 PECK ROAD EL MONTE,CA 91732		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
LA'S BEST 711 E 14TH PLACE LOS ANGELES,CA 90021		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	7,600
LOS ANGELES CONSERVATION CORPS AFTER-SCHOOL PROGRAM 605 W OLYMPIC BLVD LOS ANGELES,CA 90015		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	8,200
LOS MOLINOS ELEMENTARY SCHOOL 7700 STRANFORD AVENUE LOS MOLINOS,CA 96055		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	250
MOUNTAIN RIDGE INTERMEDIATE 2691 GARRAFDSTOWN ROAD GARRARDSTON,WV 25420		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	500
PARAMOUNT CITY OF STAR AFTERSCHOOL PROGRAM 15300 DOWNEY AVENUE PARAMOUNT,CA 90723		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	300
POMONA UNIFIED SCHOOL DISTRICT 1460 E HOLT AVE SUITE 132 POMONA,CA 91767		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,700
PORTLAND PUBLIC SCHOOLS 2409 N SARATOGA PORTLAND,OR 97217		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
PRO-YOUTH 505 N COURT ST VISALIA,CA 93921		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
SANDS HILL-VENABLE ELEMENTARY 154 SAND HILL SCHOOL RD ASHVILLE,NC 28806		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	300
SBCUSDCAPS 1535 W HIGHLAND AVENUE SAN BERNIDINO,CA 92411		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	1,500
SCHOOLS IN ACTION 241 S SOTO ST STE 100 LOS ANGELES,CA 90023		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	100
Total  3a				300,269

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2014
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Name of the organization BUILDING HEALTHY LIVES FOUNDATION	Employer identification number 30-0214078
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
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Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Employer identification number
30-0214078

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CAROL ANN AND RALPH V HAILE JR FDN 425 WALNUT ST CINCINNATI, OH 45202	\$ 259,705	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization BUILDING HEALTHY LIVES FOUNDATION	Employer identification number 30-0214078
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Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization BUILDING HEALTHY LIVES FOUNDATION	Employer identification number 30-0214078
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2009-01-01	15,624	15,624	SL	10 0000000000000	0	0		
OFFICE FURNITURE	2009-01-01	122,199	119,152	SL	10 0000000000000	1,348	0		
LEASEHOLD IMPROVEMENTS	2009-01-01	31,347	31,347	SL	3 0000000000000	0	0		
IT EQUIPMENT AND SOFTWARE	2009-01-01	184,180	131,422	SL	3 0000000000000	15,024	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FIXED ASSETS		PURCHASED				6,516		0	-257	6,259

**TY 2014 Investments Corporate
Stock Schedule**

Name: BUILDING HEALTHY LIVES FOUNDATION
EIN: 30-0214078

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS	37,956,457	47,392,499

TY 2014 Land, Etc. Schedule**Name:** BUILDING HEALTHY LIVES FOUNDATION**EIN:** 30-0214078

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE	15,624	15,624	0	
OFFICE FURNITURE	122,199	120,500	1,699	
LEASEHOLD IMPROVEMENTS	31,347	31,347	0	
IT EQUIPMENT AND SOFTWARE	184,180	146,446	37,734	

TY 2014 Other Assets Schedule**Name:** BUILDING HEALTHY LIVES FOUNDATION**EIN:** 30-0214078

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEFERRED CHARGE	41,651	21,667	21,667
TRADEMARK	69,732	71,788	71,788
UNCONDITIONAL PROMISES TO GIVE		157,946	157,946

TY 2014 Other Expenses Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	28,706	0		19,891
INSURANCE	7,374	0		4,916
INVESTMENT MANAGEMENT FEES	72,495	72,495		0
MISCELLANEOUS	20,779	0		6,949
CHILDRENS PROJECT	1,875,242	0		1,875,242
PAYROLL TAXES	36,981	0		0
POSTAGE AND SHIPPING	451	0		366
OFFICE EQUIPMENT MAINTENACE AND REPAIR	26,507	0		17,671
FUNDRAISING COST	9,687	0		0
FUNDRAISING SALARY	18,413	0		0
FUNDRAISING BENEFITS	2,259	0		0
CHILDRENS PROJECTS - SALARIES	32,436	0		32,436
CHILDRENS PROJECTS - BENEFITS & PAYROLL TAXES	9,027	0		9,027

TY 2014 Other Income Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	9,731		9,731

TY 2014 Other Liabilities Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED COMPENSATION	236,266	267,100

TY 2014 Other Professional Fees Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL SERVICES	12,029	0		0

TY 2014 Taxes Schedule

Name: BUILDING HEALTHY LIVES FOUNDATION

EIN: 30-0214078

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	30,892	0		0