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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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**2014**

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation

MAXWELL PRIBIL MEMORIAL TRUST

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

106 SOUTH MAIN STREET, SUITE 1600

City or town, state or province, country, and ZIP or foreign postal code

AKRON, OH 44308

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 3,593,477.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

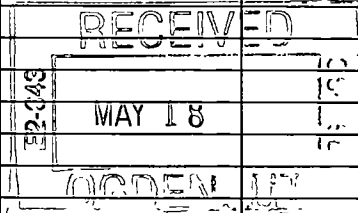
38-6723513

B Telephone number (see instructions)

989-776-1416

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐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	79,529.	79,529.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	52,713.			
b Gross sales price for all assets on line 6a 79,419.				
7 Capital gain net income (from Part IV, line 2)		52,713.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	132,242.	132,242.		
13 Compensation of officers, directors, trustees, etc.	44,999.	9,000.		35,999.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) 2	2,654.	530.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.	47,653.	9,530.		35,999.
Add lines 13 through 23.	107,500.			107,500.
25 Contributions, gifts, grants paid	155,153.	9,530.		143,499.
26 Total expenses and disbursements Add lines 24 and 25				
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-22,911.			
b Net investment income (if negative, enter -0-)		122,712.		
c Adjusted net income (if negative, enter -0-)				



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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	8,503.	18,105.	18,105.
	2	Savings and temporary cash investments	88,814.	84,130.	84,130.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 3	1,328,939.	1,302,234.	2,305,938.
	c	Investments - corporate bonds (attach schedule) . STMT 4	1,168,649.	1,168,100.	1,185,304.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item i)	2,594,905.	2,572,569.	3,593,477.	
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	2,594,905.	2,572,569.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	2,594,905.	2,572,569.		
31	Total liabilities and net assets/fund balances (see instructions)	2,594,905.	2,572,569.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,594,905.
2	Enter amount from Part I, line 27a	2	-22,911.
3	Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL DIVIDEND	3	1,143.
4	Add lines 1, 2, and 3	4	2,573,137.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	568.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,572,569.

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 79,419.		26,706.	52,713.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			52,713.		
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	52,713.	
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.

(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	159,903.	3,295,601.	0.048520
2012	148,661.	3,077,626.	0.048304
2011	188,882.	3,093,301.	0.061062
2010	161,244.	2,943,927.	0.054772
2009	124,758.	2,571,238.	0.048521
2 Total of line 1, column (d)			2 0.261179
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 0.052236
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 3,483,739.
5 Multiply line 4 by line 3			5 181,977.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,227.
7 Add lines 5 and 6			7 183,204.
8 Enter qualifying distributions from Part XII, line 4 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.			8 143,499.

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)		1	2,454.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2,454.
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	2,454.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,928.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,928.	
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	474.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 474. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MI		
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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>FIRSTMERIT BANK, N.A.</u> Telephone no <u>(989) 776-1416</u> Located at <u>101 N. WASHINGTON AVE., SAGINAW, MI</u> ZIP+4 <u>48607</u>			
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 the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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 2014?	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 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 <u></u>		
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 <u></u>		
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	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 2014?	4b	X

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**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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**
- 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? ☐ Yes ☒ No **6b** X
- 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? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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
FIRSTMERIT BANK, N.A. 106 SOUTH MAIN STREET, AKRON, OH 44308	TRUSTEE 1	44,999.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		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 <u>N/A</u>	
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 <u>N/A</u>	
2	
All other program-related investments See instructions	
3 <u>NONE</u>	
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	3,535,282.
b	Average of monthly cash balances	1b	1,509.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,536,791.
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	3,536,791.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	53,052.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,483,739.
6	Minimum investment return. Enter 5% of line 5	6	174,187.

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	174,187.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,454.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,454.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	171,733.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	171,733.
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	171,733.

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	143,499.
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	143,499.
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	143,499.

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				171,733.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 <u>12</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2014.				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	20,701.			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	20,701.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>143,499.</u>				
a Applied to 2013, 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 2014 distributable amount				143,499.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2014 . (If an amount appears in column (d), the same amount must be shown in column (a))	20,701.			20,701.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
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 2013 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				7,533.
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2010 . . .	NONE			
b Excess from 2011 . . .	NONE			
c Excess from 2012 . . .	NONE			
d Excess from 2013 . . .	NONE			
e Excess from 2014 . . .	NONE			

NOT APPLICABLE

4942(j)(5)

12

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED LIST OF CHARITABLE RECIPIENTS	NONE	SEE LIST	SUPPORT OF CHARITIES	107,500.
Total			▶ 3a	107,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	79,529.	
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	52,713.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				132,242.	
13 Total. Add line 12, columns (b), (d), and (e)					132,242.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
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			

[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.

by: Karen A. Muel | 5-1-15 | Trust Advisor
Signature of officer or trustee Date Title
First Merit Bank, Trustee

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

**Paid
Preparer
Use Only**

Print/Type preparer's name RONALD SHOEMAKER	Preparer's signature 	Date 04/14/2015	Check ☐ if self-employed	PTIN P00021964
Firm's name ▶ ERNST & YOUNG U.S. LLP	Firm's EIN ▶ 34-6565596			
Firm's address ▶ 950 MAIN STREET CLEVELAND, OH 44113	Phone no 419-321-6096			

Form **990-PF** (2014)

MAXWELL PRIBIL MEMORIAL TRUST

38-67233513

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ASTON MONTAG & CALDWELL GRW-I	1,315.	1,315.
BRIDGEWAY ULTRA-SMALL COMPANY MKT FD	847.	847.
DFA INTERNATIONAL CORE EQUITY FUND	9,407.	9,407.
DFA US CORE EQUITY 1 PORTFOLIO	16,202.	16,202.
DFA EMERGING MARKETS CORE	1,971.	1,971.
DFA REAL ESTATE SECS PORT	2,689.	2,689.
FEDER TOTAL RETURN BOND FUND #328	6,730.	6,730.
FIRSTMERIT PRIVATEBANK CASH ACCOUNT	42.	42.
HARBOR INTERNATIONAL FUND	2,172.	2,172.
PIMCO TOTAL RETURN FUND	6,840.	6,840.
PIMCO HIGH YIELD FUND-INSTL	3,912.	3,912.
SCHWAB FNDMNTL US SMALL CO-I	2,488.	2,488.
VANGUARD TOTAL BD MKT IDX ADM	3,436.	3,436.
VANGUARD TOTL BD MAKT IDX	10,472.	10,472.
VANGUARD TOTL BD MAKT IDX	2,311.	2,311.
VANGUARD INFLATION PROTECTED SECURITIES	2,473.	2,473.
VANGUARD TOTL STK MKT IND SG	1,410.	1,410.
VANGUARD TOTL STK MKT IND-AD	4,812.	4,812.
	-----	-----
TOTAL	79,529.	79,529.
	=====	=====

MAXWELL PRIBIL MEMORIAL TRUST

38-6723513

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - PRINCIPAL	2,124.	
FOREIGN TAXES ON QUALIFIED FOR	319.	319.
FOREIGN TAXES ON NONQUALIFIED	211.	211.
	-----	-----
TOTALS	2,654.	530.
	=====	=====

MAXWELL PRIBIL MEMORIAL TRUST

38-6723513

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
MUTUAL FUNDS - EQUITY	1,328,939.	1,302,234.	2,305,938.
	-----	-----	-----
TOTALS	1,328,939.	1,302,234.	2,305,938.
	=====	=====	=====

MAXWELL PRIBIL MEMORIAL TRUST

38-6723513

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
MUTUAL FUNDS - FIXED INCOME	1,168,649.	1,168,100.	1,185,304.
	-----	-----	-----
TOTALS	1,168,649.	1,168,100.	1,185,304.
	=====	=====	=====



MAXWELL PRIBIL MEMORIAL TRUST

38-6723513

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

=====

DESCRIPTION

AMOUNT

PRE/POST YEAR END TRANSACTIONS
BASIS ADJUSTMENT FOR WASH SALE

18.

550.

TOTAL

568.
=====



MAXWELL PRIBIL MEMORIAL TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

38-6723513

RECIPIENT NAME:

KAREN MCNISH c/o FIRSTMERIT BANK, NA

ADDRESS:

101 N. WASHINGTON AVE

SAGINAW, MI 48607

RECIPIENT'S PHONE NUMBER: 989-776-1416

FORM, INFORMATION AND MATERIALS:

APPLICATIONS ARE AVAILABLE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GRANTS MUST BE FOR CULTURAL OR ARTISTIC
PURPOSES

MAXWELL PRIBIL MEMORIAL TRUST

EIN: 38-6723513

YEAR END 12/31/2014

ATTACHMENT FOR 990PF PAGE 11, PART XV

GIFT RECIPIENT	RELATIONSHIP	PURPOSE	FDN STATUS	AMOUNT
YMCA OF SAGINAW 1915 FORDNEY SAGINAW, MI 48601	NONE	CAMP TIMBERS MUSIC CAMP	PC	5,000.00
MICHIGAN JAZZ TRAIL 1015 E PARK DR MIDLAND, MI 48640	NONE	ON THE ROAD WITH BIG BAND	PC	20,000.00
MIDLAND CENTER FOR THE ARTS, INC 1801 W ST ANDREWS RD MIDLAND, MI 48640	NONE	ARTS PROGRAMMING	PC	25,000.00
MARSHALL FREDERICKS SCLUPTURE MUSEUM 7400 BAY RD UNIVERSITY CENTER, MI 48710	NONE	2014 REGIONAL BIENNIAL JURIED SCULPTURE EXHIBIT	PC	7,000.00
FRANKENMUTH COMMUNITY FOUNDATION 160 S MAIN FRANKENMUTH, MI 48734	NONE	CONCERTS IN THE PARK	PC	4,000.00
STATE THEATRE OF BAY CITY/BAY COUNTY 913 WASHINGTON AVE BAY CITY, MI 48708	NONE	UPGRADE SOUND SYSTEM	PC	25,000.00
SAGINAW CHORAL SOCIETY 201 N WASHINGTON AVE SAGINAW, MI 48607-1209	NONE	2014 CONCERT PRODUCTION	PC	15,000.00

EIN 36-7164572 YEAR END 12/31/2014 ATTACHMENT FOR 990PF PAGE 11, PART XV					
GIFT RECIPIENT	RELATIONSHIP	PURPOSE	FDN STATUS	AMOUNT	
FRANKENMUTH SCHOOL DISTRICT 525 E GENESEE ST FRANKENMUTH, MI 48734	NONE	TAKE IT FROM THE TOP BROADWAY WORKSHOP	PC	1,500.00	
DOWNTOWN SAGINAW ASSOCIATION PO BOX 6032 SAGINAW, MI 48608	NONE	RIVERSIDE SAGINAW FILM FESTIVAL	PC	5,000.00	
TOTAL				107,500.00	

List of Holdings

Statement of Value and Activity

December 1, 2014 - December 31, 2014

PRIBIL MEMORIAL

38-6723513

Asset Detail

Description	Shares/Par Value Unrealized G/L	Market Value Current Price	Cost Basis	Est. Ann. Income Current Yield
Cash & Equivalents				
Money Market Funds				
FirstMerit PrivateBank Cash Account TICKER: FMCA	84,129.980 \$0.00	\$84,129.98 1.000	\$84,129.98	\$84.13 0.100%
	\$0.00	\$84,129.98	\$84,129.98	\$84.13
Cash				
Cash		\$18,105.08	18,105.08	
	\$0.00	\$18,105.08	18,105.08	\$0.00
Total Cash & Equivalents	\$0.00	\$102,235.06	102,235.06	\$84.13
Equity				
Equity Mutual Funds				
Bridgeway Ul Sm Co Mrkt Fund TICKER: BRSIX	5,938.342 \$22,311.05	\$94,360.25 15.890	\$72,049.20 \$0.00	\$0.00 0.000%
Schwab Fndmntl US Small Co-I TICKER: SFSNX	7,771.048 \$15,816.15	\$101,645.31 13.080	\$85,829.16 \$0.00	\$1,243.37 1.220%
Aston Montag & Caldwell Grw-I TICKER: MCGIX	3,437.501 \$12,384.68	\$87,209.40 25.370	\$74,824.72 \$0.00	\$615.31 0.710%
DFA Real Estate Secs Port TICKER: DFREX	3,133.258 \$20,616.84	\$103,616.84 33.070	\$83,000.00 \$0.00	\$2,685.20 2.590%
DFA US Core Equity 1 Portfolio TICKER: DFEQX	60,987.866 \$636,742.55	\$1,092,902.56 17.920	\$456,160.01 \$0.00	\$16,222.77 1.480%
Vanguard Totl Stk Mkt Ind-Ad TICKER: VTSAX	6,835.073 \$167,470.13	\$352,689.77 51.600	\$185,219.64 \$0.00	\$6,219.92 1.760%
Harbor International Fund #11 TICKER: HAINX	1,455.610 \$27,027.51	\$94,294.42 64.780	\$67,266.91 \$0.00	\$2,064.05 2.190%
DFA Emerg Mkts Core Equity TICKER: DFCEX	4,808.776 \$7,783.29	\$90,982.04 18.920	\$83,198.75 \$0.00	\$1,856.19 2.040%
DFA International Core Equity Fund TICKER: DFIEX	24,635.675 \$93,552.07	\$288,237.40 11.700	\$194,685.33 \$0.00	\$9,115.20 3.160%
Total Equity	\$1,003,704.27	\$2,305,937.99	\$1,302,233.72 \$0.00	\$40,022.01

List of Holdings (continued)**Statement of Value and Activity**

December 1, 2014 - December 31, 2014

Description	Shares/Par Value Unrealized G/L	Market Value Current Price	Cost Basis	Est. Ann. Income Current Yield
Fixed Income				
Fixed Income Mutual Funds				
PIMCO Total Return Institutional Fund TICKER: PTTRX	16,277 127 \$3,602.78	\$173,514 17 10.660	\$169,911 39	\$3,760.02 2.170%
Federated Total Return Bond Fund TICKER: FTRBX	16,263 156 -\$7,058.20	\$179,545.24 11.040	\$186,603 44	\$5,830 37 3 250%
Vanguard Inflation-Protected Securities Fund TICKER: VAIPX	4,255 745 -\$1,093.76	\$110,096 12 25.870	\$111,189 88	\$2,472.59 2.250%
PIMCO High Yield Fund TICKER: PHIYX	6,537 811 -\$827.75	\$59,755 59 9.140	\$60,583 34	\$3,604 88 6.030%
T Rowe Price International Bond Fund TICKER: RPIBX	6,234 477 -\$3,199.72	\$55,736 22 8.940	\$58,935 94	\$1,346 65 2.420%
Vanguard Total Bond Market Index Fund TICKER: VBTIX	55,810 219 \$25,781.13	\$606,657 08 10.870	\$580,875 95	\$15,571 05 2 570%
Total Fixed Income	\$17,204.48	\$1,185,304.42	\$1,168,099.94	\$32,585.56
Total All Assets	\$1,020,908.75	\$3,593,477.47	2,572,568.72	\$72,691.70