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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
THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

A Employer identification number
46-1469889

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

Room/suite

B Telephone number (see instructions)
(330) 315-3100

City or town, state or province, country, and ZIP or foreign postal code
AKRON, OH 44303

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 ▶ ☐

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

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)*▶$ 8,750,993

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,202,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	749	749		
	4	Dividends and interest from securities	66,146	66,146		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	64,187			
	b	Gross sales price for all assets on line 6a 7,248,321				
	7	Capital gain net income (from Part IV, line 2)		64,187		
	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	3,333,082	131,082		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	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)	18,470	0		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5	0		0
	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.** Add lines 13 through 23	18,475	0		0
	25	Contributions, gifts, grants paid	283,635			283,635
	26	**Total expenses and disbursements.** Add lines 24 and 25	302,110	0		283,635
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,030,972			
	b	**Net investment income** (if negative, enter -0-)		131,082		
	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		38,633	38,633
	2	Savings and temporary cash investments	5,522,550		
	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)	0	3,453,840	3,581,949
	c	Investments—corporate bonds (attach schedule)	0	1,891,695	1,928,411
	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 ▶ ____)	0	3,202,000	3,202,000
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,522,550	8,586,168	8,750,993
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ____)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	5,522,550	8,586,168	
	30	**Total net assets or fund balances** (see instructions)	5,522,550	8,586,168	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,522,550	8,586,168	

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	5,522,550
2	Enter amount from Part I, line 27a	2	3,030,972
3	Other increases not included in line 2 (itemize) ▶ ____	3	32,646
4	Add lines 1, 2, and 3	4	8,586,168
5	Decreases not included in line 2 (itemize) ▶ ____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,586,168

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)
1 a	PUBLICALLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
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	7,244,471		7,184,134	60,337
b	3,850			3,850
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				60,337
b				3,850
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	64,187
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	175,935	3,510,970	0 050110
2012	0	0	0 000000
2011			
2010			
2009			

2	**Total** of line 1, column (d)	2	0 050110
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 025055
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,254,247
5	Multiply line 4 by line 3	5	131,645
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,311
7	Add lines 5 and 6	7	132,956
8	Enter qualifying distributions from Part XII, line 4	8	283,635

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 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	1,311
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	1,311
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	1,311
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — **6a**		
b	Exempt foreign organizations—tax withheld at source — **6b**		
c	Tax paid with application for extension of time to file (Form 8868) — **6c** 250		
d	Backup withholding erroneously withheld — **6d**		
7	Total credits and payments Add lines 6a through 6d	7	250
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	1,061
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

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	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? *If "No," attach explanation*	8b		No
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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

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

Website address ▶N/A

14 The books are in care of ▶RICHARD S ROGERS Telephone no ▶(330) 315-3100

Located at ▶380 WATER STREET AKRON OH ZIP +4 ▶44308

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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?	16		No
	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 ▶			

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? *(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		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? ☐ 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?	**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? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
RICHARD S ROGERS 538 WOODSIDE DRIVE AKRON, OH 44303	DIRECTOR 2 00	0	0	0
ALITA A ROGERS 538 WOODSIDE DRIVE AKRON, OH 44303	DIRECTOR 2 00	0	0	0
SARAH ROGERS MORRIS 538 WOODSIDE DRIVE AKRON, OH 44303	DIRECTOR 1 00	0	0	0
MADELINE ROGERS 538 WOODSIDE DRIVE AKRON, OH 44303	DIRECTOR 1 00	0	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				

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
NONE		
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See 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	5,291,504
b	Average of monthly cash balances		1b	42,757
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	5,334,261
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	5,334,261
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	80,014
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,254,247
6	**Minimum investment return.** Enter 5% of line 5		6	262,712

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	262,712
2a	Tax on investment income for 2014 from Part VI, line 5	2a 1,311		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,311
3	Distributable amount before adjustments Subtract line 2c from line 1		3	261,401
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	261,401
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	261,401

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	283,635
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	283,635
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	1,311
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	282,324

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				261,401
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.				
d From 2012.				
e From 2013. 396				
f **Total** of lines 3a through e.	396			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 283,635				
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.				261,401
e Remaining amount distributed out of corpus	22,234			
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	22,630			
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	22,630			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . . 396				
e Excess from 2014. . . . 22,234				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				283,635
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	749	
4 Dividends and interest from securities. . . .			14	66,146	
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			14	64,187	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		131,082	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 131,082

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-11-16	******
Signature of officer or trustee	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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KATHLEEN M MORAN				P01082734

Firm's name ▶ PEASE & ASSOCIATES INC

Firm's EIN ▶ 36-4267431

Firm's address ▶ 1422 EUCLID AVE SUITE 400 CLEVELAND, OH 44115

Phone no (216) 348-9600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AKRON ART MUSEUM ONE SOUTH HIGH AKRON,OH 44308		PC	TO PROVIDE SUPPORT FOR THE AWARENESS, INTEREST, AND EDUCATION OF THE FINE ARTS	217,800
AKRON CHILDREN'S HOSPITAL FOUNDATION ONE PERKINS SQUARE AKRON,OH 44308		PC	TO PRODIVE SUPPORT FOR THE CHILDREN'S HOSPITAL MEDICAL CENTER	2,500
AKRON CIVIC THEATRE 182 SOUTH MAIN STREET AKRON,OH 44308		PC	TO PROVIDE SUPPORT FOR THE ARTS	200
AKRON COMMUNITY FOUNDATION 345 WEST CEDAR STREET AKRON,OH 44307		PC	TO PROVIDE SUPPORT TO IMPROVE THE QUALITY OF LIFE IN GREATER AKRON AREA	650
AKRON-CANTON REGIONAL FOODBANK INC 350 OPPORTUNITY PARKWAY AKRON,OH 44307		PC	TO PROVIDE FOOD AND OTHER PRODUCTS FOR PEOPLE IN NEED	200
AUSTEN BIOINNOVATION INSTITUTE IN AKRON 47 NORTH MAIN STREET AKRON,OH 44308		PC	TO PROVIDE PATIENT CENTERED INNOVATION AND COMMERCIALIZATION IN THE PUBLIC INTERESTS	100
BARD COLLEGE PO BOX 5000 ANNANDALEONHUDSON,NY 12504		PC	TO PROVIDE SUPPORT FOR SCHOLARSHIPS AND FELLOWSHIPS	3,000
BOY SCOUTS OF AMERICA INC 1601 SOUTH MAIN STREET AKRON,OH 44301		PC	TO PREPARE YOUNG PEOPLE TO MAKE ETHICAL AND MORAL CHOICES	100
BOYS AND GIRLS CLUB OF THE WESTERN RESERVE INC 889 JONATHAN AVE AKRON,OH 44306		PC	TO PROVIDE SUPPORT FOR THE ORGANIZATIONS ACTIVITIES	5,080
CASA BOARD VOLUNTEER ASSOCIATION INC CO BETH CARDINA CASAGAL PROGRAM 650 DAN ST AKRON,OH 44310		PC	TO PROVIDE EVERY CHILD WHO ENTERS THE COURT SYSTEM WITH A TRAINED COMMUNITY VOLUNTEER TO ADVOCATE FOR WHAT IS IN THE CHILD'S "BEST INTEREST"	300
CASCADE LOCKS PARK ASSOCIATION 248 FERNDALE STREET AKRON,OH 44304		PC	TO PROVIDE SUPPORT IN THE PRESERVATION OF THE LOCKS PARK	100
CFILE 223 N GUADALUPE STREET 274 SANTE FE,NM 87501		PC	TO FOSTER DIALOGUE ABOUT CERAMICS ACROSS THE MANY DISCIPLINES OF THE VISUAL ARTS AND TO SUPPORT HIGHER EDUCATION ABOUT CERAMICS IN ART SCHOOLS AND UNIVERSITIES	500
CHILD GUIDANCE & FAMILY SOLUTIONS 18 NORTH FORGE STREET AKRON,OH 44304		PC	TO PROVIDE BEHAVIORAL HEALTH SERVICES TO CHILDREN, FAMILIES, AND ADULTS	200
CHILDREN'S CONCERT SOCIETY UNIVERSITY OF AKRON 198 HILL STREET AKRON,OH 44325		PC	TO PROVIDE SUPPORT FOR MUSIC PROGRAMS	2,000
CLEVELAND MUSEUM OF ART 11150 EAST BOULEVARD CLEVELAND,OH 44106		PC	TO SUPPORT THE ARTS	1,000
Total . . . . ▶ 3a				283,635

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CUYAHOGA VALLEY COUNTRYSIDE CONSERVANCY 2179 EVERETT ROAD PENINSULA, OH 44264		PC	TO SUPPORT COMMUNITY BASED FOOD SYSTEMS THROUGHOUT NORTHEAST OHIO	125
DANCE CLEVELAND 13110 SHAKER SQUARE CLEVELAND, OH 44120		PC	TO PROVIDE SUPPORT FOR DANCE CLASSES, EDUCATIONAL RESIDENCIES AND LECTURES	2,000
FACING HISTORY AND OURSELVES 2495 LEE BLVD 1C CLEVELAND HEIGHTS, OH 44118		PC	TO ENGAGE STUDENTS OF DIVERSE BACKGROUNDS IN AN EXAMINATION OF RACISM, PREJUDICE AND ANTISEMITISM IN ORDER TO PROMOTE THE DEVELOPMENT OF A MORE HUMANE AND INFORMED CITIZENRY	300
FRIENDS OF THE AKRON SCHOOL FOR THE ARTS INC 333 RAMPART AVENUE AKRON, OH 44313		PC	TO SUPPORT THE ARTS	500
FRIENDS OF THE METRO PARKS PO BOX 13364 FAIRLAWN, OH 44334		PC	TO PROVIDE SUPPORT AND ENCOURAGE PUBLIC ENJOYMENT OF SUMMIT METRO PARKS THROUGH MEMBERSHIP, PROGRAMMING, AND ADVOCACY	200
FRIENDS OF WKSU 1613 EAST SUMMIT STREET KENT, OH 44242		PC	TO PROVIDE SUPPORT FOR THE MEDIA ARTS	100
GREATER AKRON MUSICAL ASSOCIATION INC 92 NORTH MAIN STREET AKRON, OH 44308		PC	TO PROVIDE SUPPORT FOR EDUCATION AND MUSICAL EXCELLENCE IN THE COMMUNITY	1,000
GROUNDWORKS DANCE THEATER 13125 SHAKER SQUARE SUITE 102 CLEVELAND, OH 44120		PC	TO PROVIDE SUPPORT FOR PUBLIC AWARENESS OF DANCE THEATER	1,000
HIRAM COLLEGE DEVELOPMENT OFFICE PO BOX 67 HIRAM, OH 44234		PC	TO PROVIDE SUPPORT FOR SCHOLARSHIPS, CAMPUS PRESERVATION, CLASSROOM RESOURCES AND OTHER INITIATIVES	2,000
IDEASTREAM 1375 EUCLID AVENUE CLEVELAND, OH 44115		PC	TO PROVIDE SUPPORT TO STRENGTHEN THE COMMUNITY	400
INTERMUSEUM CONSERVANCY ASSOCIATION 2915 DETROIT AVENUE CLEVELAND, OH 44113		PC	TO PROVIDE SUPPORT FOR ART CONSERVATION SERVICES	500
KEEP AKRON BEAUTIFUL 850 EAST MARKET STREET AKRON, OH 44305		PC	TO PROVIDE SUPPORT FOR THE ENVIRONMENTAL MANAGEMENT OF THE CITY OF AKRON	1,000
LAMBDA LEGAL DEVELOPMENT OFFICE 105 W ADAMS STREET CHICAGO, IL 60603		PC	TO PROVIDE SUPPORT FOR THE PURSUIT OF FULL RECOGNITION OF THE CIVIL RIGHTS OF LESBIANS, GAY MEN, BISEXUALS, TRANSGENDER PEOPLE ADN THOSE WITH HIV THROUGH IMPACT LITIGATION, EDUCATION AND PUBLIC POLICY WORK	400
LOTUS HOUSE WOMEN'S SHELTER 1514 NW 2ND AVENUE 1 MIAMI, FL 33136		PC	TO PROVIDE SUPPORT, EDUCATION, ADVANCEMENT AND SOCIAL INCLUSION OF POOR, DISADVANTAGED AND HOMELESS WOMEN AND CHILDREN	1,000
MUSEUM OF CONTEMPORARY ART CLEVEAND 11400 EUCLID AVE CLEVELAND, OH 44106		PC	TO SUPPORT CONTEMPORARY ART BY PUSHING THE BOUNDARIES OF INNOVATION, CREATIVITY AND EXPLORATION THROUGH EXHIBITIONS, PUBLICATIONS, EDUCATION, AND OUTREACH PROGRAMS	5,000
Total . . . . ▶ **3a**				283,635

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NATIONAL COUNCIL ON EDUCATION FOR THE CERAMIC ARTS 77 ERIE VILLAGE SQUARE SUITE 280 ERIE, CO 80516		PC	TO PROVIDE SUPPORT FOR THE CERAMIC ARTS	6,500
NATIONAL MULTIPLE SCLEROSIS SOCIETY OHIO BUCKEYE CHAPTER 6155 ROCKSIDE ROAD STE 202 INDEPENDENCE, OH 44131		PC	TO PROVIDE SUPPORT FOR THE MULPTIPLE SCLEROSIS COMMUNITY	250
NATIONAL RIGHT TO WORK LEGAL DEFENSE AND EDUCATION FOUNDATION INC 80001 BRADDOCK ROAD SPRINGFIELD, VA 22160		PC	TO PROVIDE SUPPORT FOR LEGAL AID	500
OHIO & ERIE CANALWAY COALITION 47 WEST EXCHANGE STREET AKRON, OH 44308		PC	TO PROVIDE SUPPORT FOR PRESERVATION OF THE OHIO & ERIE CANALS	110
PLANNED PARENTHOOD OF GREATER OHIO 444 W EXCHANGE STREET AKRON, OH 44302		PC	TO PROVIDE SUPPORT FOR EDUCATIONAL GUIDANCE AND MEDICAL SERVICES IN THE AREA OF FAMILY PLANNING	5,300
PROJECT GRAD AKRON 400 WEST MARKET STREET STE 1 AKRON, OH 44303		PC	TO PROVIDE SUPPORT FOR EDUCATION	200
ROTARY CLUB OF AKRON 240 NORTH PORTAGE PATH AKRON, OH 44303		PC	TO PROVIDE SUPPORT FOR HUMANITARIAN SERVICE	3,000
SPACES 2220 SUPERIOR VIADUCT CLEVELAND, OH 44113		PC	TO PROVIDE A RESOURCE AND PUBLIC FORUM FOR ARTISTS WHO EXPLORE AND EXPERIMENT	200
SUMMA FOUNDATION 525 EAST MARKET STREET AKRON, OH 44308		PC	TO SUPPORT THE GOALS AND OBJECTIVES OF SUMMA HEALTH SYSTEM IN THE AREAS OF RESEARCH, MEDICAL EDUCATION, AND SPECIAL PROGRAMS	2,600
SUMMIT COUNTY HISTORICAL SOCIETY OF AKRON OH 550 COPLEY ROAD AKRON, OH 44320		PC	TO PROVIDE SUPPORT IN MAINTAINING AND PRESERVING HISTORICAL BUILDINGS IN SUMMIT COUNTY	200
THE HEALTH EDUCATION CENTER OF AKRON INC 220 S BALCH ST AKRON, OH 44302		PC	TO PROVIDE AGE APPROPRIATE, SENSITIVELY PRESENTED AND MEDICALLY ACCURATE PUBERTY EDUCATION	150
THE LEUKEMIA & LYMPHOMA SOCIETY INC 5700 BRECKSVILLE RD INDEPENDENCE, OH 44131		PC	TO PROVIDE SUPPORT IN FINDING A CURE FOR LEUKEMIA AND OTHER DISEASES	500
THE OHIO FOUNDATION OF INDEPENDENT COLLEGES INC 250 EAST BROAD STREET 1700 COLUMBUS, OH 43215		PC	TO PROVIDE SUPPORT FOR HIGHER EDUCATION	350
THE SUMMIT 65 STEINER AVENUE AKRON, OH 44301		PC	TO PROVIDE SUPPORT FOR THE MEDIA ARTS	120
THINKGIVE INC 26 ELM STREET CONCORD, MA 01742		PC	TO PROVIDE SUPPORT TO INSPIRE YOUNG PEOPLE TO BE PHILANTHROPIC	200
Total . . . . ▶ **3a**				283,635

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TUESDAY MUSICAL ASSOCIATION 1 SOUTH MAIN STREET 301 AKRON, OH 44308		PC	TO PROVIDE SUPPORT FOR THE ARTS	2,000
UNITED DISABILITY SERVICES INC 701 SOUTH MAIN STREET AKRON, OH 44311		PC	TO PROVIDE SUPPORT FOR ENHANCING THE QUALITY OF LIFE FOR PEOPLE WITH DISABILITIES AND THEIR CAREGIVERS	100
UNITED WAY OF SUMMIT COUNTY 90 NORTH PROSPECT STREET AKRON, OH 44304		PC	TO PROVIDE SUPPORT FOR EDUCATION, FINANCIAL STABILITY, HEALTH, AND BASIC HUMAN SERVICES	10,000
UNIVERSITY OF AKRON 302 E BUCHTEL AVENUE AKRON, OH 44325		PC	TO PROVIDE SUPPORT FOR SCHOLARSHIPS, GRANTS, AND LOANS	1,700
VERB BALLET 3445 WARRENSVILLE CENTER ROAD SHAKER HEIGHTS, OH 44122		PC	TO PROVIDE OPPORTUNITY TO EXPERIENCE CONTEMPORARY DANCE TO MEMBERS OF THE COMMUNITY	150
WESTERN RESERVE ACADEMY 115 COLLEGE STREET HUDSON, OH 44236		PC	TO PROVIDE SUPPORT FOR EDUCATION	50
YMCA ENDOWMENT FOUNDATION OF AKRON OHIO INC 50 SOUTH MAIN STREET LL100 AKRON, OH 44308		PC	TO PROVIDE SUPPORT FOR THE AKRON METROPOLITAN YMCA	200
Total . . . . ▶ **3a**				283,635

TY 2014 Explanation of Non-Filing with Attorney General Statement

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Statement: OHIO DOES NOT REQUIRE A COMPLETE COPY OF THE FORM 990PF TO BE FILED WITH THE STATE.

TY 2014 Investments Corporate Bonds Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD	1,891,695	1,928,411

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320008325

TY 2014 Investments Corporate Stock Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD	3,453,840	3,581,949

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320008325

TY 2014 Other Assets Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
COLLECTIBLE ASSETS		3,202,000	3,202,000

TY 2014 Other Increases Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	32,646

TY 2014 Other Professional Fees Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	18,470	0		0

TY 2014 Substantial Contributors Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Name	Address
WOODSIDE MANAGEMENT LLC	538 WOODSIDE DR AKRON,OH 44303

TY 2014 Taxes Schedule

Name: THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

EIN: 46-1469889

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	5	0		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320008325

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

Name of the organization	Employer identification number
THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION	46-1469889

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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 33 1/3% 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)

Name of organization	Employer identification number
THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION	46-1469889

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WOODSIDE MANAGEMENT LLC 538 WOODSIDE DR AKRON, OH 44303	$ 3,202,000	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

Employer identification number
46-1469889

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
1	COLLECTIBLE ASSETS	$ 3,202,000	2014-12-31

(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
THE RICHARD S AND ALITA ROGERS FAMILY FOUNDATION

Employer identification number
46-1469889

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