



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



EXTENDED TO FEBRUARY 16, 2016

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

APR 1, 2014

, and ending

MAR 31, 2015

Name of foundation

THE WM. M. & A. CAFARO FAMILY FOUNDATION

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

THE CAFARO COMPANY, 2445 BELMONT AVENUE

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

YOUNGSTOWN, OH 44504-0186

G Check all that apply:

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

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

\$ 33,011,819. (Part I, column (d) must be on cash basis.)

A Employer identification number

31-1550874

B Telephone number

(330) 747-2661

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).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	291,391.		N/A	
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	444,624.	444,624.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,232,149.			
b Gross sales price for all assets on line 6a	11,809,316.			
7 Capital gain net income (from Part IV, line 2)		1,232,149.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Loss: Cost of goods sold				
c Gross profit or (loss)				
11 Other income	<315.>	0.		STATEMENT 2
12 Total. Add lines 1 through 11	1,967,849.	1,676,773.		0.
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees	STMT. 3	84,443.	28,148.	56,295.
17 Interest				
18 Taxes	STMT. 4	29,673.	5,835.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT. 5	200.	0.	200.
24 Total operating and administrative expenses. Add lines 13 through 23	114,316.	33,983.		56,495.
25 Contributions, gifts, grants paid	1,441,739.			1,441,739.
26 Total expenses and disbursements. Add lines 24 and 25	1,556,055.	33,983.		1,498,234.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	411,794.			
b Net investment income (if negative, enter -0-)		1,642,790.		
c Adjusted net income (if negative, enter -0-)			N/A	

423501

11-24-14

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

1

04B 0000015

10090120 791007 8G3805

2014.05020 THE WM. M. & A. CAFARO FAMI 8G3805_1

635

SCANNED APR 11 2016

Rec'd in Part 15

Comes Original

APR 07 2016

NE

1

CISS6F2FWG

Form 990-PF (2014)

THE WM. M. & A. CAFARO FAMILY FOUNDATION

31-1550874

Page 2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	0.		
	2 Savings and temporary cash investments	157,027.	160,371.	160,371.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 6	18,705,462.	19,436,774.	24,213,564.
	c Investments - corporate bonds STMT 7	5,386,696.	5,424,801.	5,479,018.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	3,183,283.	2,816,309.	3,158,866.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	27,432,468.	27,838,255.	33,011,819.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	292,755.	288,576.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	292,755.	288,576.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	27,139,713.	27,549,679.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	27,139,713.	27,549,679.		
31 Total liabilities and net assets/fund balances	27,432,468.	27,838,255.		

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	27,139,713.
2 Enter amount from Part I, line 27a	2	411,794.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	27,551,507.
5 Decreases not included in line 2 (itemize) ▶ ADJUST FROM BOOK BASIS TO TAX BASIS	5	1,828.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,549,679.

Form 990-PF (2014)

423511
11-24-14

2

10090120 791007 8G3805

2014.05020 THE WM. M. & A. CAFARO PART 8G3805_1

Form 990-PF (2014)

THE WM. M. & A. CAFARO FAMILY FOUNDATION

31-1550874

Page 3

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	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c OW PRIVATE EQUITY FUND XII	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 8,413,893.		7,666,708.	747,185.
b 2,741,622.		2,910,499.	<168,877.>
c			40.
d 653,801.			653,801.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			747,185.
b			<168,877.>
c			40.
d			653,801.
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	1,232,149.
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). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,314,437.	29,626,880.	.044366
2012	1,265,211.	26,409,113.	.047908
2011	1,191,460.	25,391,582.	.046923
2010	1,034,945.	23,959,580.	.043195
2009	994,066.	20,832,548.	.047717

2 Total of line 1, column (d)	2	.230109
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	.046022
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	32,164,323.
5 Multiply line 4 by line 3	5	1,480,266.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,428.
7 Add lines 5 and 6	7	1,496,694.
8 Enter qualifying distributions from Part XII, line 4	8	1,498,234.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	16,428.
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	16,428.
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	16,428.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	22,295.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	22,295.	
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	5,867.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 5,867. Refunded ☐	11	0.	

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. ☒ \$ 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	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Form 990-PF (2014)

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 ▶ N/A	13	X	
14	The books are in care of ▶ A.M. & F.M. CAFARO, C.S. CAFARO Telephone no. ▶ (330) 747-2661 Located at ▶ 2445 BELMONT AVENUE, YOUNGSTOWN, OHIO ZIP+4 ▶ 44504-0186			
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 N/A			
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 ▶	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)? Organizations relying on a current notice regarding disaster assistance check here ▶ N/A	1b	
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? ☐ Yes ☒ No	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 ▶		
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.) N/A	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. ▶		
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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ Yes ☒ No	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? ☐ Yes ☒ No	4b	X

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 ☒ NoOrganizations 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

X

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.

(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
ANTHONY M. CAFARO 2445 BELMONT AVENUE YOUNGSTOWN, OH 445040186	TRUSTEE 5.00	0.	0.	0.
FLORA M. CAFARO 2445 BELMONT AVENUE YOUNGSTOWN, OH 445040186	TRUSTEE 5.00	0.	0.	0.
CAPRI S. CAFARO 2445 BELMONT AVENUE YOUNGSTOWN, OH 445040186	TRUSTEE 5.00	0.	0.	0.
WILLIAM A. CAFARO 2445 BELMONT AVENUE YOUNGSTOWN, OH 445040186	TRUSTEE 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2014)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2014)

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	32,168,390.
b	Average of monthly cash balances	1b	485,745.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	32,654,135.
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	32,654,135.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	489,812.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,164,323.
6	Minimum investment return. Enter 5% of line 5	6	1,608,216.

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	1,608,216.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	16,428.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,428.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,591,788.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,591,788.
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	1,591,788.

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	1,498,234.
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	1,498,234.
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	5	16,428.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,481,806.

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				1,591,788.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			1,434,495.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,498,234.				
a Applied to 2013, but not more than line 2a			1,434,495.	
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				63,739.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				1,528,049.
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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				
SCHEDULE ATTACHED	N/A	PUBLIC CHARITY	GENERAL	1,441,733.
THROUGH PARTNERSHIPS				6.
Total			3a	1,441,739.
b Approved for future payment				
NONE				
Total			3b	0.

RO FAMI 8G3805-15

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 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

THE WM. M. & A. CAFARO FAMILY FOUNDATION

Employer identification number

31-1550874

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 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Page 2

Name of organization

Employer identification number

THE WM. M. & A. CAFARO FAMILY FOUNDATION

31-1550874

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	ALYCE CAFARO CHARITABLE LEAD TRUST 2445 BELMONT AVENUE YOUNGSTOWN, OH 44513	\$ 91,923.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	WILLIAM M CAFARO CHARITABLE LEAD TRUST 2445 BELMONT AVENUE YOUNGSTOWN, OH 44513	\$ 199,419.	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.)

423452 11-05-14

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

15

14060122 791007 8G3805

2014.05020 THE WM. M. & A. CAFARO FAMI 8G3805_1

04B.0000015

Name of organization

Employer identification number

THE WM. M. & A. CAFARO FAMILY FOUNDATION

31-1550874

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE WM. M. & A. CAFARO FAMILY FOUNDATION

31-1550874

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 info. once.) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

CISS6F2FWG

B1.E8

THE WILLIAM M. AND ALYCE CAFARO FAMILY FOUNDATION #31-1556874

Data on Organizations that Received Contributions in Year Ended March 31, 2016

Date Cleared	Check #	NAME OF ORGANIZATION	Check Date	Amount	ADDRESS Street	City	State	Zip
04/14/14	15521	Boys & Girls Clubs of Huntington	04/02/14	500.00	520 Everett St	Huntington	WV	25702
04/15/14	15522	Sleep Resource Foundation	04/02/14	100,000.00	c/o Dr. Joe Golish, 28099 Shaker Blvd	Pepper Pike	OH	44124
04/16/14	15523	Kent State University	04/02/14	5,000.00	College of the Arts, PO Box 5190	Kent	OH	44242
04/16/14	15524	Kent State University	04/02/14	5,000.00	College of Technology, PO Box 5190	Kent	OH	44242
04/17/14	15525	Mission West Virginia, Inc.	04/02/14	500.00	188 Midland Trail, Suite 1	Hurricane	WV	25526
04/22/14	15526	Obolens Sisters of the Sacred Heart of Jesus	04/02/14	2,000.00	50 Warner Road	Hubbard	OH	44425
Stop payment issued-ch not rec'd, reissued ch 15533								
04/15/14	15527	St. Joseph Health Center	04/02/14	25,000.00	667 Eastland Avenue	Warren	OH	44484
04/15/14	15528	The Stanford Fund	04/02/14	10,000.00	Frances C. AntBaga Alumni Center, 326 Galvez St.	Stanford	CA	94303
04/17/14	15529	The Stanford Fund	04/02/14	5,000.00	Hass Center for Public Services, 563 Salvatierra Walk	Stanford	CA	94303
04/28/14	15530	Angels of Easter Seals	04/17/14	125.00	7886 Spartan Drive	Boardman	OH	44512
04/28/14	15531	Hilcrest Family Services	04/17/14	250.00	2005 Asbury Road	Dubuque	IA	52001
04/22/14	15532	Junior League of Youngstown	04/17/14	100.00	201 E commerce St, Suite 320	Youngstown	OH	44504
04/25/14	15533	BEE CHECK 18827						
05/13/14	15534	West Virginia University Hospital c/o Rosenbaum Family House	04/24/14	500.00	1 Medical Center Drive	Morgantown	WV	26506
05/15/14	15535	Cystic Fibrosis Foundation	04/25/14	1,000.00	1980 Twin Oak Drive	Gland	OH	44420
05/07/14	15536	American Cancer Society	04/29/14	100.00	525 North Broad Street	Camfield	OH	44406
05/05/14	15537	A Way with Words Foundation	04/29/14	500.00	1895 N Duck Creek Rd	North Jackson	OH	44451
05/06/14	15538	City of Niles	04/29/14	2,000.00	34 W State Street	Niles	OH	44448
05/07/14	15539	Diocese of Youngstown	04/29/14	30,000.00	144 W Wood Street	Youngstown	OH	44503
05/05/14	15540	Faithaven Foundation	04/29/14	150.00	45 North Road	Niles	OH	44448
05/22/14	15541	Jewellers Charity Fund	04/29/14	6,500.00	120 Broadway Suite 2820	New York	NY	10271
05/08/14	15542	Juvenile Diabetes Research Foundation	04/29/14	500.00	PO Box 30 2, 5008 Airport Road NW	Roanoke	VA	24012
05/09/14	15543	Kent State University	04/29/14	1,000.00	4314 Mahoning Avenue NW	Warren	OH	44483
05/19/14	15544	Ohio Foundation of Independent Colleges	04/29/14	2,500.00	250 E Broad St., Suite 1700	Columbus	OH	43219
05/15/14	15545	The Penguin Club, Youngstown State University	04/29/14	150.00	One University Plaza	Youngstown	OH	44555
05/06/14	15546	St. Joseph the Provider Catholic School	04/29/14	5,000.00	1125 Turn Ave	Youngstown	OH	44510
05/07/14	15547	St. Patrick School	04/29/14	100,000.00	38 E Water Street	Hubbard	OH	44425
05/08/14	15548	Turnbull Art Gallery	04/29/14	100.00	196 E Market St	Warren	OH	44481
05/18/14	15549	Turnbull Mobile Meals	04/29/14	100.00	323 E Market St	Warren	OH	44481
05/27/14	15550	Warren Junior Women's League GFWC	04/29/14	100.00	8205 Bay Hill Drive NE	Warren	OH	44484
05/02/14	15551	Youngstown Area Jewish Federation	04/29/14	100.00	505 Gyroo Lane	Youngstown	OH	44504
05/07/14	15552	Youngstown State University	04/29/14	1,650.00	One University Plaza	Youngstown	OH	44555
05/06/14	15553	Hubbard School Band Sponsors	04/29/14	25.00	980 Palmetto Drive	Hubbard	OH	44425
06/04/14	15554	Check-FIA Foundation	04/28/14	500.00	5200 Buffington Road	Atlanta	GA	30349
06/04/14	15555	The Arc of Erie County	04/30/14	500.00	4405 Galloway Road	Sandusky	OH	44870
06/12/14	15556	Tenet Foundation	05/07/14	500.00	11102 Sunrise Blvd E, Suite 102	Puyallup	WA	98374
05/20/14	15557	Teen Straght Talk	05/08/14	1,500.00	1393 Youngstown-Kingsville Road	Vienna	OH	44473
	15558	Voldag						
05/18/14	15559	Howland Local Schools	05/13/14	500.00	200 Shaffer Drive	Warren	OH	44484
06/09/14	15560	American Cancer Society	05/18/14	500.00	5555 Fritts Road	Dublin	OH	43017
06/03/14	15561	Somerset Safe, Inc.	05/18/14	500.00	1540 Ted Avenue NW	Warren	OH	44485
06/20/14	15562	Special Olympics Michigan	05/18/14	500.00	PO Box 1074	Monroe	MI	48181
06/02/14	15563	Early Connections	05/18/14	500.00	200 W 11th Street	Erie	PA	16501
06/02/14	15564	Alton Children's Hospital of Mahoning Valley	05/28/14	250.00	8503 Market St. Bldg C	Youngstown	OH	44512
06/12/14	15565	Edward J. DeBartolo Memorial Scholarship Foundation	05/28/14	550.00	7820 Market Street	Youngstown	OH	44512
06/03/14	15566	Fine Arts Council of Turnbull County	05/28/14	2,000.00	PO Box 48	Warren	OH	44482
06/08/14	15567	Frankie's Friends	05/28/14	8,000.00	3000 Busch Lake Blvd	Tampa	FL	33614
06/01/14	15568	Danny Price Charities, Inc.	05/28/14	250.00	1311 Huntington Ct	Boardman	OH	44512
	15569	Voldag	05/28/14	0.00				
07/01/14	15570	Grand Alumni Association	05/28/14	500.00	17 Hickory Trace	Grand	OH	44420
06/23/14	15571	Envestnet Asset Management	06/03/14	445.37	1999 Broadway, 42nd Floor	Denver	CO	80202
06/23/14	15572	Envestnet Asset Management	06/03/14	134.41	1999 Broadway, 42nd Floor	Denver	CO	80202
07/10/14	15573	American Diabetes Association	06/09/14	50.00	982 Patricia Ave., Apt 4	Grand	OH	44420
07/02/14	15574	Youngstown Foundation	06/18/14	2,500.00	c/o Christina's Garden, PO Box 1105	Youngstown	OH	44501
06/25/14	15575	St. Vincent De Paul Society of St. Christine Church	06/17/14	250.00	3155 S. Schenley Ave	Youngstown	OH	44511
06/23/14	15576	Albion Lemonade Stand Foundation	06/17/14	8,000.00	Bala Point, 111 Presidential Blvd, Suite 203	Wynnewood	PA	19086
06/30/14	15577	United Way of Erie County Inc.	06/18/14	500.00	418 Columbus Ave	Sandusky	OH	44870
06/30/14	15578	American Cancer Society	06/23/14	500.00	2412 East Pointe Drive	Warren	OH	44484
06/30/14	15579	Bill Rous Memorial Scholarship Fund	06/23/14	100.00	902 Parkside Place	McDonald	OH	44437
06/11/14	15580	GNC Live Well Foundation	06/23/14	2,000.00	300 6th Avenue	Pittsburgh	PA	15222
07/01/14	15581	H&M Development Foundation	06/23/14	500.00	Covell Enterprises, 3900 East Market Street	Warren	OH	44484
06/28/14	15582	Warren Family Mission	06/23/14	100.00	PO Box 311	Warren	OH	44482
07/03/14	15583	Museum of the American Quilters Society	06/23/14	500.00	215 Jefferson Street	Pedicular	KY	42001
07/01/14	15584	Main Line Adult Day Center	06/23/14	25.00	119 Radnor St.	Bryn Mawr	PA	19010
07/23/14	15585	Virginia Fire Chief's Foundation	06/25/14	500.00	PO Box 70807	Richmond	VA	23255
06/27/14	15586	Youngstown Western Regional Chamber of Commerce Foundation	06/25/14	80,000.00	11 Central Square Suite 1600	Youngstown	OH	44503
07/01/14	15587	St. Joseph the Provider Catholic School	06/27/14	5,212.50	1125 Turn Ave	Youngstown	OH	44510
07/08/14	15588	Big Brothers/Big Sisters	07/01/14	500.00	543 Peachers Mill Road	Clarksville	TN	37042
07/08/14	15589	United Parcel Service	07/01/14	23.68	P.O. Box 7247-0244	Philadelphia	PA	19170
07/14/14	15590	National Peckard Museum	07/08/14	1,000.00	1899 Mahoning Avenue NW	Warren	OH	44483
07/28/14	15591	Homes for Kids, Inc.	07/18/14	250.00	165 East Palmer, PO Box 683	Niles	OH	44446
08/12/14	15592	Immaculate Heart of Mary	07/18/14	100.00	4490 Norquest Boulevard	Austintown	OH	44515
07/22/14	15593	Junior League of Youngstown	07/18/14	500.00	201 E Commerce St, Suite 320	Youngstown	OH	44504
07/23/14	15594	Northeast Ohio Adoption Services	07/18/14	1,000.00	5000 E Market St, Suite 28	Warren	OH	44484
07/24/14	15595	St. Vincent De Paul Society	07/18/14	250.00	Turnbull County Deanery, PO Box 1822	Warren	OH	44482
07/30/14	15596	Warren Family Mission	07/18/14	100.00	PO Box 311	Warren	OH	44482

Date Printed 1/19/2016

048.0000015

CISS6F2FWG

B1.E8

831-1650874

Data on Organizations that Received Contributions in Year Ended March 31, 2016

Date	Check						
07/23/14	15587	Warren Philharmonic Orchestra	07/18/14	800.00	PO Box 8507	Warren	OH 44484
08/18/14	15588	Werner Center Foundation at Ohio State University	07/18/14	10,000.00	Limited Brands, Three Limited Parkway	Columbus	OH 43230
07/22/14	15589	Youngstown Area Goodwill Industries	07/18/14	125.00	2747 Belmont Ave	Youngstown	OH 44505
07/25/14	15600	Shepard's of all God's Children c/o Hope Academy for Autism	07/18/14	500.00	1828 Niles Road SE	Warren	OH 44484
07/22/14	15601	Betty's Angels	07/18/14	100.00	4075 Fairview Heights Dr SE	Warren	OH 44484
08/05/14	15602	DePaul University	07/28/14	3,000.00	DePaul Center Suite #100, 1E Jackson Blvd	Chicago	IL 60604
08/04/14	15603	Duquesne University	07/28/14	2,000.00	500 Forbes Avenue	Pittsburgh	PA 15282
08/01/14	15604	John Carroll University	07/28/14	8,000.00	Cashier's Office, 1 John Carroll Blvd	University Heights	OH 44118
07/31/14	15605	Kent State University, Trumbull Campus	07/28/14	2,000.00	4314 Mahoning Avenue NW	Warren	OH 44483
	15606	Voided					
08/01/14	15607	Thiel College	07/28/14	2,000.00	Student Accounts, 75 College Ave	Greenville	PA 18125
08/06/14	15608	University of Akron	07/28/14	2,000.00	Cashier's Office, PO Box 2280	Akron	OH 44308
08/06/14	15609	Ursuline High School	07/28/14	4,000.00	750 Wick Avenue	Youngstown	OH 44505
08/01/14	15610	Youngstown State University	07/28/14	9,000.00	One University Plaza	Youngstown	OH 44555
08/01/14	15611	Youngstown State University	07/28/14	12,000.00	One University Plaza	Youngstown	OH 44555
08/06/14	15612	Ohio Northern University	07/28/14	2,000.00	Financial Aid Office, 525 S. Main St	Ade	OH 45810
08/01/14	15613	Pittsburgh Institute of Aeronautics	07/28/14	2,000.00	PO Box 10897	Pittsburgh	PA 15238
08/04/14	15614	University of Northwestern Ohio	07/28/14	2,000.00	Cashier's Office, 1441 N Cable Road	Lima	OH 45805
08/07/14	15615	Ohio State University, Mansfield Campus	07/28/14	3,000.00	1780 University Drive	Mansfield	OH 44898
08/04/14	15616	Ohio State University	07/28/14	2,000.00	Office of the Univ. Bursar 281 W Lane Ave, 2nd Floor	Columbus	OH 43210
08/04/14	15617	Ohio State University	07/28/14	4,000.00	Office of the Univ. Bursar 281 W Lane Ave, 2nd Floor	Columbus	OH 43210
08/14/14	15618	Easter Seals West Kentucky	08/06/14	500.00	2220 Madred Street	Paducah	KY 42001
08/19/14	15619	Habitat for Humanity	08/12/14	500.00	14330 LaPlaisance Road, Suite 111	Monroe	MI 48181
12/08/14	15620	Liberty Little Leagues Association	08/12/14	350.00	430 Aurora Drive	Liberty	OH 44505
08/25/14	15621	Foundation for Independent Living	08/14/12	500.00	821 4th Avenue	Huntington	WV 25701
08/20/14	15622	Children's Rehabilitation Center	08/20/14	500.00	885 Howard Wilson Road NE	Warren	OH 44484
09/23/14	15623	Hills & Dales Child Development Center	08/20/14	250.00	1011 Davis St	Dubuque	IA 52001
08/23/14	15624	American Heart Association	08/26/14	1,000.00	c/o Warren Fabricating, PO Box 1032	Warren	OH 44482
08/04/14	15625	Aerial Welfare League of Trumbull County	08/26/14	100.00	812 Youngstown Kingsville Rd S	Vienna	OH 44473
09/08/14	15626	Art Outreach Gallery	08/26/14	1,000.00	PO Box 85	Niles	OH 44448
09/08/14	15627	Cleveland Clinic Foundation	08/26/14	5,000.00	Scott Hamilton CARES, 9500 Euclid Ave	Cleveland	OH 44193
09/08/14	15628	National Italian American Foundation	08/26/14	10,000.00	1860 18th Street NW	Washington	DC 20008
09/23/14	15629	St. Anthony of Padua Church	08/26/14	100.00	1123 Turin Ave	Youngstown	OH 44510
09/05/14	15630	Trumbull Mobile Meals	08/26/14	500.00	323 E Market St	Warren	OH 44481
09/19/14	15631	Ascena Foundation	08/26/14	2,500.00	c/o MP Levents, 1 S Pierson Rd	Maplewood	NJ 7040
08/26/14	15632	Howland Glen Elementary	08/26/14	500.00	8000 Bride Lane NE	Warren	OH 44484
09/04/14	15633	Ukrainian Congress Committee of America	08/26/14	5,000.00	203 Second Ave	New York	NY 10003
09/26/14	15634	American Heart Association	09/11/14	100.00	c/o 2445 Belmont Ave, PO Box 2188	Youngstown	OH 44504
09/25/14	15635	Putting Downs First Inc.	09/11/14	100.00	PO Box 81	Southampton	OH 44470
10/18/14	15636	St. Rose School	09/25/14	500.00	61 E Main Street	Girard	OH 44420
10/02/14	15637	St. Rose School	09/25/14	48,000.00	61 E Main Street	Girard	OH 44420
08/30/14	15638	United Way of Trumbull County	09/25/14	500.00	3601 Youngstown Rd SE	Warren	OH 44484
10/01/14	15639	Warren Family Mission	09/25/14	100.00	PO Box 311	Warren	OH 44482
10/02/14	15640	Mahoning Valley Economic Development Corporation	09/25/14	2,000.00	4319 Belmont Ave	Youngstown	OH 44505
10/07/14	15641	March of Dimes	09/30/14	500.00	5188 Campbell Run Road	Pittsburgh	PA 15208
10/08/14	15642	St. Martin Center	09/30/14	500.00	1701 Parade St	Erie	PA 16503
10/15/14	15643	Grace Oughton Cancer Foundation	09/30/14	500.00	1329 Alum Springs Rd, Suite 102	Fredericksburg	VA 22401
10/14/14	15644	Puyallup Valley St. Francis House	09/30/14	1,000.00	PO Box 156	Puyallup	WA 98371
10/20/14	15645	Alzheimer's Association	10/08/14	100.00	2 Mohawk	Girard	OH 44420
11/12/14	15646	Ursuline High School	10/08/14	250.00	750 Wick Avenue	Youngstown	OH 44505
10/20/14	15647	Youth Villages	10/19/14	500.00	3310 Parkmer Hall Drive	Nashville	TN 37211
10/21/14	15648	Literacy Volunteers of Harrison County Inc.	10/10/14	500.00	104 E. Main St., Suite 1F	Clarksburg	WV 26301
10/15/14	15649	The Adoption Exchange	10/10/14	3,000.00	14232 E. Evans Ave	Aurora	CO 80014
10/14/14	15650	YMCA Air Partners	10/10/14	100,000.00	1453 Youngstown-Kingsville Rd NE	Vienna	OH 44473
10/20/14	15651	The Bestude House	10/15/14	500.00	238 Tod Lane	Youngstown	OH 44504
10/22/14	15652	United Way of Greater Clarksville Area	10/15/14	500.00	520 N Second St Suite 1	Clarksville	TN 37040
11/13/14	15653	Camp Abrecht Acres of the Midwest Inc	10/17/14	500.00	PO Box 50	Sherrill	IA 52073
11/21/14	15654	Ohio Valley Health Services & Education Corporation Foundation	10/17/14	2,000.00	95 N 4th St	Marion Ferry	OH 43835
11/08/14	15655	Comprehensive Services for the Developmentally Disabled	10/17/14	500.00	88 Winchester	Monroe	MI 48181
11/08/14	15656	Starfish Orphan Ministry Inc	10/21/14	500.00	1000 Broadway	Paducah	KY 42001
10/31/14	15657	Cabell Wayne Association of the Blind Inc	10/21/14	500.00	38 Washington Ave	Huntington	WV 25701
10/31/14	15658	American Heart Association	10/24/14	800.00	PO Box 4002907	Des Moines	IA 50348
10/28/14	15659	JFK Catholic High School	10/24/14	25,000.00	2530 Central Parkway SE	Warren	OH 44484
10/28/14	15660	N/Amet USA	10/24/14	150.00	2911 Blaclyte Avenue	Youngstown	OH 44505
11/17/14	15661	St. Rose School	10/24/14	25,000.00	61 E. Main Street	Girard	OH 44420
10/28/14	15662	Warren Family Mission	10/24/14	100.00	PO Box 311	Warren	OH 44482
10/28/14	15663	Mind Body & Soul Asset Development Center	10/24/14	2,000.00	1978 Hazelwood Ave	Warren	OH 44484
11/13/14	15664	Courtney Miller Memorial Fund	10/24/14	250.00	42 E. Wilson Ave	Girard	OH 44420
11/14/14	15665	Boys & Girls Club of Erie County	10/31/14	500.00	PO Box 826	Sandusky	OH 44871
11/12/14	15666	Mata-A-Wish Foundation	10/31/14	500.00	1001 State Street, Suite 502	Erie	PA 16501
12/08/14	15667	Voices for Independence	10/31/14	500.00	1107 Payne Avenue	Erie	PA 16503
11/19/14	15668	YMCA	10/31/14	500.00	212 Butler Road	Fredericksburg	VA 22405
11/19/14	15669	Association for Retarded Citizens in Harrison County WV	10/31/14	500.00	PO Box 784	Clarksburg	WV 26302
11/19/14	15670	Fort Campbell Fisher House	11/10/14	5,000.00	952 Joel Drive	Fort Campbell	KY 42223
11/21/14	15671	Aspire Clarksville Foundation	11/10/14	5,000.00	25 Jefferson St	Clarksville	TN 37040
12/31/14	15672	Akron Children's Hospital of Mahoning Valley	11/24/14	2,500.00	c/o Xpress Fuel Mart, 1037 Trumbull Ave, Suite A	Girard	OH 44420
12/03/14	15673	Big Brothers/Big Sisters	11/24/14	500.00	325 North State Street	Girard	OH 44420
12/18/14	15674	DeBarolo Family Foundation	11/24/14	25,000.00	15438 N Florida Ave	Tampa	FL 33613
12/08/14	15675	Drug Education Officers of Mahoning Valley	11/24/14	1,000.00	82 Chilton Road	Austintown	OH 44515
12/03/14	15676	Greater Western Reserve Council	11/24/14	2,500.00	4930 Enterprise Blvd NW	Warren	OH 44481
12/24/14	15677	Jewelers Charity Fund	11/24/14	5,000.00	52 Vanderbilt Avenue, 18th Floor	New York	NY 10017
12/03/14	15678	SCOPE Inc. of Trumbull County Ohio	11/24/14	250.00	220 W Market St	Warren	OH 44481

Date Printed 1/19/2016

04B.000015

B1. E0

031.1550274

Data on Organizations that Received Contributions In Year Ended March 31, 2018

Date Printed: 1/18/2016

048.0000015

B1_E8

831-1560874

Data on Organizations that Received Contributions in Year Ended March 31, 2015

Data Posted: 1/19/2018

04B, 0000015

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BESSEMER TRUST	1,098,425.	653,801.	444,624.	444,624.	
TO PART I, LINE 4	1,098,425.	653,801.	444,624.	444,624.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OW PRIVATE EQUITY FUND XII, LLC	<315.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<315.>	0.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT SERVICES FEE	77,272.	25,757.		51,515.
DIVIDEND INVESTMENT EXPENSE	494.	165.		329.
PARTNERSHIP EXPENSE	6,677.	2,226.		4,451.
TO FORM 990-PF, PG 1, LN 16C	84,443.	28,148.		56,295.

FORM 990-PF	TAXES	STATEMENT	4
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	9,673.	5,835.		0.
FEDERAL TAX ESTIMATE	20,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	29,673.	5,835.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OHIO ATTORNEY GENERAL FEE	200.	0.		200.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	19,436,774.	24,213,564.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,436,774.	24,213,564.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	5,424,801.	5,479,018.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,424,801.	5,479,018.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	COST	2,776,085.	3,115,914.
OLD WESTBURY PRIVATE EQUITY FUND	COST		
XII, LLC		40,224.	42,952.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,816,309.	3,158,866.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

A.M. & F.M. CAFARO, C.S. CAFARO

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION SHOULD INCLUDE: 1)THE NAME, ADDRESS & BRIEF HISTORY OF THE ORGANIZATION, 2)A COPY OF THE TAX EXEMPTION LETTER, 3)THE TAX ID NUMBER AND 4)THE REASON FOR THE GRANT AND THE AMOUNT.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Bessemer Trust

Page 4 of 9

Account Details

Report dated March 31, 2015

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Yield to maturity
THE CAFARO FOUNDATION CASH											
AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		48.400	\$0.00	\$48	\$0.000	\$48	0.0%	\$0	\$0 0.00%	
999995	INCOME CASH		323.830	\$0.00	\$323	\$0.000	\$323	0.2%	\$0	\$0 0.00%	
999996	NET CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	
Total CASH					\$371		\$371	0.2%	\$0	\$0 0.00%	
CASH EQUIVALENTS											
990110	FED GOVT OBLIG FUND #395	60934N807	160,000.000	\$1.00	\$160,000	\$1,000	\$160,000	99.8%	\$0	\$15 0.01%	.01%
Total CASH EQUIVALENTS					\$160,000		\$160,000	99.8%	\$0	\$15 0.01%	
Total CASH AND SHORT TERM					\$160,371		\$160,371	100.0%	\$0	\$15 0.01%	
LARGE CAP CORE - U.S.											
INFORMATION TECHNOLOGY											
713135	CDW CORP/DE	12514G108	1,500.000	\$37.88	\$56,813	\$37,240	\$55,860	1.6%	(\$953)	\$405 0.73%	
806047	APPLE INC	037833100	1,925.000	\$70.20	\$135,141	\$124,430	\$239,527	6.9%	\$104,386	\$3,619 1.51%	
867793	QUALCOMM INC	747525103	1,185.000	\$62.68	\$74,270	\$69,339	\$82,167	2.4%	\$7,897	\$1,990 2.42%	
879213	TERADATA CORP	88076W103	2,400.000	\$42.89	\$102,928	\$44,140	\$105,936	3.0%	\$3,007	\$0 0.00%	
904587	AVAGO TECHNOLOGIES	Y0486S104	805.000	\$44.78	\$36,049	\$126,979	\$102,218	2.9%	\$66,169	\$1,223 1.20%	
904729	NXP SEMICONDUCTORS NV	N6598X109	1,250.000	\$57.90	\$72,379	\$100,360	\$125,450	3.6%	\$53,070	\$0 0.00%	
Total INFORMATION TECHNOLOGY					\$477,580		\$711,158	20.4%	\$233,576	\$7,237 1.05%	
INDUSTRIALS											
822050	CUMMINS INC	231021106	300.000	\$130.14	\$39,042	\$138,640	\$41,592	1.2%	\$2,549	\$936 2.25%	
843346	ILLINOIS TOOL WORKS INC	452308109	500.000	\$77.38	\$38,688	\$97,140	\$48,570	1.4%	\$9,881	\$970 2.00%	
843365	KIRBY CORP	497266106	600.000	\$116.25	\$69,748	\$75,050	\$45,030	1.3%	(\$24,718)	\$0 0.00%	
868076	RAYTHEON CO NEW	755111507	1,400.000	\$96.38	\$134,926	\$109,250	\$152,950	4.4%	\$18,023	\$3,752 2.45%	
868070	UNION PACIFIC CORP	907818108	960.000	\$80.67	\$77,444	\$108,309	\$103,977	3.0%	\$26,532	\$2,112 2.03%	
868057	UNITED RENTALS INC	911363109	675.000	\$95.30	\$64,326	\$91,160	\$61,533	1.8%	(\$2,793)	\$0 0.00%	

Market prices are updated nightly and therefore will not reflect pricing changes made intraday.
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 24, 2015 by FORDG
Version 10.1 1.5

CISS6F2FWG

Bessemer Trust

Account Details

Report dated March 31, 2015

Amortized tax cost
Trade date basis

Page 5 of 9

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Yield to maturity
THE CAFARO FOUNDATION LARGE										
CAP CORE - U.S.										
INDUSTRIALS										
904606	NIELSEN N.V. EUR 0.07	N63218106	1,170,000	\$32.42	\$37,930	\$44,569	1.5%	\$14,216	\$1,170	2.24%
Total INDUSTRIALS					\$462,104		14.5%	\$43,680	\$8,940	2.01%
HEALTH CARE										
800258	AETNA INC NEW	00817Y108	1,025,000	\$59.29	\$60,777	\$106,530	3.1%	\$48,415	\$1,025	0.94%
864075	PFIZER INC	717081103	5,045,000	\$29.94	\$151,069	\$34,790	5.0%	\$24,446	\$5,650	3.22%
880100	THERMO FISHER SCIENTIFIC	883556102	1,150,000	\$94.55	\$108,728	\$134,340	4.4%	\$45,782	\$690	0.45%
888967	ZIMMER HLDGS INC	98956P102	920,000	\$63.44	\$58,363	\$117,520	3.1%	\$49,754	\$809	0.75%
908055	MYLAN NV	N59465109	2,825,000	\$57.70	\$163,016	\$59,350	4.8%	\$4,647	\$0	0.00%
Total HEALTH CARE					\$541,953		20.5%	\$173,024	\$6,174	1.56%
FINANCIALS										
803572	AMERICAN INTL GROUP INC	026874784	755,000	\$40.78	\$30,789	\$54,789	1.2%	\$10,576	\$377	0.91%
817156	CITIGROUP INC	172967424	1,225,000	\$30.13	\$36,906	\$51,520	1.8%	\$26,205	\$49	0.08%
823673	DISCOVER FINANCIAL SVCS	254709108	1,400,000	\$60.73	\$85,028	\$56,350	2.3%	(\$6,138)	\$1,344	1.70%
844581	KEYCORP NEW	493267108	9,830,000	\$13.29	\$130,622	\$14,160	4.0%	\$8,570	\$2,555	1.84%
854169	MORGAN STANLEY GRP INC	617446448	1,075,000	\$29.91	\$32,148	\$35,689	1.1%	\$6,218	\$430	1.12%
986524	ACE LIMITED	H0023R105	490,000	\$49.65	\$24,328	\$111,490	1.6%	\$30,301	\$1,274	2.33%
Total FINANCIALS					\$339,821		11.9%	\$75,732	\$6,029	2.34%
CONSUMER STAPLES										
822151	CVS HEALTH CORP	126650100	925,000	\$44.03	\$40,725	\$103,210	2.7%	\$54,743	\$1,295	1.36%
Total CONSUMER STAPLES					\$40,725		2.7%	\$54,743	\$1,295	2.93%
CONSUMER DISCRETIONARY										
705591	DOLLAR GENERAL CORP	256677105	2,410,000	\$47.19	\$113,730	\$75,380	5.2%	\$67,935	\$0	0.00%
846964	MACY'S INC	55616P104	1,200,000	\$35.94	\$43,126	\$64,910	2.2%	\$34,765	\$1,500	1.93%
850398	NIKE INC CL B	654106103	1,200,000	\$84.14	\$100,962	\$100,330	3.4%	\$19,433	\$1,344	1.12%

Market prices are updated nightly and therefore will not reflect pricing changes made intraday.
Actual results may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 24, 2015 by FORDG
Version 10.1.1.5

CISS6F2FWG

Bessemer Trust

Page 6 of 9

Account Details

Report dated March 31, 2015

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Market value Cost per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Yield to maturity
THE CAFARO FOUNDATION LARGE										
CAP CORE - U.S.										
CONSUMER DISCRETIONARY										
864804	PVH CORP	693656100	500,000	\$110.91	\$55,456	\$106,560	1.5%	(\$2,176)	\$75,014%	
869022	ROYAL CARIBBEAN CRUISES LD	V7780T103	550,000	\$76.85	\$42,265	\$81,849	1.3%	\$2,751	\$660,147%	
885274	VIACOM INC CL B NEW	92553P201	800,000	\$74.31	\$59,449	\$68,300	1.6%	(\$4,809)	\$1,056,193%	
888827	YUM BRANDS INC	988498101	1,850,000	\$71.34	\$131,972	\$78,720	4.2%	\$13,659	\$3,034,208%	
Total CONSUMER DISCRETIONARY					\$546,960	\$678,522	19.4%	\$131,558	\$7,869,144%	
ENERGY										
819413	CONOCOPHILLIPS	20825C104	2,125,000	\$60.35	\$128,236	\$62,260	3.8%	\$4,065	\$6,205,469%	
885056	VALERO ENERGY NEW	91913Y100	790,000	\$49.73	\$39,289	\$63,619	1.4%	\$10,970	\$1,264,251%	
Total ENERGY					\$167,525	\$182,561	5.2%	\$15,035	\$7,469,398%	
UTILITIES										
700042	AMERICAN WATER WORKS CO	030420103	1,900,000	\$40.36	\$76,687	\$54,210	3.0%	\$26,311	\$2,356,229%	
825997	EDISON INTERNATIONAL	281020107	1,350,000	\$64.57	\$87,169	\$62,470	2.4%	(\$2,835)	\$2,254,267%	
Total UTILITIES					\$163,856	\$187,333	5.4%	\$23,476	\$4,610,205%	
Total LARGE CAP CORE - U.S.					\$2,740,524	\$3,491,377	100.0%	\$750,834	\$51,423,147%	
LARGE CAP CORE - NON U.S.										
INFORMATION TECHNOLOGY										
924950	HITACHI LTD ADR	433578507	1,550,000	\$77.00	\$119,356	\$68,643	5.6%	(\$12,960)	\$1,381,130%	
Total INFORMATION TECHNOLOGY					\$119,356	\$106,396	5.6%	(\$12,960)	\$1,381,105%	
INDUSTRIALS										
927371	ITOCHU CORP ADR	465717106	4,890,000	\$22.58	\$110,407	\$21,705	5.6%	(\$4,269)	\$3,344,315%	
Total INDUSTRIALS					\$110,407	\$106,137	5.6%	(\$4,269)	\$3,344,201%	
TELECOM SERVICES										
901909	CHINA TELECOM ADR	169426103	2,107,000	\$54.24	\$114,284	\$64,340	7.1%	\$21,279	\$2,324,171%	
900018	KDDI CORP ADR	48867L106	5,450,000	\$9.59	\$52,245	\$16,980	4.8%	\$40,295	\$886,074%	

Market prices are updated nightly and therefore will not reflect pricing changes made intraday. As a result there may be instances where market price information may differ from other Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 24, 2015 by FORDG
Version 10.1.1.5

CISS6F2FWG

Bessemer Trust

Account Details

Report dated March 31, 2015

Page 7 of 9

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield	Yield to maturity
THE CAFARO FOUNDATION LARGE												
CAP CORE - NON U.S.												
TELECOM SERVICES												
905147	TIM PARTICIPACOE SA ADR	88706P205	1,883,000	\$28.01	\$52,750	\$16,580	\$31,220	1.6%	(\$21,530)	\$1,389	4.45%	
Total TELECOM SERVICES					\$219,279		\$259,325	13.6%	\$40,044	\$4,399	1.70%	
HEALTH CARE												
902928	ASTRAZENECA PLC	G80009895292/ 0989529	1,900,000	\$72.70	\$138,128	\$68,722	\$130,571	6.8%	(\$7,556)	\$5,028	3.85%	
Total HEALTH CARE					\$138,128		\$130,571	6.8%	(\$7,556)	\$5,028	1.56%	
FINANCIALS												
906108	WHARF HOLDINGS ADR	962257408	4,270,000	\$13.11	\$55,986	\$13,969	\$59,647	3.1%	\$3,660	\$1,725	2.89%	
906631	RSA INS GRP INC SPON ADR	74971A206	12,350,000	\$9.29	\$114,693	\$6,248	\$77,162	4.0%	(\$37,530)	\$379	0.49%	
911583	DBS GROUP HLDGS LTD ADR	23304Y100	2,120,000	\$51.96	\$110,151	\$59,372	\$125,868	6.6%	\$15,717	\$5,605	4.45%	
915065	BNP PARIBAS SPON ADR	05565A202	3,400,000	\$26.29	\$89,381	\$30,378	\$103,285	5.4%	\$13,903	\$1,870	1.81%	
925099	HSBC HLDGS PLC ADR	404280406	2,095,000	\$50.52	\$105,838	\$42,590	\$89,228	4.7%	(\$16,612)	\$5,237	5.87%	
979742	ORIX CORP	JP3200450009/ 6661144	8,000,000	\$14.31	\$114,493	\$14,067	\$112,535	5.9%	(\$1,958)	\$2,199	1.95%	
Total FINANCIALS					\$590,542		\$567,723	29.7%	(\$22,820)	\$17,015	2.34%	
CONSUMER STAPLES												
906756	WILMAR INTERNATIONAL ADR	971433107	2,930,000	\$26.55	\$77,788	\$23,766	\$69,634	3.6%	(\$8,154)	\$1,573	2.26%	
906774	UNILEVER NV	NL000009355/ B12T3J1	2,500,000	\$38.26	\$95,651	\$41,794	\$104,485	5.5%	\$8,834	\$3,080	2.93%	
913104	SVENSKA CL AKTIBLGT ADR	869587402	3,115,000	\$27.57	\$85,872	\$23,040	\$71,769	3.8%	(\$14,103)	\$1,280	1.78%	
929992	J SAINSBURY SPN ADR NEW	466249208	4,130,000	\$22.98	\$94,902	\$15,391	\$63,564	3.3%	(\$31,337)	\$4,566	7.34%	
Total CONSUMER STAPLES					\$354,213		\$309,452	16.2%	(\$44,760)	\$10,579	2.93%	
MATERIALS												
906497	SUMITOMO METAL MIN CO LTD	86563T104	3,435,000	\$13.59	\$46,698	\$14,663	\$50,367	2.6%	\$3,669	\$1,051	2.09%	
Total MATERIALS					\$46,698		\$50,367	2.6%	\$3,669	\$1,051	2.09%	
CONSUMER DISCRETIONARY												

Market prices are updated nightly and therefore will not reflect pricing changes made intraday. All result there may be instances where market price information may differ from other Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 24, 2015 by FORDG
Version 10.1.1.5

CISS6F2FWG

Bessemer Trust

Account Details

Report dated March 31, 2015

Page 8 of 9

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Market value Cost per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Yield maturity
THE CAFARO FOUNDATION LARGE										
CAP CORE - NON U.S.										
CONSUMER DISCRETIONARY										
905543	PANDORA AS ADR	698341104	2,435,000	\$16.20	\$39,445	\$22,768	\$55,440	2.9%	\$15,984	\$508 0.92%
905651	SKY PLC ADR	83084V106	1,920,000	\$62.70	\$120,379	\$58,964	\$113,210	5.9%	(\$7,168)	\$3,849 3.40%
908661	BRIDGESTONE CORP ADR	108441205	4,165,000	\$18.02	\$75,033	\$20,079	\$83,629	4.4%	\$8,595	\$1,395 1.67%
Total CONSUMER DISCRETIONARY					\$234,857		\$252,279	13.2%	\$17,421	\$5,752 1.44%
ENERGY										
948208	SINOPEC/CHINA PETE&CHM ADR	16941R108	631,000	\$76.55	\$48,303	\$79,689	\$50,284	2.6%	\$1,981	\$1,809 3.60%
Total ENERGY					\$48,303		\$50,284	2.6%	\$1,981	\$1,809 3.98%
UTILITIES										
905429	TOKYO GAS LTD ADR	889115101	3,110,000	\$19.37	\$60,241	\$25,222	\$78,440	4.1%	\$18,199	\$827 1.05%
Total UTILITIES					\$60,241		\$78,440	4.1%	\$18,199	\$827 2.05%
Total LARGE CAP CORE - NON U.S.					\$1,922,024		\$1,910,974	100.0%	(\$11,051)	\$51,183 2.68%
LARGE CAP STRATEGIES										
LARGE CAP STRATEGIES FUNDS										
943344	OW LARGE CAP STRATEGIES FD	680414109	798,810,823	\$10.76	\$8,591,396	\$13,310	\$10,632,172	100.0%	\$2,040,775	\$77,564 0.73%
Total LARGE CAP STRATEGIES FUNDS					\$8,591,396		\$10,632,172	100.0%	\$2,040,775	\$77,564 0.73%
Total LARGE CAP STRATEGIES					\$8,591,396		\$10,632,172	100.0%	\$2,040,775	\$77,564 0.73%
SMALL & MID CAP										
SMALL & MID CAP FUNDS										
905637	OW SMALL & MID CAP FUND	680414604	234,911,039	\$11.38	\$2,672,503	\$16,880	\$3,965,298	100.0%	\$1,292,794	\$30,538 0.77%
Total SMALL & MID CAP FUNDS					\$2,672,503		\$3,965,298	100.0%	\$1,292,794	\$30,538 0.77%
Total SMALL & MID CAP					\$2,672,503		\$3,965,298	100.0%	\$1,292,794	\$30,538 0.77%
STRATEGIC OPPORTUNITIES										
STRATEGIC OPPORTUNITIES FUNDS										

Market prices are updated nightly and therefore will not reflect pricing changes made intraday. As a result there may be instances where market price information may differ from other Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 24, 2015 by FORDG
Version 10.1.1.5

CISS6F2FWG

Account Details

Report dated March 31, 2015

Amortized tax cost

Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield	Yield to maturity
THE CAFARO FOUNDATION												
STRATEGIC OPPORTUNITIES												
STRATEGIC OPPORTUNITIES FUNDS												
943328	OW STRATEGIC OPPTY'S FUND	680414802	536,782.552	\$6.54	\$3,510,327	\$7.850	\$4,213,743	100.0%	\$703,415	\$93,400	2.22%	2.22%
Total					\$3,510,327		\$4,213,743	100.0%	\$703,415	\$93,400	2.22%	2.22%
STRATEGIC OPPORTUNITIES												
ALTERNATIVE INVESTMENTS												
PRIVATE EQUITY FUNDS												
709476	OW PRIV EQUITY FUND XII	5PE121934	42,655.550	\$1.11	\$40,224	\$0.956	\$40,778	1.3%	(\$6,384)	\$0	0.00%	0.00%
Total					\$40,224		\$40,778	1.3%	(\$6,384)	\$0	0.00%	0.00%
HEDGE FUNDS												
907878	5TH AVE MUL-STRAT OFF C-S1	5MSOF19M0	585.175	\$2,221.56	\$1,300,000	\$2,662.308	\$1,557,916	50.0%	\$257,916	\$0	0.00%	0.00%
907882	5TH AVE MUL-STRAT OFF C-S5	5MSOF19Q1	590.434	\$2,500.00	\$1,476,085	\$2,569,669	\$1,517,220	48.7%	\$41,135	\$0	0.00%	0.00%
Total					\$2,776,085		\$3,075,136	98.7%	\$299,051	\$0	0.00%	0.00%
Total ALTERNATIVE INVESTMENTS												
Total					\$2,816,309		\$3,115,914	100.0%	\$292,667	\$0	0.00%	0.00%
Total					\$22,413,454		\$27,489,849		\$5,069,434	\$304,123	1.11%	

CISS6F2FWG

Ⓢ Ⓜ Ⓟ Ⓠ Ⓡ Ⓢ Ⓣ

Market prices are updated nightly and therefore will not reflect pricing changes made intraday. As a result there may be instances where market price information may differ from other Bessemer reporting systems that utilize finalized market prices.

Report run on Jul 23, 2015 by FORDG
Version 10.1.1.5

Bessemer Trust

Account Details

Report dated March 31, 2015

Page 3 of 4

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield	Yield to maturity
-------------	---------------	--------------------------	------------------	-----------------------------------	------	--------------------------------	-----------------	------------------------------	---------------------------	----------------------------	------------------	----------------------

THE CAFARO FOUNDATION FI

FIXED INCOME

Fixed Income - CASH AND SHORT TERM

CASH

999994	PRINCIPAL CASH		46,930	\$0.00	\$46	\$0.000	\$46	0.0%	\$0	\$0	0.00%	
999995	INCOME CASH		75,000	\$0.00	\$75	\$0.000	\$75	0.0%	\$0	\$0	0.00%	
999996	NET CASH		0,000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0		
Total CASH					\$121		\$121	0.0%	\$0	\$0	0.00%	

CASH EQUIVALENTS

990110	FED GOVT OBLIG FUND #395	60934N807	18,600,000	\$1.00	\$18,600	\$1,000	\$18,600	0.3%	\$0	\$1	0.01%	.01%
Total CASH EQUIVALENTS					\$18,600		\$18,600	0.3%	\$0	\$1	0.01%	
Total Fixed Income - CASH AND SHORT TERM					\$18,721		\$18,721	0.3%	\$0	\$1	0.01%	

US GOVT AND AGENCY BONDS

109685	FED NATL MTG ASSOC	09/28/2015	3135G0NV1	70,000,000	\$100.02	\$70,017	\$100,140	1.3%	\$81	\$350	0.50%	.20
109294	FED NATL MTG ASSOC	01/30/2017	3135G0GY3	290,000,000	\$100.93	\$292,706	\$101,233	5.4%	\$869	\$3,625	1.23%	.62
111570	FED HM LN MTG CP	02/22/2017	3137EADT3	115,000,000	\$100.12	\$115,141	\$100,534	2.1%	\$472	\$1,006	0.87%	.66
111693	US TREASURY NOTES	03/15/2017	912828C32	150,000,000	\$100.01	\$150,012	\$100,387	2.7%	\$567	\$1,125	0.75%	.58
109813	FED NATL MTG ASSOC	12/20/2017	3135G0RT2	555,000,000	\$99.05	\$549,726	\$100,013	10.1%	\$5,345	\$4,856	0.87%	
112017	US TREASURY NOTES	11/30/2021	912828G53	981,000,000	\$99.83	\$979,335	\$101,227	18.1%	\$13,700	\$18,393	1.85%	1.71
111578	TSY INFLATION INDEX BOND	01/15/2024	912828B25	210,371,700	\$105.20	\$221,313	\$104,266	4.0%	(\$1,967)	\$1,314	0.60%	.19
111921	US TREASURY BONDS	08/15/2024	912828D56	655,000,000	\$100.14	\$655,948	\$103,953	12.4%	\$24,943	\$15,556	2.28%	1.94
Total US GOVT AND AGENCY BONDS					\$3,034,198		\$3,078,213	56.2%	\$44,010	\$46,225	1.50%	

CORPORATE BONDS

205520	JPMORGAN CHASE & CO FRN	09/22/2015	46623EJB6	201,000,000	\$100.93	\$202,866	\$100,530	3.7%	(\$801)	\$2,793	1.38%	.309%
205923	MORGAN STANLEY	02/25/2016	61746BDG8	145,000,000	\$100.68	\$145,979	\$100,618	2.7%	(\$83)	\$2,537	1.74%	1.09%
203518	US BANCORP	11/15/2016	91159HHB9	100,000,000	\$99.74	\$99,744	\$102,478	1.9%	\$2,734	\$2,200	2.15%	.692%
204296	GENERAL ELEC CAP CORP	01/09/2017	36962G5N0	125,000,000	\$102.51	\$128,143	\$103,638	2.4%	\$1,405	\$3,625	2.80%	.86%

Market prices are updated nightly and therefore will not reflect pricing changes made intraday.
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Report run on Jul 24, 2015 by FORDG
Version 10.1.1.5

CISS6F2FWG

Bessemer Trust

Account Details

Report dated March 31, 2015
Amortized tax cost
Trade date basis

Page 4 of 4

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield	Yield to maturity
THE CAFARO FOUNDATION FI FIXED												
INCOME												
CORPORATE BONDS												
204412	AMERICAN EXPRESS CREDIT	03/24/2017	0258M0DD8	\$99.73	\$96,737	\$102,812	\$99,728	1.8%	\$2,991	\$2,303	2.31%	.97%
206319	ANHEUSER-BUSCH INBEV WOR	07/15/2017	03523TBN7	\$100.70	\$120,840	\$100,598	\$120,717	2.2%	(\$123)	\$1,650	1.37%	1.14%
206390	CITIGROUP INC	08/14/2017	172967HY0	\$99.86	\$139,804	\$99,836	\$139,771	2.6%	(\$32)	\$2,170	1.55%	1.65%
207899	ABBVIE INC	11/08/2017	00287YAJ8	\$100.48	\$135,645	\$100,430	\$135,581	2.5%	(\$63)	\$2,362	1.74%	1.63%
205443	AT&T INC	12/01/2017	00206RBM3	\$99.41	\$134,202	\$99,323	\$134,086	2.4%	(\$116)	\$1,880	1.41%	1.69%
207874	TOYOTA MOTOR CREDIT CORP	01/12/2018	89236TCA1	\$99.86	\$124,828	\$100,682	\$125,852	2.3%	\$1,023	\$1,812	1.44%	1.24%
207916	EXXON MOBIL CORPORATION	03/06/2018	30231GAL6	\$100.00	\$145,000	\$100,575	\$145,834	2.7%	\$834	\$1,892	1.30%	1.152%
207898	COCA-COLA CO	04/01/2018	191216BA7	\$99.47	\$149,209	\$100,118	\$150,177	2.7%	\$987	\$1,725	1.15%	1.15%
205611	APPLE INC FRN	05/03/2018	037833AG5	\$99.69	\$144,544	\$100,250	\$145,352	2.7%	\$817	\$729	0.50%	.448%
206174	HEWLETT-PACKARD CO FRN	01/14/2019	428236BZ5	\$100.00	\$125,000	\$99,190	\$123,987	2.3%	(\$1,012)	\$1,491	1.20%	1.431%
Total CORPORATE BONDS					\$1,892,541		\$1,901,082	34.7%	\$8,541	\$29,179	1.53%	
INTERNATIONAL BONDS												
603555	CA ONTARIO (PROVINCE OF)	06/16/2015	683234BY7	\$99.95	\$99,954	\$100,465	\$100,465	1.8%	\$511	\$2,700	2.69%	.519%
608244	DIAGEO CAPITAL PLC	04/29/2016	25243YAS8	\$99.82	\$144,733	\$99,854	\$144,789	2.6%	\$56	\$906	0.63%	.79%
605434	KFW	02/15/2017	500769EY6	\$99.63	\$99,629	\$100,854	\$100,854	1.8%	\$1,225	\$1,250	1.24%	.82%
Total INTERNATIONAL BONDS					\$344,316		\$346,108	6.3%	\$1,792	\$4,856	1.40%	
TAXABLE MUNICIPAL BONDS												
326987	NEW JERSEY ST ECO DEV AUTH	06/15/2016	6459186N8	\$100.02	\$135,025	\$99,921	\$134,894	2.5%	(\$130)	\$1,479	1.10%	1.161%
Total TAXABLE MUNICIPAL BONDS					\$135,025		\$134,894	2.5%	(\$130)	\$1,479	1.10%	
Total FIXED INCOME					\$5,424,801		\$5,479,018	100.0%	\$54,213	\$81,740	1.49%	
Total					\$5,424,801		\$5,479,018		\$54,213	\$81,740	1.49%	

CISS6F2FWG

Report run on Jul 24, 2015 by F
Version 11

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.

UF

Bessemer Trust

Page 3 of 3

Report dated March 31, 2015

Amortized tax cost

Trade date basis

Account Details

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Yield to maturity
THE CAFARO FOUNDATION CASH											
AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		0.000	\$0.00	\$0	\$0.000	\$0		\$0	\$0	
999995	INCOME CASH		0.000	\$0.00	\$0	\$0.000	\$0		\$0	\$0	
999996	NET CASH		0.000	\$0.00	\$0	\$0.000	\$0		\$0	\$0	
Total CASH					\$0		\$0		\$0	\$0	
Total CASH AND SHORT TERM					\$0		\$0		\$0	\$0	
Total					\$0		\$0		\$0	\$0	

CISS6F2FWG

Report run on Jul 24, 2015 by F:
Version 11

Market prices are updated nightly and therefore will not reflect pricing changes made intraday.
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.

5