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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

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

2014

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning 07/01, 2014, and ending 06/30, 2015

Name of foundation: GRACE I KLEINPELL TRUST; Employer identification number: 38-6122631; Telephone number: 810-342-7089; City: AKRON, OH 44308; Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total 94,170), Operating and Administrative Expenses (Total 231,354), and Net investment income (70,522).

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SCANNED OCT 15 2015

Operating and Administrative Expenses 9/07 2015



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	114,171.	26,587.	26,587.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 5	775,000.	734,198.	1,121,056.
	c	Investments - corporate bonds (attach schedule) . STMT 6	712,367.	704,176.	729,458.
	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 ▶ STMT 7)	2.	2.	17,120.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,601,540.	1,464,963.	1,894,221.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,601,540.	1,464,963.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	1,601,540.	1,464,963.		
31	Total liabilities and net assets/fund balances (see instructions)	1,601,540.	1,464,963.		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,601,540.
2	Enter amount from Part I, line 27a	2	-137,184.
3	Other increases not included in line 2 (itemize) ▶ DEPLETION ON OIL/GAS INCOME	3	609.
4	Add lines 1, 2, and 3	4	1,464,965.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,464,963.



Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns for (a) List and describe the kind(s) of property sold, (b) How acquired, (c) Date acquired, (d) Date sold, (e) Gross sales price, (f) Depreciation allowed, (g) Cost or other basis, (h) Gain or (loss), (i) FMV as of 12/31/69, (j) Adjusted basis, (k) Excess of col (i) over col (j), and (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)).

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 [X] No

Table with columns for (a) Base period years, (b) Adjusted qualifying distributions, (c) Net value of noncharitable-use assets, and (d) Distribution ratio. Includes rows for Total of line 1, Average distribution ratio, and other calculations.



3

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

Table with 11 rows for excise tax calculations. Line 1: 705. Line 2: 705. Line 3: 705. Line 4: NONE. Line 5: 705. Line 6a: 772. Line 6b: NONE. Line 6c: NONE. Line 6d: (blank). Line 7: 772. Line 8: (blank). Line 9: (blank). Line 10: 67. Line 11: 67. Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Row 1a: No (X). Row 1b: No (X). Row 1c: No (X). Row 2: No (X). Row 3: No (X). Row 4a: No (X). Row 4b: (blank). Row 5: No (X). Row 6: Yes (X). Row 7: Yes (X). Row 8a: MI. Row 8b: Yes (X). Row 9: No (X). Row 10: No (X).



Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ FIRSTMERIT BANK, N.A. Telephone no ▶ (810) 342-7089 Located at ▶ 328 S. SAGINAW STREET, FLINT, MI ZIP+4 ▶ 48502			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) if "Yes," enter the name of the foreign country ▶		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X



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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FIRSTMERIT BANK, N.A. 106 S MAIN STREET 16TH FLOOR, AKRON, OH 44308	TRUSTEE 1	24,798.	-0-	-0-

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

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

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



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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,110,272.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,110,272.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,110,272.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	31,654.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,078,618.
6	Minimum investment return. Enter 5% of line 5	6	103,931.

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	103,931.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	705.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	705.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	103,226.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	103,226.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	103,226.

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	206,817.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	206,817.
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	705.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	206,112.

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				103,226.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			101,832.	
b Total for prior years 20 <u>12</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>206,817.</u>				
a Applied to 2013, but not more than line 2a			101,832.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				103,226.
e Remaining amount distributed out of corpus	1,759.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,759.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,759.			
10 Analysis of line 9				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	1,759.			



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

NOT APPLICABLE

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with columns: Tax year (a) 2014, Prior 3 years (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, line 4, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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				
GOODWILL INDUSTRIES OF MID MICHIGAN 501 S AVERILL FLINT MI 48506	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
GIRL SCOUTS OF SOUTHEASTERN MICHIGAN 3011 W. GRAND BLVD. DETROIT MI 48202	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
YWCA OF FLINT 310 E THIRD ST FLINT MI 48502	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
CHILD WELFARE SOCIETY OF FLINT 2346 STONEBRIDGE DRIVE FLINT MI 48532	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
MCFARLAN CHARITABLE CORPORATION 700 E KEARSLEY ST FLINT MI 48503	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
COMMUNITY FND OF GREATER FLINT 500 S SAGINAW STREET STE 200 FLINT MI 48502	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
MICHIGAN CROSSROADS COUNCIL, INC. BOY SCOUTS 507 W ATHERTON ROAD FLINT MI 48507-2404	NONE	PC	SUPPORT OF THIS CHARITY PER TERMS OF DOCUMENT	29,191.
Total ▶ 3a				204,337.
b Approved for future payment				
Total ▶ 3b				



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions (1) Sales of assets to a noncharitable exempt organization... (2) Purchases of assets from a noncharitable exempt organization... (3) Rental of facilities, equipment, or other assets... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (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... 2b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Anne M. Carey, Date: 9/25/15, Title: AVP+TD.

Paid Preparer Use Only Print/Type preparer's name: RONALD SHOEMAKER, Preparer's signature: [Signature], Date: 09/16/2015, Check self-employed if PTIN: P00021964, Firm's name: ERNST & YOUNG U.S. LLP, Firm's EIN: 34-6565596, Firm's address: 950 MAIN STREET CLEVELAND, OH 44113, Phone no: 419-321-6096.

GRACE I KLEINPELL TRUST

38-6122631

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DFA INTERNATIONAL CORE EQUITY FUND	5,700.	5,700.
DFA US CORE EQUITY 1 PORTFOLIO	13,268.	13,268.
DFA EMERGING MARKETS CORE	1,009.	1,009.
DFA REAL ESTATE SECS PORT	2,090.	2,090.
FIRSTMERIT PRIVATEBANK CASH ACCOUNT	53.	53.
VANGUARD TOTAL BD MKT IDX ADM	10,606.	10,606.
VANGUARD TOTL BD MAKT IDX	4,331.	4,331.
VANGUARD TOTL BD MAKT IDX	2,559.	2,559.
VANGUARD INFLATION PROTECTED SECURITIES	993.	993.
TOTAL	40,609.	40,609.

GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
KLEINPELL ROYALTY INT	4,058.	4,058.
	-----	-----
TOTALS	4,058.	4,058.
	=====	=====



GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FEDERAL TAX PAYMENT - PRIOR YE	117.	
FEDERAL ESTIMATES - PRINCIPAL	772.	
FOREIGN TAXES ON QUALIFIED FOR	95.	95.
FOREIGN TAXES ON NONQUALIFIED	33.	33.
	-----	-----
TOTALS	1,017.	128.
	=====	=====

GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
REAL ESTATE EXPENSE ON NON-REN	593.	593.
TOTALS	----- 593. =====	----- 593. =====

GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS - EQUITY	775,000.	734,198.	1,121,056.
TOTALS	775,000.	734,198.	1,121,056.

GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS - FIXED	712,367.	704,176.	729,458.
TOTALS	712,367.	704,176.	729,458.

GRACE I KLEINPELL TRUST

38-6122631

FORM 990PF, PART II - OTHER ASSETS

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MINERAL RIGHTS	1.	1.	2.
ROYALTY INTERESTS	1.	1.	17,118.
TOTALS	2.	2.	17,120.

List of Holdings

W A WRIGHT TRUST

Statement of Value and Activity

38-6158898

June 1, 2015 - June 30, 2015

Asset Detail

Description	Shares/Par Value Unrealized G/L	Market Value Current Price	Cost Basis Accrued Income	Est. Ann. Income Current Yield
Cash & Equivalents				
Money Market Funds				
FirstMerit PrivateBank Cash Account TICKER: FMCA	4,382.690 \$0.00	\$4,382.69 1.000	\$4,382.69 \$0.46	\$4.38 0.100%
Total Cash & Equivalents	\$0.00	\$4,382.69	\$4,382.69 \$0.46	\$4.38
Equity				
Equity Mutual Funds				
DFA US Core Equity 1 Portfolio TICKER: DFEOX	5,243.909 \$46,572.88	\$95,491.58 18.210	\$48,918.70 \$0.00	\$1,505.00 1.580%
DFA Emerg Mkts Core Equity TICKER: DFCEX	323.575 \$759.45	\$6,241.76 19.290	\$5,482.31 \$0.00	\$115.19 1.840%
DFA International Core Equity Fund TICKER: DFIEX	2,150.576 \$6,661.61	\$26,495.10 12.320	\$19,833.49 \$0.00	\$666.68 2.520%
DFA Real Estate Secs Port TICKER: DFREX	236.128 \$2,902.35	\$7,201.90 30.500	\$4,299.55 \$0.00	\$263.28 3.660%
Total Equity	\$56,896.29	\$135,430.34	\$78,534.05 \$0.00	\$2,550.15
Fixed Income				
Fixed Income Mutual Funds				
Vanguard Inflation-Protected Securities Fund TICKER: VAIPX	355.045 \$127.29	\$9,181.46 25.860	\$9,054.17 \$0.00	\$159.42 1.740%
Vanguard Total Bond Market Index Fund TICKER: VBTLX	7,488.807 \$3,518.58	\$80,280.01 10.720	\$76,761.43 \$96.71	\$2,007.00 2.500%
Total Fixed Income	\$3,645.87	\$89,461.47	\$85,815.60 \$96.71	\$2,166.42
Total All Assets	\$60,542.16	\$229,274.50	\$168,732.34 \$97.17	\$4,720.95

List of Holdings

GRACE Kleinpell TRUST

Statement of Value and Activity

38-6122631

June 1, 2015 - June 30, 2015

Asset Detail

Description	Shares/Par Value Unrealized G/L	Market Value Current Price	Cost Basis Accrued Income	Est. Ann. Income Current Yield
Cash & Equivalents				
Money Market Funds				
FirstMert PrivateBank Cash Account TICKER: FMCA	26,586.550 \$0.00	\$26,586.55 1.000	\$26,586.55 \$5.00	\$26.59 0.100%
Total Cash & Equivalents	\$0.00	\$26,586.55	\$26,586.55	\$26.59
Equity				
Equity Mutual Funds				
DFA US Core Equity 1 Portfolio TICKER: DFE0X	43,327.917 \$330,206.83	\$789,001.37 18.210	\$458,794.54 \$0.00	\$12,435.11 1.580%
DFA Emerg Mkts Core Equity TICKER: DFCEX	2,696.999 \$1,954.34	\$52,025.11 19.290	\$50,070.77 \$0.00	\$960.13 1.850%
DFA International Core Equity Fund TICKER: DFIEX	18,090.257 \$39,816.94	\$222,871.97 12.320	\$183,055.03 \$0.00	\$5,607.98 2.520%
DFA Real Estate Secs Port TICKER: DFREX	1,874.011 \$14,879.65	\$57,157.34 30.500	\$42,277.69 \$0.00	\$2,089.52 3.660%
Total Equity	\$386,857.76	\$1,121,055.79	\$734,198.03	\$21,092.74
Fixed Income				
Fixed Income Mutual Funds				
Vanguard Inflation-Protected Securities Fund TICKER: VAIPX	2,950.043 \$2,972.09	\$76,288.11 25.860	\$73,316.02 \$0.00	\$1,324.57 1.740%
Vanguard Total Bond Market Index Fund TICKER: VBTX	60,930.064 \$22,310.17	\$653,170.29 10.720	\$630,860.12 \$795.64	\$16,329.26 2.500%
Total Fixed Income	\$25,282.26	\$729,458.40	\$704,176.14	\$17,653.83
Miscellaneous				
Notes & Mortgages				
Kleinpell Non-Producing Mineral Int	2.000 \$1.00	\$2.00 1.000	\$1.00 \$0.00	\$0.00 0.000%

List of Holdings (continued)

GRACE Kleinpell TRUST

Statement of Value and Activity

38-6122631

June 1, 2015 - June 30, 2015

Description	Shares/Par Value Unrealized G/L	Market Value Current Price	Cost Basis Accrued Income	Est. Ann. Income Current Yield
Kleinpell Royalty Int	1.000 \$17,115.00	\$17,116.00 17,116.000	\$1.00 \$0.00	\$0.00 0.000%
Total Miscellaneous	\$17,116.00	\$17,118.00	\$2.00 \$0.00	\$0.00
Total All Assets		\$1,894,218.74	\$1,464,962.72	\$38,773.16