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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation SIDNEY FROHMAN FOUNDATION C/O PAYNE NICKLES & CO.		A Employer identification number 34-6517809
Number and street (or P.O. box number if mail is not delivered to street address) 422 WEST MARKET STREET	Room/suite	B Telephone number (see instructions) 419-625-4942
City or town, state or province, country, and ZIP or foreign postal code SANDUSKY OH 44870		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 8,427,432	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	6	6		
4	Dividends and interest from securities	193,864	193,864		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	244,400			
b	Gross sales price for all assets on line 6a	2,580,591			
7	Capital gain net income (from Part IV, line 2)		245,289		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 2	93			
12	Total. Add lines 1 through 11	438,363	439,159	0	
13	Compensation of officers, directors, trustees, etc.	20,000	10,000		10,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 3	626	313		313
b	Accounting fees (attach schedule) STMT 4	9,058	4,529		4,529
c	Other professional fees (attach schedule) STMT 5	29,297	29,297		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	840	840		
19	Depreciation (attach schedule) and depletion STMT 7	540			
20	Occupancy				
21	Travel, conferences, and meetings	2,560	1,280		1,280
22	Printing and publications				
23	Other expenses (att sch) STMT 8	458			200
24	Total operating and administrative expenses. Add lines 13 through 23	63,379	46,259	0	16,322
25	Contributions, gifts, grants paid	382,601			382,601
26	Total expenses and disbursements. Add lines 24 and 25	445,980	46,259	0	398,923
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-7,617			
b	Net investment income (if negative, enter -0-)		392,900		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	5,181	62,475	62,475
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	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) SEE STMT 9	8,940,455	8,871,703	8,362,164
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 10		2,381	
Liabilities	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶ STMT 11	2,889 96	1,333 2,793	2,793
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	8,946,969	8,939,352	8,427,432
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	8,946,969	8,939,352	
	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)	8,946,969	8,939,352	
	31	Total liabilities and net assets/fund balances (see instructions)	8,946,969	8,939,352	

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	8,946,969
2	Enter amount from Part I, line 27a	2	-7,617
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,939,352
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	8,939,352

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 shares 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		
b LONG TERM CAP GAINS DIST			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,389,212		2,335,302	53,910
b 191,379			191,379
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			53,910
b			191,379
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	245,289
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	53,910

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))
2014	425,545	8,985,366	0.047360
2013	401,886	8,845,065	0.045436
2012	333,741	9,019,205	0.037003
2011	488,859	9,603,715	0.050903
2010	423,613	9,461,299	0.044773

2 Total of line 1, column (d)	2	0.225475
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045095
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	8,711,031
5 Multiply line 4 by line 3	5	392,824
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,929
7 Add lines 5 and 6	7	396,753
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	398,923

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,929
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	3,929
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	3,929
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,414
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. O.R. OVERPAYMENT (509)	7	3,905
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	24
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		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 ► PAYNE NICKLES & CO. 422 W MARKET STREET Located at ► SANDUSKY OH ZIP+4 ► 44870 Telephone no ► 419-625-4942			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2015, 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. 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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
(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)? Organizations relying on a current notice regarding disaster assistance check here	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 2015? N/A	1c		
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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 ► 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2015 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 2015) N/A	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 2015?	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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL C FROHMAN 422 WEST MARKET STREET OH 44870	SANDUSKY CHAIRMAN 3.00	10,000	0	0
DONALD G KOCH 422 WEST MARKET STREET OH 44870	SANDUSKY TRUSTEE 1.50	5,000	0	0
DONALD J MAZZA 422 WEST MARKET STREET OH 44870	SANDUSKY TRUSTEE 1.50	5,000	0	0

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

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

Total number of other employees paid over \$50,000

▶

0

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

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

Total number of others receiving over \$50,000 for professional services

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	
Total. Add lines 1 through 3	

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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	8,781,805
b	Average of monthly cash balances	1b	61,881
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	8,843,686
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	8,843,686
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	132,655
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,711,031
6	Minimum investment return. Enter 5% of line 5	6	435,552

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	435,552
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,929
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,929
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	431,623
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	431,623
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	431,623

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	398,923
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	
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	398,923
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	3,929
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	394,994

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				431,623
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			185,039	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e				
4 Qualifying distributions for 2015 from Part XII, line 4. ▶ \$ 398,923				
a Applied to 2014, but not more than line 2a			185,039	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2015 distributable amount				213,884
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				217,739
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)
N/A

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
N/A

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
DANIEL FROHMAN 757-620-0721
4940 EXETER DRIVE SUFFOLK VA 23434

b The form in which applications should be submitted and information and materials they should include:
REQUESTS CAN BE SUBMITTED VIA LETTER, E-MAIL OR FAX.

c Any submission deadlines:
APRIL 30 AND SEPTEMBER 30

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE STATEMENT 12

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 13				382,601
Total			▶ 3a	382,601
b Approved for future payment N/A				
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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
 - a** Transfers from the reporting foundation to a noncharitable exempt organization of.
 - (1)** Cash
 - (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. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

**Sign
Here**

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

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Paid
Preparer
Use Only

KEVIN D. KIEFFER, CPA

KEVIN D. KIEFFER, CPA

01/06/17

Firm's name ▶ PAYNE NICKLES & COMPANY

PTIN	P00569226
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Firm's address ▶ 422 W. MARKET ST.
SANDUSKY, OH 44870-2410

Firm's EIN ► 34-1664586

Phone no 419-625-4942

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Sale Price				
2012 COMPUTER		6/27/12	11/06/15	\$	PURCHASE	2,667	\$	1,778	\$ -889
TOTAL				\$	0	2,667	0	1,778	\$ -889

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	\$ 93	\$	\$
TOTAL	\$ 93	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL-INVESTMENT	\$	313	\$	313
LEGAL-CHARITABLE	626			
LEGAL	\$	313	\$ 0	313
TOTAL				

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING-INVESTMENT ACCOUNTING-CHARITABLE ACCOUNTING FEES	\$ 9,058	\$ 4,529	\$	\$ 4,529
TOTAL	\$ 9,058	\$ 4,529	\$ 0	\$ 4,529

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PORTFOLIO MANAGEMENT FEE	\$ 29,297	\$ 29,297	\$	\$
TOTAL	\$ 29,297	\$ 29,297	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX	\$ 840	\$ 840	\$	\$
TOTAL	\$ 840	\$ 840	\$ 0	\$ 0

Federal Statements

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Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
	DEPRECIATION EXPENSE	\$	\$			\$ 540	\$	\$
TOTAL		\$ 0	\$ 0			\$ 540	\$ 0	\$ 0

Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	
MISCELLANEOUS EXPENSE	160			
BANK/OVERDRAFT FEES	98			
OHIO FILING FEES	200			200
TOTAL	\$ 458	\$ 0	\$ 0	\$ 200

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
REAL ESTATE FUND	\$ 449,599		COST	\$
SEI SHORT-DURATION GOVERNMENT FUND	595,278		COST	
SEI WORLD EQUITY EX-US FD	1,425,485	1,599,131	COST	1,409,259
SEI LARGE CAP FUND	1,327,689	1,200,301	COST	1,005,588
SEI CORE FIXED INCOME FUND	1,136,512	1,116,995	COST	1,101,874
SIIT MULTI ASSET REAL RETURN	859,881	916,416	COST	827,803
SIIT ULTRA SH DURATION BD FD	681,076	686,016	COST	680,793
EMERGING MKTS EQUITY FD	427,764	432,191	COST	403,643
SEI EXTENDED MKT INDEX-A	355,077	427,362	COST	414,957
SEI SIIT OPPORTUNISTIC INC FD A	348,766	348,057	COST	338,773
SEI SMALL CAP II FUND-A	203,699	296,881	COST	250,552
SEI INST INV S&P 500 IDX-A	1,129,629	893,070	COST	1,002,690
SEI DYNAMIC ASSET ALLOC FUND		362,255	COST	336,766
SEI LIMITED DURATION BOND		593,028	COST	589,466
TOTAL	\$ 8,940,455	\$ 8,871,703		\$ 8,362,164

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MICG PARTNERS LP PARTNERSHIP	\$	2,381	COST	\$
TOTAL	\$ 0	2,381		\$ 0

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
COMPUTER	\$ 1,333	2,889	96	\$ 2,793
TOTAL	\$ 1,333	2,889	96	\$ 2,793

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

REQUESTS CAN BE SUBMITTED VIA LETTER, E-MAIL OR FAX.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

APRIL 30 AND SEPTEMBER 30

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

THE FOUNDATION FOCUSES ON HUMANITARIAN NEED, EDUCATION, SCHOLARSHIPS, AND PROJECTS BENEFITING THE PUBLIC, PRIMARILY IN ERIE COUNTY. AN ORGANIZATION MUST BE RECOGNIZED AS A 501(C)(3) TO APPLY AND INCLUDE COPY OF SAME WITH APPLICATION.

Federal Statements

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
AMERICAN PRINT HOUSE FOR THE BLIND	LOUISVILLE KY 40206	PO BOX 6389	PC	MATERIALS FOR THE BLIND	2,000
AMERICAN RED CROSS	SANDUSKY OH 44870	300 CENTRAL AVENUE	PC	FUNDING FOR PROGRAMS	5,000
ARC OF ERIE COUNTY	SANDUSKY OH 44870	4405 GALLOWAY ROAD	PC	PROGRAM SUPPORT	3,000
BACK TO THE WILD, INC	CASTALIA OH 44824	4504 BARDSHAR ROAD	PC	FUNDING FOR PROGRAMS	10,000
BIG BROTHERS BIG SISTERS OF ERIE CO	SANDUSKY OH 44870	904 W WASHINGTON ST	PC	PROGRAM SUPPORT	5,000
BLUFFTON UNIVERSITY	BLUFFTON OH 45817	1 UNIVERSITY DRIVE	PC	EDUCATIONAL FUNDS SUPPORT	1,000
BOYS SCOUTS OF AMERICA, HEART OF OH	MANSFIELD OH 44920	3 N MAIN STREET #303	PC	PROGRAMS FOR ERIE CO.	6,000
BOYS AND GIRLS CLUB OF ERIE CO.	SANDUSKY OH 44870	431 COLUMBUS AVE.	PC	CAPITAL IMPROVEMENTS	6,000
CANCER SERVICES OF ERIE COUNTY	SANDUSKY OH 44870	505 E PERKINS AVE	PC	NUTRITIONAL SUPPLEMENTS	8,000
CARE AND SHARE OF ERIE COUNTY	SANDUSKY OH 44870	241 JACKSON STREET	PC	FOOD PROGRAM	5,000
EDISON BIRTHPLACE ASSOCIATION	MILAN OH 44846	9 EDISON DRIVE	PC	MAINTENANCE PROGRAMS	8,500
EDISON HIGH SCHOOL SCHOLARSHIP FUND	MILAN OH 44846	2603 STATE ROUTE 113 E	GOV	SCHOLARSHIPS	5,000
BOWLING GREEN STATE UNIV FOUNDATION	BOWLING GREEN OH 43403	MILETI ALUMNI CENTER	PC	CAPITAL IMPROVEMENT PROGRAM	25,000
BGSU/FIRELANDS CAMPUS	HURON OH 44839	1 UNIVERSITY DRIVE	PC	SCHOLARSHIPS	4,000
ERIE COUNTY COMMUNITY FOUNDATION	SANDUSKY OH 44870	135 E WASHINGTON ROW	PC	SUMMER INTERN PROGRAM	1,000
ERIE COUNTY COMMUNITY FOUNDATION	SANDUSKY OH 44870	135 E WASHINGTON ROW	PC	SANDUSKY IMAGINATION LIBRARY	5,000
FIRELANDS CHORUS INC	SANDUSKY OH 44871	PO BOX 1435	PC	FUNDS FOR STAGE PROGRAM	5,000

Federal Statements

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**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
FIRELANDS HABITAT FOR HUMANITY SANDUSKY OH 44870		7602 MILAN ROAD PC				BUILDING PROGRAM SUPPORT	5,000
						CAPITAL IMPROVEMENTS--WOMENS CENTER	20,000
FIRELANDS REGIONAL MEDICAL CENTER		1111 HAYES AVE		PC		FUNDING FOR PROGRAMS	11,180
SANDUSKY OH 44870		334 E WASHINGTON STREET		PC		DIAL-A-RIDE SUPPORT	2,000
FIRELANDS SYMPHONY ORCHESTRA		814 SENECA AVENUE		PC		SCHOLARSHIPS	5,000
SANDUSKY OH 44870		710 CLEVELAND ROAD WEST		PC		PROGRAM SUPPORT	8,500
HURON COMMUNITY SERVICES, INC.		304 WILLIAM ST, STE F		PC		PROGRAM FUNDING	5,000
HURON OH 44839		2239 CHEYENNE BLVD		PC		SCHOLARSHIPS	5,000
HURON HIGH SCHOOL SCHOLARSHIP FUND		209 LOWELL STREET		GOV		EQUIPMENT FOR OPERATIONS	5,000
HURON OH 44839		19 E CHURCH STREET		GOV		PROGRAM SUPPORT	8,000
HURON PLAYHOUSE INC		301 JACKSON STREET		PC		SCHOLARSHIPS	5,000
HURON OH 44839		3714 CAMPBELL ST.		GOV		BRAILLE & EYE EXAM SUPPORT	4,000
JUNIOR ACHIEVEMENT OF ERIE COUNTY		1500 W 3RD AVE SUITE 200		PC		SUPPORT CE FROHMAN COLLECTION	25,421
TOLEDO OH 43614		SPIEGEL GROVE		PC		PROGRAM FUNDING	5,000
MARGARETTA HS SCHOLARSHIP FUND		P.O. BOX 2616		PC		POOL REPAIRS	10,000
CASTALIA OH 44824		2101 W PERKINS AVE		PC		CHRISTMAS PROGRAMS	1,500
MILAN BERLIN LIBRARY		820 CLEVELAND ROAD EAST		PC		CULTURAL CENTER	28,000
MILAN OH 44846		407 DECATUR STREET		GOV			
MUSEUM OF CAROUSEL ART & HISTORY							
SANDUSKY OH 44870							
PERKINS HIGH SCHOOL SCHOLARSHIP FUN							
SANDUSKY OH 44870							
PREVENT BLINDNESS OHIO							
COLUMBUS OH 43212							
RUTHERFORD B HAYES PRES. CENTER							
FREMONT OH 43420							
SAFE HARBOUR DOMESTIC VIOLENCE							
SANDUSKY OH 44870							
SANDUSKY AREA YMCA							
SANDUSKY OH 44870							
SALVATION ARMY, HURON UNIT							
HURON OH 44839							
SANDUSKY BOARD OF EDUCATION							
SANDUSKY OH 44870							

Federal Statements

**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
SANDUSKY BOARD OF EDUCATION		407 DECATUR STREET					
SANDUSKY OH 44870		GOV				SCHOLARSHIP	5,000
SANDUSKY CONCERT ASSOCIATION		P.O. BOX 1537				FUNDS FOR ARTIST SUPPORT	1,000
SANDUSKY OH 44870		PC				SCHOLARSHIPS	5,000
SANDUSKY ST MARY'S C.C. HIGH SCHOOL		410 W JEFFERSON ST				OPERATING EXPENSES & ENDOWMENT FUND	15,000
SANDUSKY OH 44870		PC					
SANDUSKY STATE THEATRE		107 COLUMBUS AVE				FOOD PROGRAMS	10,000
SANDUSKY OH 44870		PC				FUNDING FOR PROGRAMS	10,000
SECOND HARVEST FOOD BANK		7445 DEER TRAIL LANE				PROGRAM FUNDING	30,000
LORAIN OH 44053		PC				CAPITAL IMPROVEMENT	4,000
STEIN HOSPICE SERVICES, INC		1200 SYCAMORE LINE				OPERATIONS	12,000
SANDUSKY OH 44870		PC				OPERATIONS	5,000
UNITED WAY OF ERIE COUNTY, INC		416 COLUMBUS AVE				HELPMATE MATERIALS	2,500
SANDUSKY OH 44870		PC				FOREIGN STUDY IMMERSION PROGRAM	25,000
VICTORY TEMPLE SOUP KITCHEN		1613 HAYES AVE					
SANDUSKY OH 44870		PC					
VOLUNTEER CENTER OF ERIE COUNTY		300 CENTRAL AVE, 2 FLOOR					
SANDUSKY OH 44870		PC					
VOLUNTEERS OF AMERICA NW OHIO		1843 SUPERIOR ST					
SANDUSKY OH 44870		PC					
VOLUNTEERS OF AMERICA NW OHIO		1843 SUPERIOR ST					
SANDUSKY OH 44870		PC					
WABASH COLLEGE		301 W WABASH AVE					
CRAWFORDSVILLE IN 47933		PC					
TOTAL							382,601