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**Return of Private Foundation**

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

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▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>TQL FOUNDATION, INC.</b>		A Employer identification number <b>47-2494883</b>
Number and street (or P O box number if mail is not delivered to street address) <b>4289 IVY POINTE BLVD.</b>		B Telephone number <b>(513)831-2600</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CINCINNATI, OH 45245</b>		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 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) ▶ \$ <b>7,941,439.</b> (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		172,344.	172,344.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		984,365.			
b Gross sales price for all assets on line 6a <b>8,950,944.</b>					
7 Capital gain net income (from Part IV, line 2)			984,365.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,156,709.	1,156,709.		
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 STMT 2		14,133.	7,067.		7,066.
c Other professional fees STMT 3		13,759.	13,759.		0.
17 Interest					
18 Taxes STMT 4		1,244.	0.		1,050.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		732.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		29,868.	20,826.		8,116.
25 Contributions, gifts, grants paid		414,228.			414,228.
26 Total expenses and disbursements. Add lines 24 and 25		444,096.	20,826.		422,344.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		712,613.			
b Net investment income (if negative, enter -0-)			1,135,883.		
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash - non-interest-bearing			9,684.	178,618.	178,618.
	2 Savings and temporary cash investments					
	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			6,361,216.	4,927,426.	5,685,851.
	c Investments - corporate bonds STMT 7			208,700.	1,167,634.	1,151,765.
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 8			0.	1,018,535.	925,205.
	14 Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)			6,579,600.	7,292,213.	7,941,439.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
<b>Net Assets or Fund Balances</b>	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 <b>Total liabilities</b> (add lines 17 through 22)			0.	0.	
<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			6,579,600.	7,292,213.	
	30 <b>Total net assets or fund balances</b>			6,579,600.	7,292,213.	
<b>31</b>	<b>Total liabilities and net assets/fund balances</b>			6,579,600.	7,292,213.	

**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	6,579,600.
2 Enter amount from Part I, line 27a	2	712,613.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,292,213.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,292,213.

**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.)
<b>1a FIFTH THIRD BANK</b>	P	11/03/14	06/30/15
<b>b FIFTH THIRD BANK</b>	P	12/03/13	06/30/15
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a 5,462,147.</b>		<b>5,519,878.</b>	<b>-57,731.</b>
<b>b 3,446,531.</b>		<b>2,446,701.</b>	<b>999,830.</b>
<b>c 42,266.</b>			<b>42,266.</b>
<b>d</b>			
<b>e</b>			

  

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>-57,731.</b>
<b>b</b>			<b>999,830.</b>
<b>c</b>			<b>42,266.</b>
<b>d</b>			
<b>e</b>			

  

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>984,365.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>N/A</b>

**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	0.	3,345,224.	.000000
2013			
2012			
2011			
2010			

  

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.000000</b>
<b>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</b>	<b>3</b>	<b>.000000</b>
<b>4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5</b>	<b>4</b>	<b>8,121,830.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>0.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>11,359.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>11,359.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>422,344.</b>

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 <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	11,359.
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	11,359.
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	11,359.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		270.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		11,629.
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 checked="" 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. \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>OH</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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

	Yes	No
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 ► MICHAEL J. ZINS Telephone no. ► (513) 831-2600 Located at ► 4289 IVY POINTE BLVD., CINCINNATI, OH ZIP+4 ► 45245		
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 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	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 type="checkbox"/> Yes <input checked="" 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 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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
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

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?

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

**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
KENNETH G. OAKS 4289 IVY POINTE BLVD. CINCINNATI, OH 45245	CHAIRMAN 1.00	0.	0.	0.
MICHAEL J. ZINS 4289 IVY POINTE BLVD. CINCINNATI, OH 45245	TREASURER 1.00	0.	0.	0.
KERRY BYRNE 4289 IVY POINTE BLVD. CINCINNATI, OH 45245	PRESIDENT/SECRETARY 1.00	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

**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 (2015)



**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	7,860,313.
b	Average of monthly cash balances	1b	385,200.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	8,245,513.
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	8,245,513.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,683.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,121,830.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	406,092.

**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	406,092.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	11,359.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,359.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	394,733.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	394,733.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	394,733.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	422,344.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	422,344.
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	11,359.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	410,985.

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				394,733.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			16,760.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ► \$ 422,344.				
<b>a</b> Applied to 2014, but not more than line 2a			16,760.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				394,733.
<b>e</b> Remaining amount distributed out of corpus	10,851.			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,851.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	10,851.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015	10,851.			

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

N/A

- 1 a** 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(1)(3) or ☐ 4942(1)(5)

- 2 a** 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

**(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).)

KENNETH G. OAKS

- 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 ☐ 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:

TQL FOUNDATION, INC., (513)831-2600  
4289 IVY POINTE BLVD., CINCINNATI, OH 45245

- b The form in which applications should be submitted and information and materials they should include:**

**ANY FORM; ORGANIZATION MAY BE ASKED TO SUBMIT PROOF OF TAX-EXEMPT STATUS.**

- c. Any submission deadlines:

NONE

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

NONE

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIATION INC. 4446 MT. CARMEL TOBASCO ROAD CINCINNATI, OH 45254	N/A	PC	GENERAL SUPPORT	1,815.
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIATION INC. 644 LINN ST #1026 CINCINNATI, OH 45203	N/A	PC	GENERAL SUPPORT	100.
AMERICAN CANCER SOCIETY INC. 250 WILLIAMS STREET NW ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	200.
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 120 WALL STREET, 29TH FLOOR NEW YORK, NY 10005	N/A	PC	GENERAL SUPPORT	100.
AMERICAN HEART ASSOCIATION INC. 7272 GREENVILLE AVENUE DALLAS, TX 75231	N/A	PC	GENERAL SUPPORT	100.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>414,228.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
ANDERSON HIGH SCHOOL 7560 FOREST RD CINCINNATI, OH 45255	N/A	PC	GENERAL SUPPORT	100.
ANDY AND JORDAN DALTON FOUNDATION 59 CAVALIER BLVD STE 310 FLORENCE, KY 41042	N/A	PC	GENERAL SUPPORT	10,000.
BEECH ACRES 6881 BEECHMONT AVE CINCINNATI, OH 45230	N/A	PC	GENERAL SUPPORT	1,381.
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	N/A	PC	GENERAL SUPPORT	100.
BOGG MINISTRIES INC. PO BOX 316 MIAMISBURG, OH 45343	N/A	PC	GENERAL SUPPORT	500.
BRIGHTON CENTER INC. PO BOX 325 NEWPORT, KY 41072	N/A	PC	GENERAL SUPPORT	250.
CANCER SUPPORT COMMUNITY - GREATER CINCINNATI /NORTHERN KENTUCKY 4918 COOPER RD CINCINNATI, OH 45242	N/A	PC	GENERAL SUPPORT	15,000.
CANCERFREE KIDS PEDIATRIC CANCER RESEARCH ALLIANCE 420 W. LOVELAND AVE LOVELAND, OH 45140	N/A	PC	GENERAL SUPPORT	3,000.
CENTER FOR RESPITE CARE, INC. PO BOX 141301 CINCINNATI, OH 45250	N/A	PC	GENERAL SUPPORT	1,000.
CHURCHES ACTIVE IN NORTHSIDE (CAIN) 4230 HAMILTON AVE CINCINNATI, OH 45223	N/A	PC	GENERAL SUPPORT	700.
<b>Total from continuation sheets</b>				<b>411,913.</b>

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
CINCINNATI INSTITUTE OF FINE ARTS DBA ARTSWAVE 20 E. CENTRAL PKWY #200 CINCINNATI, OH 45203	N/A	PC	GENERAL SUPPORT	5,000.
CINCINNATI YOUTH COLLABORATIVE 301 OAK ST CINCINNATI, OH 45219	N/A	PC	GENERAL SUPPORT	1,850.
CISE FOUNDATION 100 EAST EIGHTH STREET CINCINNATI, OH 45202	N/A	PC	GENERAL SUPPORT	35,000.
COLERAIN SCHOOL DISTRICT BOOSTER ASSOCIATION 8801 CHEVIOT RD CINCINNATI, OH 45251	N/A	PC	GENERAL SUPPORT	800.
COVINGTON CATHOLIC HIGH SCHOOLS 1600 DIXIE HWY PARK HILLS, KY 41011	N/A	PC	GENERAL SUPPORT	10,000.
CYSTIC FIBROSIS FOUNDATION 4420 CARVER WOODS DR. BLUE ASH, OH 45242	N/A	PC	GENERAL SUPPORT	50.
DOWN SYNDROME ASSOCIATION OF GREATER CINCINNATI 4623 WESLEY AVE ROOM SUITE A CINCINNATI, OH 45212	N/A	PC	GENERAL SUPPORT	150.
FORCE-FACING OUR RISK OF CANCER EMPOWERED INC. 16057 TAMPA PALMS BLV WEST TAMPA, FL 33647	N/A	PC	GENERAL SUPPORT	209.
GUARDIAN ANGELS CHURCH 6539 BEECHMONT AVE CINCINNATI, OH 45230	N/A	PC	GENERAL SUPPORT	140.
GUARDIAN ANGELS 6539 BEECHMONT AVE CINCINNATI, OH 45230	N/A	PC	GENERAL SUPPORT	214,230.
<b>Total from continuation sheets</b>				



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
HABITAT FOR HUMANITY OF GREATER NASHVILLE 2950 KRAFT DRIVE #100 NASHVILLE, TN 37204	N/A	PC	GENERAL SUPPORT	250.
HEALTHNETWORK FOUNDATION 33 RIVER STREET CHAGRIN FALLS, OH 44022	N/A	PC	GENERAL SUPPORT	5,000.
HEALTHY BEGINNINGS INC. 47 E HOLLISTER CINCINNATI, OH 45219	N/A	PC	GENERAL SUPPORT	500.
HEARTLAND ALLIANCE FOR HUMAN NEEDS AND RIGHTS 208 S LASALLE ST CHICAGO, IL 60604	N/A	PC	GENERAL SUPPORT	250.
JOY OUTDOOR EDUCATION CENTER FOUNDATION INC. PO BOX 417 CLARKSVILLE, OH 45113	N/A	PC	GENERAL SUPPORT	100.
KING'S DOMAIN INC. 5778 STATE ROUTE 350 OREGONIA, OH 45054	N/A	PC	GENERAL SUPPORT	900.
LIFESONG FOR ORPHANS INC 202 NORTH FORD STREET GRIDLEY, IL 61744	N/A	PC	GENERAL SUPPORT	629.
MARVIN LEWIS COMMUNITY FUND 700 W PETE ROSE WAY #37 CINCINNATI, OH 45203	N/A	PC	GENERAL SUPPORT	16,000.
MAY-WE-HELP 7501 WOOSTER PIKE CINCINNATI, OH 45227	N/A	PC	GENERAL SUPPORT	5,000.
MCNICHOLAS HIGH SCHOOL 6536 BEECHMONT AVE CINCINNATI, OH 45230	N/A	PC	GENERAL SUPPORT	7,500.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MERY MINISTRIES OF AMERICA INC. PO BOX 111060 NASHVILLE, TN 37222	N/A	PC	GENERAL SUPPORT	250.
MIAMI UNIVERSITY MENS RUGBY FOOTBALL CLUB ALUMNI ASSN PO BOX 1603 TRAVERSE CITY, MI 49684	N/A	PC	GENERAL SUPPORT	1,000.
MISSION TRIP TO OWSLEY COUNTY PO BOX 7098 LOUISVILLE, KY 40257	N/A	PC	GENERAL SUPPORT	1,090.
NATE'S TOY BOX 3579 BLUE ROCK ROAD CINCINNATI, OH 45247	N/A	PC	GENERAL SUPPORT	150.
NATIONAL COUNCIL OF YMCAS OF THE USA 101 N WACKER DRIVE CHICAGO, IL 60606	N/A	PC	GENERAL SUPPORT	1,000.
NATIONAL DOWN SYNDROME SOCIETY 666 BROADWAY NEW YORK, NY 10012	N/A	PC	GENERAL SUPPORT	200.
NATIONAL HEMOPHILIA FOUNDATION 635 W SEVENTH ST, SUITE 407 CINCINNATI, OH 45203	N/A	PC	GENERAL SUPPORT	380.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 4440 LAKE FOREST DR #120 CINCINNATI, OH 45242	N/A	PC	GENERAL SUPPORT	50.
NEW RICHMOND LIONS SPORTS FOUNDATION PO BOX 219 NEW RICHMOND, OH 45157	N/A	PC	GENERAL SUPPORT	300.
OUR DAILY BREAD 1730 RACE ST CINCINNATI, OH 45202	N/A	PC	GENERAL SUPPORT	10,000.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
PREGNANCY CENTER EAST INC. 3944 EDWARDS RD CINCINNATI, OH 45209	N/A	PC	GENERAL SUPPORT	914.
PREGNANCY CENTER WEST INC. 4900 GLENWAY AVE CINCINNATI, OH 45238	N/A	PC	GENERAL SUPPORT	350.
RECYCLED DOGGIES INC. PO BOX 498311 CINCINNATI, OH 45249	N/A	PC	GENERAL SUPPORT	200.
RIGHT TO LIFE OF GREATER CINCINNATI 1802 WEST GALBRAITH ROAD CINCINNATI, OH 45239	N/A	PC	GENERAL SUPPORT	100.
SAMARITAN'S PURSE PO BOX 3000 BOONE, NC 28607	N/A	PC	GENERAL SUPPORT	107.
SOMA WORLD MISSION INC. PO BOX 498225 CINCINNATI, OH 45249	N/A	PC	GENERAL SUPPORT	500.
SPORTSLEADER INC. 1974-A DOUGLASS BLVD LOUISVILLE, KY 40257	N/A	PC	GENERAL SUPPORT	10,000.
ST. BONIFACE CHURCH 4370 GLENDALE MILFORD RD CINCINNATI, OH 45223	N/A	PC	GENERAL SUPPORT	860.
ST. JAMES CHURCH 3565 HUBBLE ROAD CINCINNATI, OH 45247	N/A	PC	GENERAL SUPPORT	13,500.
ST. JOSEPH ORPHANAGE 5400 EDALBERT DR CINCINNATI, OH 45239	N/A	PC	GENERAL SUPPORT	1,185.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
ST. URSULA ACADEMY 1339 E MCMILLAN ST. CINCINNATI, OH 45206	N/A	PC	GENERAL SUPPORT	10,000.
ST. VINCENT DEPAUL STORES 1125 BANK STREET CINCINNATI, OH 45214	N/A	PC	GENERAL SUPPORT	4,339.
THE BOOT CAMPAIGN INC. 713 WSW LOOP 323, SUITE H PMB 160 TYLER, TX 75701	N/A	PC	GENERAL SUPPORT	17,064.
THE CHILDREN'S HOME OF CINCINNATI OHIO 5050 MADISON RD CINCINNATI, OH 45227	N/A	PC	GENERAL SUPPORT	1,060.
THE CHILDREN'S HOME OF NORTHERN KENTUCKY INC. 200 HOME ROAD DALLAS, KY 41011	N/A	PC	GENERAL SUPPORT	500.
THE HUMANE SOCIETY OF THE UNITED STATES 2100 L. STREET NW WASHINGTON, DC 20037	N/A	PC	GENERAL SUPPORT	100.
THE LEUKEMIA & LYMPHOMA SOCIETY INC. 1311 MAMARONECK AVENUE WHITE PLAINS, NY 10605	N/A	PC	GENERAL SUPPORT	175.
THE ORPHANETWORK 1500 N GREAT NCK RD. VIRGINIA BEACH, VA 23454	N/A	PC	GENERAL SUPPORT	500.
UNIVERSITY OF DAYTON 300 COLLEGE PARK DAYTON, OH 45469	N/A	PC	GENERAL SUPPORT	100.
WILLOWVILLE ELEMENTARY PTO 4529 SCHOOLHOUSE RD BATAVIA, OH 45103	N/A	PC	GENERAL SUPPORT	150.
<b>Total from continuation sheets</b>				

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### 3 . Grants and Contributions Paid During the Year (Continuation)

[illegible]

## 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
FIFTH THIRD BANK	200,610.	42,266.	158,344.	158,344.	
FIFTH THIRD BANK	14,000.	0.	14,000.	14,000.	
TO PART I, LINE 4	214,610.	42,266.	172,344.	172,344.	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	14,133.	7,067.		7,066.
TO FORM 990-PF, PG 1, LN 16B	14,133.	7,067.		7,066.

## 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
FIFTH THIRD BANK ADVISORY FEES	13,559.	13,559.		0.
FIFTH THIRD BANK FEES	200.	200.		0.
TO FORM 990-PF, PG 1, LN 16C	13,759.	13,759.		0.



## FORM 990-PF

## TAXES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2014 OHIO FILING FEE	200.	0.		200.
BALANCE OF 2014 EXCISE TAX	194.	0.		0.
1023 FILING FEES	850.	0.		850.
TO FORM 990-PF, PG 1, LN 18	1,244.	0.		1,050.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	732.	0.		0.
TO FORM 990-PF, PG 1, LN 23	732.	0.		0.

TQL FOUNDATION, INC.

47-2494883

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CORPORATE STOCK	4,927,426.	5,685,851.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,927,426.	5,685,851.

TQL FOUNDATION, INC.

47-2494883

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FIXED INCOME	1,167,634.	1,151,765.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,167,634.	1,151,765.

TQL FOUNDATION, INC.

47-2494883

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE STRATEGIES	COST	771,475.	713,425.
REAL ESTATE INVESTMENTS	COST	247,060.	211,780.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,018,535.	925,205.