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

2016

Department of the Treasury
Internal Revenue Service

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Open to Public Inspection.

For calendar year 2016 or tax year beginning

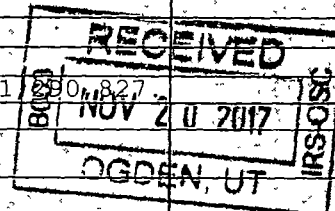
, 2016, and ending

Name of foundation THE SAM J. FRANKINO FOUNDATION		A Employer identification number 20-5380431
Number and street (or P O box number if mail is not delivered to street address) 1101 WHEATON AVENUE	Room/suite 100	B Telephone number (see instructions) (856) 794-8400
City or town, state or province, country, and ZIP or foreign postal code MILLVILLE NJ 08332		C If exemption application is pending, check here. ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 58,359,964.	J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	21,351.	21,351.	0.	
4 Dividends and interest from securities	1,583,262.	1,588,835.	0.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	1,290,827.			
b Gross sales price for all assets on line 6a	9,576,469.			
7 Capital gain net income (from Part IV, line 2)		1,290,827.		
8 Net short-term capital gain			1,290,827.	
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11.	2,895,440.	2,901,013.	1,290,827.	
ADMINISTRATIVE AND OPERATING EXPENSES				
13 Compensation of officers, directors, trustees, etc.	100,000.	60,000.	0.	40,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits.				
16 a Legal fees (attach schedule).				
b Accounting fees (attach sch). L-16b Stmt.	750.	375.	0.	375.
c Other professional fees (attach sch) L-16c Stmt.	344,605.	344,605.	0.	0.
17 Interest				
18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	56,278.	6,278.	0.	0.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
See Line 23 Stmt	6,389.	25.	0.	6,364.
24 Total operating and administrative expenses. Add lines 13 through 23	508,022.	411,283.	0.	46,739.
25 Contributions, gifts, grants paid	3,125,907.			3,125,907.
26 Total expenses and disbursements. Add lines 24 and 25	3,633,929.	411,283.	0.	3,172,646.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-738,489.			
b Net investment income (if negative, enter -0-).		2,489,730.		
c Adjusted net income (if negative, enter -0-).			1,290,827.	



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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
A S S E T S	1 Cash — non-interest-bearing	0.	0.	0.
	2 Savings and temporary cash investments	5,844,516.	1,902,989.	1,902,989.
	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 sch)			
	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) L-10b Stmt	50,917,916.	24,445,777.	27,705,650.
	c Investments — corporate bonds (attach schedule) L-10c Stmt	0.	24,375,177.	23,141,325.
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)	310,000.	310,000.	310,000.	
12 Investments — mortgage loans				
13 Investments — other (attach schedule) L-13 Stmt	0.	5,300,000.	5,300,000.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	57,072,432.	56,333,943.	58,359,964.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S F U N D S	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	57,072,432.	56,333,943.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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)	57,072,432.	56,333,943.	
	31 Total liabilities and net assets/fund balances (see instructions)	57,072,432.	56,333,943.	

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	57,072,432.
2 Enter amount from Part I, line 27a	2	-738,489.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	56,333,943.
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	56,333,943.

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 Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a UBS BROKERAGE	P	Various	12/31/16
b CETERA ADVISORS BROKERAGE	P	Various	12/31/16
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 1,659,989.		923,807.	736,182.
b 7,916,480.		7,361,835.	554,645.
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0.	0.	0.	736,182.
b 0.	0.	0.	554,645.
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 **2** 1,290,827.

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 If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-
in Part I, line 8 **3** 1,290,827.

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))
2015	3,427,440.	60,024,410.	0.057101
2014	2,896,831.	64,123,071.	0.045176
2013	3,116,659.	58,268,329.	0.053488
2012	2,133,325.	55,740,679.	0.038272
2011	2,454,706.	52,855,124.	0.046442

2 Total of line 1, column (d) **2** 0.240479

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** 0.048096

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5. **4** 56,357,990.

5 Multiply line 4 by line 3 **5** 2,710,594.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 24,897.

7 Add lines 5 and 6. **7** 2,735,491.

8 Enter qualifying distributions from Part XII, line 4 **8** 3,172,646.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary — see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	24,897.
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	24,897.
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	24,897.
6 Credits/Payments.		
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	71,109.
b Exempt foreign organizations — tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d	7	71,109.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	46,212.
11 Enter the amount of line 10 to be credited to 2017 estimated tax	11	46,212. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?	1 a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1 b	X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?	1 c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a	X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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	8 b	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	10	X

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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)		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?	X	
Website address N/A			
14	The books are in care of LORRAINE DODERO Telephone no (440) 498-5100 Located at 7070 GATES MILL BLVD GATES MILL OH ZIP + 4 44040		
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 2016, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b
Organizations relying on a current notice regarding disaster assistance check here ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1 c 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If 'Yes,' list the years 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)		2 b
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 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If 'Yes,' did it have excess business holdings in 2016 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 2016)		3 b
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a 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 2016?		4 b X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?**5 b**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)

6 a 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?**6 b**

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

7 a 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?**7 b****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
LORAINNE DODERO 7070 GATES MILL BLVD GATES MILL OH 44040	TRUSTEE 35.00	100,000.	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

None

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	1 a	52,584,732.
b Average of monthly cash balances	1 b	4,631,501.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	57,216,233.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	57,216,233.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	858,243.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	56,357,990.
6 Minimum investment return. Enter 5% of line 5	6	2,817,900.

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	2,817,900.
2 a Tax on investment income for 2016 from Part VI, line 5	2 a	24,897.
b Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	24,897.
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,793,003.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4.	5	2,793,003.
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	2,793,003.

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.	1 a	3,172,646.
b Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,172,646.
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	24,897.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,147,749.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,793,003
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			194,900	
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2016				
a From 2011	0			
b From 2012	0			
c From 2013	0			
d From 2014	0			
e From 2015	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 \$ 3,172,646				
a Applied to 2015 but not more than line 2a			194,900	
b Applied to undistributed income of prior years (Election required - see instructions)		0		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				2,793,003
e Remaining amount distributed out of corpus	184,743			
5 Excess distributions carryover applied to 2016 (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	184,743			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	184,743			
10 Analysis of line 9				
a Excess from 2012	0			
b Excess from 2013	0			
c Excess from 2014	0			
d Excess from 2015	0			
e Excess from 2016	184,743			

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
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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 2016, enter the date of the ruling.

- b Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(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

[illegible]

- 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(i)(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))

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 ☐ 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

LORRAINE DODERO

PO BOX 241487

CLEVELAND

OH 44124

(440) 498-5100

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

REASON FOR REQUEST AND PURPOSE

- 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)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a</i> Paid during the year				
SEE ATTACHED SCHEDULE	N/A	CHARITABLE	GENERAL	3,125,907
Total			3 a	3,125,907
<i>b</i> Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21,351	
4 Dividends and interest from securities			14	1,583,262	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,290,827	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d) and (e)				2,895,440	
13 Total Add line 12 columns (b) (d), and (e)				2,895,440	

(See worksheet in line 13 instructions to verify calculations)

Part XVI:B	Relationship of Activities to the Accomplishment of Exempt Purposes
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[illegible]

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise	50,000	0	0	0
Real Estate	6,278	6,278	0	0
Total	56,278	6,278	0	0

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Office	1,725	0	0	1,725
Fees	25	25	0	0
Administration	4,639	0	0	4,639
Total	6,389	25	0	6,364

Form 990-PF Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PREZIOSI NICHOLSON	TAX	750	375	0	375
Total		750	375	0	375

Form 990-PF Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Vantage Advisors	Investment	172,142	172,142	0	0
Legacy Investment	Investment	172,463	172,463	0	0
Total		344,605	344,605	0	0

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock	End of Year	
	Book Value	Fair Market Value
BROKERAGE ACCOUNTS	24,445,777	27,705,650
Total	24,445,777	27,705,650

Form 990-PF, Page 2 Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds.	End of Year	
	Book Value	Fair Market Value
<u>BROKERAGE ACCOUNTS</u>	<u>24,375,177</u>	<u>23,141,325</u>
Total	<u><u>24,375,177</u></u>	<u><u>23,141,325</u></u>

Form 990-PF Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other.	End of Year	
	Book Value	Fair Market Value
<u>STRUCTURED NOTES</u>	<u>5,300,000</u>	<u>5,300,000</u>
Total	<u><u>5,300,000</u></u>	<u><u>5,300,000</u></u>

THE SAM J FRANKINO FOUNDATION

Form 990-PF

Part XV Supplementary Information
3 Grants and Contributions Paid During The Year

Name	Relationship	Status	Purpose	Amount
Gilmour Academy	N/A	Charitable	General	7 500
Patrons of the Arts Ohio	N/A	Charitable	General	2 500
Patrons of the Arts in the Vatican Museum	N/A	Charitable	General	2 400
Notre Dame Cathedral Latin School	N/A	Charitable	General	2 500
The Cleveland Orchestra	N/A	Charitable	General	6 000
American Red Cross	N/A	Charitable	General	2 500
Playhouse Square	N/A	Charitable	General	250 000
Playhouse Square	N/A	Charitable	General	25 000
St Augustine Health Ministries	N/A	Charitable	General	1 000
St Francis of Assisi Parish	N/A	Charitable	General	3,000
Nature Center at Shaker Lakes	N/A	Charitable	General	2 500
Ashland Parenting Plus	N/A	Charitable	General	2 000
St Edwards Endowment Program	N/A	Charitable	General	5 000
University Hospitals	N/A	Charitable	General	1 400
Cleveland Clinic Children's Hospital	N/A	Charitable	General	50 000
Cornerstone of Hope	N/A	Charitable	General	300
University Hospitals	N/A	Charitable	General	200 000
Gilmour Academy	N/A	Charitable	General	75 000
Cuyahoga Community College Foundation	N/A	Charitable	General	25 000
Leukemia & Lymphoma Society	N/A	Charitable	General	12 000
Golden Retrievers in Need Rescue Service	N/A	Charitable	General	500
Joseph's Home	N/A	Charitable	General	12 000
Regina Health Center	N/A	Charitable	General	5 500
American Red Cross of Greater Cleveland	N/A	Charitable	General	100 000
Hands Together	N/A	Charitable	General	55 000
NOIA	N/A	Charitable	General	7,000
Friends of L'Arche Cleveland	N/A	Charitable	General	1 000
Front Steps Housing and Services	N/A	Charitable	General	3,000
LUPUS Foundation of America	N/A	Charitable	General	16 000
Miscellaneous	N/A	Charitable	General	222
Cuyahoga Community College Foundation	N/A	Charitable	General	10 000
Boys & Girls Clubs of Cleveland	N/A	Charitable	General	5 000
University Hospitals	N/A	Charitable	General	340 000
Dominics Dream	N/A	Charitable	General	1 085
Boys & Girls Clubs of Cleveland	N/A	Charitable	General	50 000
Cleveland Play House	N/A	Charitable	General	10 000
The Center for Courageous Kids	N/A	Charitable	General	6 000
Cornerstone of Hope	N/A	Charitable	General	10 000
The Michael J. Fox Foundation	N/A	Charitable	General	100 000
New Hope Chanties	N/A	Charitable	General	20 000
St Francis of Assisi Parish	N/A	Charitable	General	18 000
The MetroHealth Foundation	N/A	Charitable	General	20 000
United Way of Greater Cleveland	N/A	Charitable	General	60 000
Notre Dame-Cathedral Latin School	N/A	Charitable	General	20 000
St Vincent Charity Medical Center	N/A	Charitable	General	10 000
Ronald McDonald House Chanties	N/A	Charitable	General	5 000
Shoes & Clothes for Kids	N/A	Charitable	General	25 000
Starting Right Now	N/A	Charitable	General	5 000
The City Mission	N/A	Charitable	General	25 000
Veggie U	N/A	Charitable	General	5 000
Arthritis Foundation	N/A	Charitable	General	50 000
The Cleveland Museum of Art	N/A	Charitable	General	50 000
Girls on the Run Northeast Ohio	N/A	Charitable	General	10,000
Patrons of the Arts-Ohio	N/A	Charitable	General	50 000
Creative Education Institute	N/A	Charitable	General	8 000
Gilmour Academy	N/A	Charitable	General	750,000
KidSanctuary Campus Inc	N/A	Charitable	General	400,000
Cleveland Clinic Children's	N/A	Charitable	General	100 000
Cleveland Clinic Taussig Cancer Institute	N/A	Charitable	General	75 000
Hattie Larham	N/A	Charitable	General	12 000

3 125 907