Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: SULSBERGER FOUNDATION

A Employer identification number: 31-6210487

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1558 DEPT EA4E86

Room/suite:

B Telephone number (see instructions): 330-438-1180

City or town, state or province, country, and ZIP or foreign postal code: COLUMBUS, OH 43216

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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: [X] 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, col. (c), line 16)* ▶ $ 6,137,109.

J Accounting method: [X] 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))*

	Line	Description	(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				
	4	Dividends and interest from securities	138,428.	138,428.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	460,019.			
	b	Gross sales price for all assets on line 6a 2,979,767.				
	7	Capital gain net income (from Part IV, line 2)		460,019.		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total** Add lines 1 through 11	598,447.	598,447.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	45,865.	22,933.		22,933.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 6	550.	275.	NONE	275.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 7	9,990.	616.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 8	212.	106.		106.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	56,617.	23,930.	NONE	23,314.
	25	Contributions, gifts, grants paid	292,570.			292,570.
	26	**Total expenses and disbursements** Add lines 24 and 25	349,187.	23,930.	NONE	315,884.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	249,260.			
	b	**Net investment income** (if negative, enter -0-)		574,517.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing		3,135.	3,135.
	2	Savings and temporary cash investments	221,784.	345,974.	345,974.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 9	3,044,519.	3,451,673.	3,931,223.
	c	Investments - corporate bonds (attach schedule) STMT 14	2,172,850.	1,888,677.	1,856,777.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,439,153.	5,689,459.	6,137,109.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	5,439,153.	5,689,459.	
	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)	5,439,153.	5,689,459.	
	31	Total liabilities and net assets/fund balances (see instructions)	5,439,153.	5,689,459.	

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	5,439,153.
2	Enter amount from Part I, line 27a	2	249,260.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	6,568.
4	Add lines 1, 2, and 3	4	5,694,981.
5	Decreases not included in line 2 (itemize) ▶ 2016 INCOME POSTED IN 2017	5	5,522.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,689,459.

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)
1 a	PUBLICLY TRADED SECURITIES			
b				
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	2,979,767.		2,519,748.	460,019.
b				
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				460,019.
b				
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	460,019.
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	

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	346,184.	6,319,330.	0.054782
2014	338,394.	6,531,733.	0.051808
2013	340,537.	6,140,654.	0.055456
2012	343,879.	5,564,800.	0.061795
2011	341,487.	3,470,468.	0.098398

2	**Total** of line 1, column (d)	2	0.322239
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	0.064448
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,959,568.
5	Multiply line 4 by line 3	5	384,082.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,745.
7	Add lines 5 and 6	7	389,827.
8	Enter qualifying distributions from Part XII, line 4	8	315,884.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	11,490.
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	
3	Add lines 1 and 2	3	11,490.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	11,490.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 8,432.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 3,060.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	11,492.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	33.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	31.
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 2017 estimated tax** ▶ NONE **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HUNTINGTON NATIONAL BANK Telephone no ▶ (740)588-6470

Located at ▶ P.O. BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP+4 ▶ 43216

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 |

			Yes	No
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?	16		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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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?	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 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 ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	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 2016?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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)?	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? [ ] 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 [X] 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*	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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
HUNTINGTON NATIONAL BANK PO BOX 1558 DEPT EA4E86, COLUMBUS, OH 44216	TRUSTEE 2	45,865.	-0-	-0-

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

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	5,749,780.
b	Average of monthly cash balances	1b	300,543.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,050,323.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,050,323.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	90,755.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,959,568.
6	**Minimum investment return.** Enter 5% of line 5	6	297,978.

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	297,978.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,490.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,490.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	286,488.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	286,488.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	286,488.

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	315,884.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	315,884.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	315,884.

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				286,488.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			NONE	
b Total for prior years 20 14 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011 . . . . . . NONE				
b From 2012 . . . . . . 55,422.				
c From 2013 . . . . . . 49,149.				
d From 2014 . . . . . . 23,322.				
e From 2015 . . . . . . 38,646.				
f **Total** of lines 3a through e	166,539.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 315,884.				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				286,488.
e Remaining amount distributed out of corpus	29,396.			
5 Excess distributions carryover applied to 2016 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	195,935.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	195,935.			
10 Analysis of line 9				
a Excess from 2012 . . . 55,422.				
b Excess from 2013 . . . 49,149.				
c Excess from 2014 . . . 23,322.				
d Excess from 2015 . . . 38,646.				
e Excess from 2016 . . . 29,396.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 21				292,570.
Total . . . . . . ▶ **3a**				292,570.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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) Exclusion 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					
4 Dividends and interest from securities			14	138,428.	
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	460,019.	
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)				598,447.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 598,447.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date: 07/06/2017 — Title: VICE PRESIDENT

HUNTINGTON NATIONAL BANK

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH B HULL		07/06/2017		P00135850

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 800 YARD STREET, SUITE 200
GRANDVIEW HEIGHTS, OH 43212 — Phone no 614-232-7290

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INCORPORATED	103.	103.
AT&T INC	662.	662.
ABBVIE INC 1.75% 11/06/2017	980.	980.
AMERICAN ELECTRIC POWER CO INC	138.	138.
AMERICAN EXPRESS COMPANY	133.	133.
AMERIPRISE FINANCIAL INC COMMON STOCK	98.	98.
AMGEN INC.	1,200.	1,200.
ANALOG DEVICES	1,260.	1,260.
ANHEUSER-BUSCH INBEV FIN 2.15% 02/01/201	1,075.	1,075.
APPLE COMPUTER	1,249.	1,249.
APPLIED MATERIALS INC	500.	500.
ASTRAZENECA PLC 1.95% 09/18/2019	975.	975.
AUTOMATIC DATA PROCESSING	742.	742.
AUTOZONE INC 1.3% 01/13/2017	650.	650.
BB&T CORPORATION SERIES MTN PRIVATE PLAC	800.	800.
BANK OF AMERICA CORP 2.6% 01/15/2019	1,300.	1,300.
BECTON DICKINSON AND CO.	820.	820.
BECTON DICKINSON 1.75% 11/08/2016	875.	875.
BLACKROCK INC	1,374.	1,374.
BOEING CO	162.	162.
BOSTON PROPERTIES INC (REIT)	64.	64.
BRISTOL-MYERS SQUIBB CO	684.	684.
CVS CORP	993.	993.
CATERPILLAR INC.	177.	177.
CHEVRONTEXACO CORP	178.	178.
CHURCH & DWIGHT CO INC	746.	746.
CISCO SYSTEMS, INC.	1,092.	1,092.
CITIGROUP INC	20.	20.
COLGATE PALMOLIVE CO	91.	91.
COMCAST CORP CL A	642.	642.
CONOCOPHILLIPS	71.	71.
CONSTELLATION BRANDS INC CL A	480.	480.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COSTCO WHOLESALE CORP	54.	54.
CUMMINS ENGINE	107.	107.
DFA US CORE EQUITY 1 PORTFOLIO	2,435.	2,435.
DFA EMERGING MARKETS CORE	396.	396.
DISNEY (WALT) CO	511.	511.
DISCOVER FINANCIAL SVS	109.	109.
DOW CHEMICAL CO ¿‰	1,012.	1,012.
DR PEPPER SNAPPLE GROUP 2.6% 01/15/2019	1,300.	1,300.
E.M.C. CORP	109.	109.
EMC CORP/MASS 2.65% 06/01/2020	1,141.	1,141.
EOG RESOURCES INC	101.	101.
EDISON INTL	196.	196.
EXXON MOBIL CORP COM	1,350.	1,350.
FEDERATED TOTAL RETURN BOND FUND #328	25,379.	25,379.
FEDEX CORP COM	84.	84.
FORD MTR CO DEL NEW	1,665.	1,665.
GATEWAY FUND - CLASS Y	4,383.	4,383.
GENERAL ELECTRIC CO ¿‰	488.	488.
GILEAD SCIENCES INC	237.	237.
GOLDMAN SACHS GROUP INC	78.	78.
GOLDMAN SACHS TRUST	4,029.	4,029.
HARBOR INTERNATIONAL FUND	5,123.	5,123.
HARTFORD FINL SVCS GROUP INC COM	246.	246.
HOME DEPOT INC.	131.	131.
HONEYWELL INTL INC COM	1,166.	1,166.
INTERNATIONAL BUSINESS MACHINES CORP	144.	144.
COCA COLA ENTERPRISES 3.5% 09/15/2020	1,750.	1,750.
ISHARES S & P SMALLCAP 600	1,886.	1,886.
J P MORGAN CHASE & CO	1,363.	1,363.
JOHNSON & JOHNSON CO ¿‰	1,440.	1,440.
KINDER MORGAN ENERGY PARTNERS LP 2.65% 0	1,325.	1,325.
THE KRAFT HEINZ CO	27.	27.
KROGER CO COM	269.	269.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LAS VEGAS SANDS CORP	239.	239.
ESTEE LAUDER COMPANY	74.	74.
LOCKHEED MARTIN (COMMON STOCK)	1,536.	1,536.
LORD ABBETT SHORT DURATION INCOME FUND -	9,267.	9,267.
LOWES COMPANIES INC	649.	649.
MACY'S INC	223.	223.
MARATHON OIL CORP	27.	27.
MARRIOTT INTL INC NEW	630.	630.
MASCO CORP	390.	390.
MASTERCARD INC CL A	207.	207.
MERCK & CO INC	455.	455.
MERGER FUND - L	1,095.	1,095.
MICROSOFT CORP	1,394.	1,394.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	545.	545.
MONDELEZ INTERNATIONAL INC W/I	68.	68.
MONSANTO CO NEW	205.	205.
NATIONAL OILWELL VARCO INC	77.	77.
AMERICAN FUNDS-NEW WORLD FUND-F2	1,543.	1,543.
NEXTERA ENERGY, INC	1,270.	1,270.
NIKE INC CL B	397.	397.
OCCIDENTAL PETROLEUM CORP	392.	392.
ONEOK PARTNERS LP 3.2% 09/15/2018-2018	1,600.	1,600.
OPPENHEIMER MAIN STREET MID CAP FUND CLA	2,065.	2,065.
ORACLE CORP	161.	161.
PIMCO TOTAL RETURN FUND INSTL CLASS	1,738.	1,738.
PNC FINANCIAL CORP	1,167.	1,167.
PPG INDUSTRIES	56.	56.
PFIZER INC ¿‰	147.	147.
PHILIP MORRIS INTL INC	235.	235.
PHILLIPS 66	211.	211.
PIONEER NAT RES CO COM	4.	4.
POWERSHARES PREFERRED PORTFOLIO	7,113.	7,113.
PROCTER & GAMBLE CO	218.	218.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
QUALCOMM INC	230.	230.
RALPH LAUREN CORP 2.125% 09/26/2018-2018	1,063.	1,063.
RAYTHEON COMPANY 3.125% 10/15/2020	1,563.	1,563.
ROCHE HLDG LTD SPONSORED ADR	458.	458.
T. ROWE PRICE REAL ESTATE FUND	4,065.	4,065.
SCHLUMBERGER LTD.	836.	836.
SEMPRA ENERGY CORP	284.	284.
SHERWIN WILLIAMS CO ¿‰	42.	42.
SOUTHERN CO ¿‰	1,680.	1,680.
STARBUCKS CORP	119.	119.
STATE STREET CORP	129.	129.
SUNTRUST BANKS INC 2.35% 11/01/2018-2018	1,175.	1,175.
TJX COMPANIES INC W/1 RT/SH	468.	468.
TEGNA INC	130.	130.
THERMO ELECTRON CORP W/1 RT/SH	50.	50.
THIRD AVENUE REAL ESTATE VALUE FUND	213.	213.
TRAVELERS COS INC	168.	168.
US BANCORP DEL NEW	151.	151.
UNION PACIFIC CORP ¿‰	149.	149.
UNITED TECHNOLOGIES CORP ¿‰	106.	106.
V F CORP W/1 RT/SH	296.	296.
VALERO ENERGY	1,620.	1,620.
VANGUARD 500 INDEX FUND - ADMIRAL	2,751.	2,751.
VISA INC CLASS A SHARES	442.	442.
WELLPOINT INC 2.3% 07/15/2018	1,150.	1,150.
WELLS FARGO & CO NEW	1,180.	1,180.
ACCENTURE PLC CL A	377.	377.
MEDTRONIC PLC	43.	43.
ACE LIMITED	114.	114.
CHUBB LIMITED	763.	763.
LYONDELLBASELL IND CL A	218.	218.
BROADCOM LTD	629.	629.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOTAL	138,428.	138,428.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	550.	275.		275.
TOTALS	550.	275.	NONE	275.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	69.	69.
FEDERAL TAX PAYMENT - PRIOR YE	942.	
FEDERAL ESTIMATES - PRINCIPAL	8,432.	
FOREIGN TAXES ON QUALIFIED FOR	538.	538.
FOREIGN TAXES ON NONQUALIFIED	9.	9.
TOTALS	9,990.	616.

SULSBERGER FOUNDATION 31-6210487

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
STATE FILING FEES	200.	100.	100.
OTHER NONALLOCABLE EXPENSES -	12.	6.	6.
TOTALS	212.	106.	106.

SULSBERGER FOUNDATION 31-6210487

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AFLAC INC	13,351.		
AT&T INC	21,362.		
ALPHABET INC - CL C	16,696.		
ALPHABET INC - CL A	16,709.		
AMAZON.COM INC	11,009.		
AMERICAN ELECTRIC POWER	6,843.		
AMERICAN EXPRESS	7,657.		
AMERIPRISE FINANCIAL INC COMMO	8,049.		
ANADARKO PETROLEUM CORP W/1 RT	22,490.		
APPLE INC	8,613.	8,613.	64,859.
ARTISAN INTERNATIONAL VALUE FU	383,968.		
BIOGEN INC	9,213.		
BOEING CO	9,367.		
BOSTON PROPERTIES INC W/1 RT P	6,886.		
CVS HEALTH CORPORATION	17,922.	28,049.	48,056.
CATERPILLAR INC	15,919.		
CHEVRON CORPORATION	17,040.		
CITIGROUP INC	12,423.		
COLGATE PALMOLIVE	15,388.		
COMCAST CORP CL A	9,782.	50,385.	55,240.
CONOCOPHILLIPS	13,427.		
COSTCO WHOLESALE CORP	15,421.		
CUMMINS INC	11,299.		
DFA US CORE EQUITY 1 PORTFOLIO	332,284.	134,205.	141,473.
DFA EMERGING MARKETS CORE EQUI	132,913.		
WALT DISNEY CO	7,127.	36,938.	53,152.
DISCOVER FINANCIAL SVS	9,192.		
EMC CORP/MASS	11,584.		
EOG RESOURCES INC	17,068.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
EBAY INC	7,954.		
EDISON INTERNATIONAL FORMERLY	9,860.		
EXPRESS SCRIPTS HOLDING CO	15,931.		
FEDEX CORP	14,549.		
GENERAL ELECTRIC CO	16,021.		
GILEAD SCIENCES INC	11,675.		
GOLDMAN SACHS GROUP INC	13,477.		
HARBOR INTERNATIONAL FUND	132,913.	264,562.	237,217.
HARTFORD FINANCIAL SVCS GRP IN	10,595.		
HOME DEPOT INC	4,517.		
HONEYWELL INTERNATIONAL INC	10,070.	55,667.	66,382.
IBM CORP	14,769.		
ISHARES COR S&P MID-CAP ETF	134,234.		
ISHARES CORE S&P SMALL-CAP ETF	116,594.	116,594.	155,260.
JP MORGAN CHASE & CO	14,875.	45,873.	84,564.
THE KRAFT HEINZ CO	4,596.		
THE KROGER CO	15,167.		
LAS VEGAS SANDS CORP	7,021.		
ESTEE LAUDER CO INC	6,393.		
LINKEDIN CORP CL A	8,804.		
LOWES COMPANIES INC	5,820.	36,320.	42,956.
MACY'S INC	10,661.		
MARATHON OIL CORP	17,984.		
MASTERCARD INC CL A	9,863.		
MERCK & CO INC	16,417.		
MICROSOFT CORP	8,610.	47,201.	69,597.
MICRON TECHNOLOGY	5,482.		
MONDELIEZ INERNATIONAL INC W/I	8,612.		
MONSANTO CO	11,912.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NATIONAL OILWELL VARCO INC	10,109.		
TEXTERA ENERGY INC	13,802.		
NIKE INC CL B	9,246.	32,970.	41,681.
NOBILE ENERGY INC	14,676.		
OCCIDENTAL PETROLEUM CORP	14,437.		
OPPENHEIMER MAIN STREET MID C	132,913.	132,913.	117,823.
ORACLE CORPORATION	13,940.		
PNC FINANCIAL SERVICES	20,784.	46,428.	81,287.
PPG INDUSTRIES INC W/1 RT/SH	10,867.		
PAYPAL HOLDINGS INC	11,719.		
PFIZER INC	7,431.		
PHILIP MORRIS INTL INC	9,883.		
PHILLIPS 66	13,743.		
PIONEER NATURAL RESOURCES W/1	10,265.		
PROCTOR & GAMBLE CO	22,975.		
QUALCOMM INC	21,579.		
ROCHE HLDG LTD SPONSORED ADR	12,639.		
T. ROWE PRICE REAL ESTATE FUND	137,955.		
SALESFORCE.COM INC	16,034.		
SANOFI ADR	15,543.		
SCHLUMBERGER LTD	11,867.	50,617.	56,079.
SEMPRA ENERGY	9,655.		
SHERWIN-WILLIAMS CO W 1 RT SH	4,725.		
STARBUCKS CORP	3,947.		
STATE STREET CORP	8,045.		
TEGNA INC	5,197.		
THERMO FISHER SCIENTIFIC INC 1	7,309.		
THIRD AVENUE REAL ESTATE VALUE	164,183.	58,820.	65,013.
TIDEWATER INC	12,683.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TRAVELERS COS INC	14,342.		
U S BANCORP	5,446.		
UNION PACIFIC CORP	8,342.		
UNITED TECHNOLOGIES CORP	11,132.		
VANGUARD 500 INDEX FUND - ADMI	332,284.	126,493.	136,327.
VISA INC CLASS A SHARES	10,238.	18,177.	60,856.
WELLS FARGO & CO	12,508.		
ACCENTURE PLC CL A	17,584.		
MEDTRONIC PLC	15,310.		
ACE LIMITED	11,626.		
LYONDELLBASELL IND CL A	11,178.		
ADVANSIX INC		284.	487.
AMGEN INC		64,259.	58,484.
ANALOG DEVICES INC		59,769.	72,620.
APPLIED MATERIALS INC		60,261.	80,675.
AUTOMATIC DATA PROCESSING		63,091.	71,946.
BECTON DICKINSON		63,375.	66,220.
BERKSHIRE HATHAWAY INC CL B		57,544.	65,192.
BLACKROCK INC		69,404.	76,108.
BRISTOL-MYERS SQUIBB CO		60,561.	52,596.
CHURCH & DWIGHT CO INC W/1 RT/		65,310.	61,866.
CISCO SYSTEMS		59,262.	63,462.
CONSTELLATION BRANDS INC CL A		62,064.	61,324.
DOW CHEMICAL		57,563.	62,942.
EXXON MOBIL CORP		50,802.	54,156.
FACEBOOK INC-A		53,434.	57,525.
FORD MOTOR CO		48,618.	44,881.
GATEWAY FUND - CLASS Y		250,000.	273,898.
JOHNSON & JOHNSON		65,928.	69,126.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LOCKHEED MARTIN CORPORATION		67,854.	74,982.
MARRIOTT INTERNATIONAL INC NEW		47,586.	57,876.
MASCO CORP		64,460.	63,240.
MERGER FUND - L		120,217.	122,580.
AMERICAN FUNDS-NEW WORLD		110,473.	110,905.
NEXTERA ENERGY INC		37,036.	49,576.
T. ROWE PRICE REAL ESTATE FUND		188,377.	216,067.
SOUTHERN CO		50,370.	49,190.
TJX COMPANIES INC		45,834.	45,078.
T-MOBILE US INC		62,414.	92,016.
VALERO ENERGY CORP		56,178.	61,488.
BROADCOM LTD		50,781.	54,799.
CHUBB LIMITED		47,739.	62,096.
TOTALS	3,044,519.	3,451,673.	3,931,223.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ABBVIE INC 1.75% 11/06/2017	49,815.		
ANHEUSER-BUSCH INBEV FIN 2.15%	50,402.	50,402.	50,310.
ASTRAZENECA PLC 1.95% 09/18/20	49,132.	49,132.	50,070.
AUTOZONE INC 1.3% 01/13/2017	50,210.	50,210.	50,002.
BB&T CORPORATION SERIES MTN PR	50,223.	50,223.	50,057.
BANK OF AMERICA CORP 2.6% 01/1	50,360.	50,360.	50,428.
BECTON DICKINSON 1.75% 11/08/2	51,022.		
DR PEPPER SNAPPLE GROUP 2.6% 0	51,064.	51,064.	50,732.
EMC CORP/MASS 2.65% 06/01/2020	49,901.		
FEDERATED TOTAL RETURN BOND FU	742,018.	742,018.	724,108.
GOLDMAN SACHS HIGH YIELD FUND	199,370.	65,935.	63,872.
COCA COLA ENTERPRISES 3.5% 09/	50,919.	50,919.	51,547.
KINDER MORGAN ENERGY PARTNERS	50,133.	50,133.	50,263.
LORD ABBET SHORT DURATION INCO	230,000.	230,000.	223,251.
ONEOK PARTNERS LP 3.2% 09/15/2	51,054.	51,054.	51,092.
PIMCO TOTAL RETURN FUND - INST	77,399.	77,399.	70,065.
POWERSHARES PREFERRED PORTFOLI	117,818.	117,818.	118,180.
RALPH LAUREN CORP 2.125% 09/26	50,226.	50,226.	50,410.
RAYTHEON COMPANY 3.125% 10/15/	51,005.	51,005.	51,620.
SUNTRUST BANKS INC 2.35% 11/01	50,284.	50,284.	50,443.
WELLPOINT INC 2.3% 07/15/2018	50,495.	50,495.	50,327.
TOTALS	2,172,850.	1,888,677.	1,856,777.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
2015 INCOME POSTED IN 2016	4,416.
RETURN OF CAPITAL	613.
2016 DIVIDEND REVERSED IN 2017	1,539.
TOTAL	6,568.

RECIPIENT NAME:
ZANESVILLE CONCERT ASSN
ADDRESS:
C/O RICHARD G. AICHELE
ZANESVILLE, OH 43701-7993
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 29,257.

RECIPIENT NAME:
ALLWELL BEHAVORIAL HEALTH
SERVICES
ADDRESS:
2845 BELL STREET
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 14,629.

RECIPIENT NAME:
BIG BROTHERS, BIG SISTERS INC
ATTN: MOLLY CROOKS
ADDRESS:
4 N 7TH STREET
ZANESVILLE, OH 43701-3755
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

RECIPIENT NAME:
ZANESVILLE MUSEUM OF ART
ADDRESS:
620 MILITARY ROAD
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CULTURAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 29,257.

RECIPIENT NAME:
GSMC FOUNDATION
ATTN: KIM ATKINSON
ADDRESS:
800 FOREST AVE
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 29,257.

RECIPIENT NAME:
MUSKINGUM FAMILY Y
ADDRESS:
1861 ADAMS LANE
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 43,886.

RECIPIENT NAME:
UNITED WAY OF MUSKINGUM, PERRY
& MORGAN COUNTIES, INC.
ADDRESS:
526 PUTNAM AVE
ZANESVILLE, OH 43701-4933
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 29,257.

RECIPIENT NAME:
MUSKINGUM RESPIRATORY CARE
ADDRESS:
711 MAIN STREET
ZANESVILLE, OH 43701-3499
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

RECIPIENT NAME:
AMERICAN HEART ASSN OHIO
NATIONAL BEQUEST CTR.
ADDRESS:
PO BOX 22249
ST PETERSBURG, FL 33742
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

RECIPIENT NAME:
ZANESVILLE CIVIC LEAGUE INC
ATTN: HOWARD W. STEWART,
ADDRESS:
928 JACKSON STREET
ZANESVILLE, OH 43701-3373
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 14,629.

RECIPIENT NAME:
MUSKINGUM VALLEY COUNCIL BOY
SCOUTS OF AMERICA
ADDRESS:
734 MOOREHEAD AVENUE
ZANESVILLE, OH 43701-3349
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 14,629.

RECIPIENT NAME:
ST. JAMES EPISCOPAL CHURCH
ADDRESS:
155 N 6TH STREET
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

RECIPIENT NAME:
PIONEER & HISTORICAL SOCIETY
ADDRESS:
115 JEFFERSON STREET
ZANESVILLE, OH 43701-4905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

RECIPIENT NAME:
MUSKINGUM CO BOARD OF MRDD
C/O JOHN HILL
ADDRESS:
655 ZANE STREET
ZANESVILLE, OH 43701-2621
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE OBJECTIVES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,777.

RECIPIENT NAME:
ZANESVILLE BD OF EDUCATION
ATTN:TERRY MARTIN,SUPERIN
ADDRESS:
160 N 4TH STREET
ZANESVILLE, OH 43701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 43,886.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AMERICAN CANCER SOCIETY
ADDRESS:
PO BOX 720366
OKLAHOMA CITY, OK 73162
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,851.

TOTAL GRANTS PAID: 292,570.