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: THOMAS H WHITE FDN T/A 20-0931800

A Employer identification number: 34-6505722

Number and street (or P O box number if mail is not delivered to street address): KEYBANK 4900 TIEDEMAN RD. OH-01-49-0150 | Room/suite

B Telephone number (see instructions): 216-689-5973

City or town, state or province, country, and ZIP or foreign postal code: BROOKLYN, OH 44144-2302

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) ▶ $ 22,964,053.

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		(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	1,243.	1,243.		STMT 1
	4	Dividends and interest from securities	418,689.	418,689.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-864,961.			
	b	Gross sales price for all assets on line 6a 242,587.				
	7	Capital gain net income (from Part IV, line 2)				
	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)	12,380.	12,380.		STMT 3
	12	**Total.** Add lines 1 through 11	-432,649.	432,312.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	22,054.	16,541.		5,514.
	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 4	1,000.	NONE	NONE	1,000.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	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 5	96,583.			96,583.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	119,637.	16,541.	NONE	103,097.
	25	Contributions, gifts, grants paid	1,127,200.			1,127,200.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,246,837.	16,541.	NONE	1,230,297.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-1,679,486.			
	b	**Net investment income** (if negative, enter -0-)		415,771.		
	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)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	486,585.	223,226.	223,226.
	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)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6	24,465,909.	23,049,782.	22,740,827.
	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)	24,952,494.	23,273,008.	22,964,053.
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. ▶ ☒			
	27	Capital stock, trust principal, or current funds	24,952,494.	23,273,008.	
	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)	24,952,494.	23,273,008.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	24,952,494.	23,273,008.	

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	24,952,494.
2	Enter amount from Part I, line 27a	2	-1,679,486.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	23,273,008.
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	23,273,008.

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	OTHER GAINS AND LOSSES			
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	1,134,479.		1,107,548.	26,931.
b	-891,892.			-891,892.
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				26,931.
b				-891,892.
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	-864,961.
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	1,330,073.	23,271,919.	0.057154
2014	1,292,940.	23,634,060.	0.054707
2013	1,214,786.	22,617,309.	0.053710
2012	1,084,235.	20,726,469.	0.052312
2011	1,111,392.	20,921,967.	0.053121

2	**Total** of line 1, column (d)	2	0.271004
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	0.054201
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	22,116,117.
5	Multiply line 4 by line 3	5	1,198,716.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,158.
7	Add lines 5 and 6	7	1,202,874.
8	Enter qualifying distributions from Part XII, line 4	8	1,230,297.

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 ▶ [X] and enter 1% of Part I, line 27b	1	4,158.
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	4,158.
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	4,158.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 11,981.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 15,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	26,981.
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	22,823.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 22,823. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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 ▶ SEE STATEMENT 8 Telephone no ▶

Located at ▶ ZIP+4 ▶

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 ☒ 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)?	**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 ☒ 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 ☒ 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
KEYBANK N.A. 127 PUBLIC SQUARE, CLEVELAND, OH 44114	TRUSTEE 10	22,054.	-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	22,452,911.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	22,452,911.
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	22,452,911.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	336,794.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,116,117.
6	**Minimum investment return.** Enter 5% of line 5	6	1,105,806.

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	1,105,806.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,158.		
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,158.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,101,648.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,101,648.
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	1,101,648.

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	1,230,297.
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	1,230,297.
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	4,158.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,226,139.

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				1,101,648.
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 86,240.				
b From 2012 76,540.				
c From 2013 131,571.				
d From 2014 159,831.				
e From 2015 193,327.				
f Total of lines 3a through e	647,509.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,230,297.				
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				1,101,648.
e Remaining amount distributed out of corpus	128,649.			
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	776,158.			
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)	86,240.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	689,918.			
10 Analysis of line 9				
a Excess from 2012 76,540.				
b Excess from 2013 131,571.				
c Excess from 2014 159,831.				
d Excess from 2015 193,327.				
e Excess from 2016 128,649.				

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			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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

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

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

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 ATTACHED LIST KEYBANK CLEVELAND OH 44144	NONE	PUBLIC	SEE ATTACHED SHEET	1,127,200.
Total . . . . ▶ **3a**				1,127,200.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	1,243.	
4 Dividends and interest from securities			14	418,689.	
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	-864,961.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PRIVATE ADVISORS C			14	12,380.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-432,649.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 -432,649.

(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

James R Freedline Jr | 09/08/2017 | Vice President

Signature of officer or trustee | Date | Title

KEYBANK BY:J R FREEDLINE

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST		1,243.	1,243.
	TOTAL	1,243.	1,243.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS		56,690.	56,690.
CTF INCOME		361,999.	361,999.
	TOTAL	418,689.	418,689.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIVATE ADVISORS COINVESTMENT FUND III L	12,380.	12,380.
TOTALS	12,380.	12,380.

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	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FOUNDATION MGMT SERVICES	92,829.	92,829.
ADMINISTRATIVE EXPEMSE	3,554.	3,554.
CHARITABLE FILING FEE	200.	200.
TOTALS	96,583.	96,583.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
CHARITABLE MULTI ASSET FUND	C	19,959,696.	19,410,574.
GLAS FUNDS SPC THOMAS H WHITE	C	1,743,648.	1,882,560.
GOLUB CAPITAL PARTNERS INTL VI	C	656,250.	674,359.
PRIVATE ADVISORS COINVESTMENT	C	318,415.	405,864.
CUMULUS FUND HEDGE FUND CL A U	C	300,000.	190,697.
CARLYLE PRIV EQTY ACCESS BLOCK	C	71,250.	64,931.
LAKE VIEW CEMETERY LOT #9 PER	C	523.	523.
TOTALS		23,049,782.	22,629,508.

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-67,783.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-67,783.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-824,109.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-824,109.00

STATEMENT 7

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: KEYBANK N.A.

ADDRESS: 4900 TIEDEMAN ROAD OH-01-49-0150
BROOKLYN, OH 44144-2302

TELEPHONE NUMBER: (216)813-4556

RECIPIENT NAME:
JANET E. NARTEN
ADDRESS:
1442 EUCLID AVE., SUITE 6
CLEVELAND, OH 44115-1953
RECIPIENT'S PHONE NUMBER: 216-696-7273
FORM, INFORMATION AND MATERIALS:
EXPLAIN PURPOSE OF APPLICANT ORGANIZATION. EXPLAIN THE PROJECT FOR WHICH THE APPLICATION IS BEING MADE. EXPLAIN HOW THE PROJECT WILL BENEFIT RESIDENTS OF THE CITY OF CLEVELAND, OHIO
SUBMISSION DEADLINES:
APRIL 1, AUGUST 1, DECEMBER 1
RESTRICTIONS OR LIMITATIONS ON AWARDS:
MUST BENEFIT RESIDENTS OF CITY OF CLEVELAND. INTEREST IS PRE-COLLEGE ED. & YOUTH ENRICHMENT, SEE GUIDELINES ATTACHED.

ORGANIZATION NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	Amount
Bethune-Cookman College Daytona Beach, FL 32114	501(C(3)	for operating support	2,700
Veggie U Oberlin, OH 44074	501(C(3)	for the Place Based Learning Collaborative for CMSD students	9,000
The Educational Service Center of Cuyahoga County Independence, OH 44131	501(C(3)	for PRE4CLE to increase preschool enrollment in Cleveland through family recruitment	30,000
TECH CORPS Columbus, OH 43229	501(C(3)	for 7 Techie Camps for CMSD/Cleveland students	11,000
Teach For America Cleveland, OH 44113	501(C(3)	for program support to recruit more STEM teachers for the CMSD	10,000
Magnolia Clubhouse Cleveland, OH 44106	501(C(3)	to provide employment programming for adults with persistent mental illness	10,000
Scranton Road Ministries Community Development Corp Cleveland, OH 44113	501(C(3)	for the Youth Jobs Partnership	17,500
Saint Martin de Porres High School Cleveland, OH 44103	501(C(3)	for the Academic Resource Center	14,000
Roots of American Music Cleveland Heights, OH 44118	501(C(3)	to provide song-writing residencies in CMSD schools	5,000
Rainey Institute Cleveland, OH 44103	501(C(3)	for early childhood arts enrichment programming	10,000
Open Doors Academy Cleveland, OH 44114	501(C(3)	for after school programming for middle and high school students	10,000
OhioGuidestone Berea, OH 44017	501(C(3)	to provide job training programming for economically disadvantaged adults	15,000
Nature Center at Shaker Lakes Cleveland, OH 44120	501(C(3)	for the Place Based Learning Collaborative for CMSD students	15,000
Art House, Inc Cleveland, OH 44109	501(C(3)	for the Urban Bright program in CMSD schools	5,000
Beech Brook Cleveland, OH 44124	501(C(3)	for school-based mental health services for CMSD students	10,000

Boys Hope Girls Hope of Northeastern Ohio Garfield Heights, OH 44125	501(C(3)	for the Academy Program, providing academic enrichment and college preparatory support	10,000
City Year Inc Cleveland, OH 44115	501(C(3)	for programming in 7 CMSD schools	20,000
Cleveland International Film Festival Cleveland, OH 44113	501(C(3)	for CMSD students to participate in FilmSlam 2016	7,500
Cleveland Play House Cleveland, OH 44114	501(C(3)	for summer literacy programming at 3 CMSD schools	9,800
Cleveland Rape Crisis Center Cleveland, OH 44115	501(C(3)	for sexual violence prevention programming for CMSD students	20,000
Cuyahoga Community College Foundation Cleveland, OH 44115	501(C(3)	to provide STEM learning opportunities to CMSD students and their parents	25,000
EDWINS Leadership & Restaurant Institute Cleveland, OH 44120	501(C(3)	for start-up of the Second Chance Life Skills Center, a residential campus for EDWINS participants	20,000
Girl Scouts of North East Ohio Macedonia, Oh 44056	501(C(3)	to provide Girls Go Techbridge for girls in the CMSD	15,000
Great Lakes Theater Cleveland, OH 44115	501(C(3)	for the school residency program for CMSD students	7,500
Malachi Center Cleveland, OH 44113	501(C(3)	for a computer lab for the youth program	19,000
Merrick House Cleveland, OH 44113	501(C(3)	to increase parent engagement in the early childhood program	10,000
Urban Community School Cleveland, OH 44102	501(C(3)	for early childhood educational aides	20,000
Saint Ignatius High School Cleveland, OH 44102	501(C(3)	for the Arrupe Summer program	10,000
Playhouse Square Foundation Cleveland, OH 44115	501(C(3)	for the Classroom Connections program for CMSD students	10,000
University Circle Incorporated (UCI) Cleveland, OH 44106	501(C(3)	for the Future Connections program	10,000
Passages Connecting Fathers and Sons, Inc Cleveland, OH 44114	501(C(3)	for the Suited for Men program	10,000
Near West Theatre Cleveland, OH 44102	501(C(3)	for theater arts programming for youth	10,000

Musical Arts Association Cleveland, OH 44106	501(C(3)	for CMSD students to attend the 2016-17 Education Concerts	10,000
Legal Aid Society of Cleveland Cleveland, OH 44113	501(C(3)	for the Access to Education program for Cleveland children	30,000
Jones Road Family Development Corporation Cleveland, OH 44105	501(C(3)	for Literacy Through the Arts Summer Academy	7,500
Boys and Girls Clubs of Cleveland Cleveland, OH 44127	501(C(3)	for academic success programming	25,000
BVU The Center for Nonprofit Excellence Cleveland, OH 44114	501(C(3)	for capacity building services for nonprofit organizations	10,000
Cleveland Hearing and Speech Center Cleveland, OH 44106	501(C(3)	for speech language services for Cleveland pre-school children	20,000
Cleveland Public Theatre Cleveland, OH 44102	501(C(3)	for the Student Theatre Enrichment program	10,000
Cleveland Sight Center Cleveland, OH 44106	501(C(3)	for early intervention services for children with visual impairments	14,700
Coach Sam's Inner Circle Foundation Cleveland, OH 44114	501(C(3)	for after-school literacy programming for 3rd grade CMSD students	7,500
College Now Greater Cleveland Cleveland, OH 44113	501(C(3)	for college advising services for CMSD high school students	35,000
Facing History and Ourselves, Inc Cleveland Heights, OH 44118	501(C(3)	to provide professional development and follow-up support for CMSD teachers	10,000
Friends of Breakthrough Schools Cleveland, OH 44114	501(C(3)	for support services to ensure student success in high school and college	10,000
Greater Cleveland Food Bank Cleveland, OH 44110	501(C(3)	for expansion of the Children's Nutrition Initiative	15,000
Domestic Violence & Child Advocacy Center Cleveland, OH 44101	501(C(3)	to provide personal safety skills education for CMSD students	20,000
ideastream Cleveland, OH 44115	501(C(3)	for professional development for CMSD teachers in Pre-K - grade 2	20,000
Center for Arts-Inspired Learning Cleveland, OH 44120	501(C(3)	for ArtWorks, an arts-based youth development and college readiness program	10,000

Esperanza, Inc Cleveland, Oh 44109	501(C(3)	for the Hispanic Youth Leadership program	10,000
Linking Employment, Abilities & Potential Cleveland, OH 44113	501(C(3)	To provide workforce readiness training to Cleveland high school-students with disabilities	15,000
LifeAct Cleveland, OH 44122	501(C(3)	for the Recognizing Teen Depression and Preventing Suicide program for CMSD teens	12,500
Achievement Centers for Children Highland Hills, OH 44128	501(C(3)	for the Technical Assistance program for children with disabilities in early learning centers	15,000
Literacy Cooperative of Greater Cleveland Cleveland, OH 44115	501(C(3)	for Adult Literacy programming	20,000
Effective Leadership Academy Warrensville Heights, OH 44128	501(C(3)	for LEAD programming for CMSD students	12,000
Great Lakes Museum of Science Environment and Technology Cleveland, OH 44114	501(C(3)	for the Cleveland Creates program for CMSD 7th graders	20,000
Progressive Arts Alliance Cleveland, OH 44114	501(C(3)	to provide arts-integrated STEM residencies in CMSD K-8 schools	10,000
Cleveland School of the Arts Board of Trustees Cleveland, OH 44118	501(C(3)	for artist residencies through the 16th Annual Festival of New Works	15,000
University Settlement Cleveland, OH 44127	501(C(3)	for programming for CMSD students	10,000
United Way of Greater Cleveland Cleveland, OH 44115	501(C(3)	to support the Wraparound Strategy at Bolton Elementary School	100,000
Towards Employment Cleveland, OH 44115	501(C(3)	for job preparation, placement, retention and advancement services for individuals with criminal backgrounds	20,000
West Side Catholic Center Cleveland, OH 44113	501(C(3)	for employment readiness programming for homeless and disadvantaged adults	10,000
May Dugan Center Cleveland, OH 44113	501(C(3)	for trauma-informed workforce development support and retention services	10,000
Spanish American Committee For A Better Community Cleveland, OH 44113	501(C(3)	for employment services	20,000
Providence House, Inc Cleveland, OH 44113	501(C(3)	for enrichment programming for children	7,500
Baldwin Wallace University Berea, OH 44017	501(C(3)	for the Baldwin Wallace Scholars Program	25,000

America SCORES Cleveland Cleveland, OH 44114	501(C(3)	for after-school health and literacy programming in the CMSD	20,000
Dancing Classrooms Northeast Ohio Parma, OH 44134	501(C(3)	for dance residency programming in CMSD schools	5,000
Family Promise of Greater Cleveland Cleveland, OH 44120	501(C(3)	to provide employment programming for homeless families	10,000
Daily Dose Of Reading South Euclid, OH 44121	501(C(3)	to provide early literacy programming at Cleveland Head Start centers	10,000
Cornerstone of Hope Independence, OH 44131	501(C(3)	for grief counseling for City of Cleveland youth	10,000
Vocational Guidance Services Cleveland, OH 44103	501(C(3)	to provide training and employment for individuals with disabilities	15,000
United Cerebral Palsy of Greater Cleveland Cleveland, OH 44106	501(C(3)	for the Community Employment program	10,000
The Children's Museum of Cleveland Cleveland, OH 44115	501(C(3)	for outreach programming in Cleveland Public Library branches	10,000
Youth Opportunities Unlimited Cleveland, OH 44115	501(C(3)	for Jobs for Ohio's Graduates	25,000
Minds Matter of Cleveland Cleveland, OH 44114	501(C(3)	for academic and mentorship programming for low-income high school students	17,500
			1,127,200