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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	6,531	22,192	22,192
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,036,725	970,962	1,423,773
	c	Investments—corporate bonds (attach schedule)	872,784	869,254	852,212
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	1,916,040	1,862,408	2,298,177	
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)		0	
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	1,916,040	1,862,408	
	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)	1,916,040	1,862,408		
31	Total liabilities and net assets/fund balances (see instructions) .	1,916,040	1,862,408		

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	1,916,040
2	Enter amount from Part I, line 27a	2	-57,015
3	Other increases not included in line 2 (itemize) ▶ _____	3	3,843
4	Add lines 1, 2, and 3	4	1,862,868
5	Decreases not included in line 2 (itemize) ▶ _____	5	460
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,862,408

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)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
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	33,272
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 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	134,599	2,387,216	0 056383
2014	112,085	2,410,162	0 046505
2013	115,590	2,285,139	0 050583
2012	77,789	2,146,478	0 03624
2011	89,347	2,108,304	0 042379

2 Total of line 1, column (d)	2	0 23209
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 046418
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,247,531
5 Multiply line 4 by line 3	5	104,326
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	692
7 Add lines 5 and 6	7	105,018
8 Enter qualifying distributions from Part XII, line 4	8	125,424

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	692
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	692
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	692
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,084
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	1,084
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
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	392
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 392 Refunded ▶	11	0

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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► _____	13	Yes	
14	The books are in care of ► <u>HUNTINGTON NATIONAL BANK</u> Telephone no ► <u>(614) 331-9046</u>			

Located at ► PO 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		
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	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?		☐ Yes ☒ No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		☐ 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		No
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		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	5b		
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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? ☐ Yes ☒ No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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? ☐ Yes ☒ No	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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HUNTINGTON NATIONAL BANK 30050 CHAGRIN BLVD PEPPER PIKE, OH 44124	TRUSTEE 40	25,353		
ROBERT S MCCULLOCH III 165 E STATE STREET SALEM, OH 44460	DIRECTOR 1	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1		
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	
2	
All other program-related investments. See instructions.	
3	
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	2,227,337
b	Average of monthly cash balances.	1b	54,420
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,281,757
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,281,757
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	34,226
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,247,531
6	Minimum investment return. Enter 5% of line 5.	6	112,377

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	112,377
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	692
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	692
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	111,685
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	111,685
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	111,685

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	125,424
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	125,424
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	692
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	124,732

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				111,685
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			12,354	
b Total for prior years 2014, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	0			
b From 2012.	0			
c From 2013.	0			
d From 2014.	0			
e From 2015.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 125,424				
a Applied to 2015, but not more than line 2a			12,354	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				111,685
e Remaining amount distributed out of corpus	1,385			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,385			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,385			
10 Analysis of line 9				
a Excess from 2012.	0			
b Excess from 2013.	0			
c Excess from 2014.	0			
d Excess from 2015.	0			
e Excess from 2016.	1,385			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
CAROL CHAMBERLAIN
PO BOX EA4E86
COLUMBUS, OH 43216
(614) 331-9046

b The form in which applications should be submitted and information and materials they should include
WRITTEN APPLICATION STATING PURPOSE OF REQUEST

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
RESTRICTED TO ORGANIZATIONS IN THE CITY OF SALEM OR THE STATE OF OHIO

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	112,147
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	49,301	
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	33,272	
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). . .				82,573	
13 Total. Add line 12, columns (b), (d), and (e).			13		82,573

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Print/Type preparer's name JOSEPH B HULL	Preparer's Signature	Date 2017-05-09	Check if self-employed ☐	PTIN P00135850
Firm's name ▶ ERNST & YOUNG US 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 IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
430 BAXALTA INC		2009-11-24	2016-06-06
500 BROADCOM CORP		2007-11-28	2016-02-03
375 CONOCOPHILLIPS		2007-04-04	2016-02-03
100 DEERE & COMPANY		2013-09-30	2016-08-31
564 DELL TECHNOLOGIES INC CL V		2015-01-01	2016-11-21
660 E M C CORP		2009-11-24	2016-09-07
50000 FHLB 6% 09/21/2016		2012-09-25	2016-09-21
677 603 FEDERATED INTERNATIONAL LEADERS FUND		2014-08-04	2016-04-05
200 GILEAD SCIENCES INC		2011-06-29	2016-04-05
400 GILEAD SCIENCES INC		2011-06-29	2016-05-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
19,971		10,668	9,303
27,387		13,922	13,465
13,781		19,777	-5,996
8,472		8,205	267
27		27	
19,345		11,257	8,088
50,000		50,000	
19,000		22,659	-3,659
18,846		4,164	14,682
33,010		8,329	24,681

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			9,303
			13,465
			-5,996
			267
			8,088
			-3,659
			14,682
			24,681

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
50000 JP MORGAN CHASE & CO 3 15% 07/05/2016		2011-07-12	2016-07-05
300 KOHLS CORP		2014-09-24	2016-05-18
1515 152 PIMCO LOW DURATION INSTITUTIONAL		2012-07-23	2016-09-30
1616 795 PIMCO TOTAL RETURN FUND INSTL CLASS		2014-02-25	2016-09-30
2380 321 PIMCO COMMODITY REAL RETURN STRATEGY FUND - INS #45		2014-07-31	2016-01-12
726 SHIRE PLC ADR		2016-06-06	2016-06-21
300 SUNCOR ENERGY INC		2010-03-17	2016-04-05
1106 913 FRANKLIN TEMPLETON GLOBAL BOND FUND - AD		2007-05-23	2016-06-23
1080 108 FRANKLIN TEMPLETON GLOBAL BOND FUND - AD		2007-05-23	2016-09-30
120 V F CORP W/1 RT/SH		2011-03-04	2016-06-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,000		50,542	-542
10,460		20,608	-10,148
15,000		15,958	-958
16,750		17,455	-705
14,187		27,278	-13,091
125		139	-14
7,974		9,262	-1,288
12,453		12,453	
12,000		12,079	-79
7,468		2,860	4,608

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-542
			-10,148
			-958
			-705
			-13,091
			-14
			-1,288
			-79
			4,608

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
79 75 VANGUARD MID CAP INDEX FUND - ADMIRAL S		2015-02-09	2016-02-09
72 608 VANGUARD SMALL CAP INDEX - ADMIRAL SHARE		2014-10-29	2016-02-09
240 VODAFONE GROUP PLC - SP ADR		2010-10-06	2016-04-05
12 BROADCOM LTD		2007-11-28	2016-02-18
12 BROADCOM LTD		2007-11-28	2016-04-05
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,376		12,254	-1,878
3,339		3,945	-606
7,452		11,425	-3,973
14		16	-2
1,859		1,630	229
			888

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
			-1,878
			-606
			-3,973
			-2
			229

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SALEM CITY SCHOOLS 1226 E STATE STREET SALEM, OH 44460	NONE	PC	SUPPORT PROGRAM	25,000
YOUNGSTOWN STATE UNIVERSITY FBO TANNER TULLIS 410 WICK AVE YOUNGSTOWN, OH 44555	NONE	I	TUITION	2,467
UNIVERSITY OF AKRON FBO AUSTIN FIRTH PO BOX 2260 AKRON, OH 44309	NONE	I	TUITION	5,000
KENT STATE UNIVERSITY FBO BRITTANY RING PO BOX 5190 KENT, OH 44242	NONE	I	TUITION	1,344
UNIVERSITY OF MOUNT UNION FBO RACHELLE POWER 1972 CLARK AVENUE ALLIANCE, OH 44601	NONE	I	TUITION	3,864
LAKE ERIE COLLEGE FBO REBECCA ALTHOUSE 391 W WASHINGTON STREET PAINESVILLE, OH 44077	NONE	I	TUITION	5,000
CARNEGIE MELLON UNIVERSITY FBO TAYLOR VENCE 5000 FORBES AVENUE PITTSBURGH, PA 15213	NONE	I	TUITION	3,472
CHURCH WOMEN UNITED 265 W 14TH STREET SALEM, OH 44460	NONE	PC	SUPPORT PROGRAM	5,000
SALEM COMMUNITY FOUNDATION PO BOX 553 SALEM, OH 44460	NONE	PC	VARIOUS PROGRAMS	21,000
ALLEGHENY WESLYAN COLLEGE 2161 WOODSDALE RD SALEM, OH 44460	NONE	PC	GENERAL SUPPORT	10,000
SALEM REGIONAL MEDICAL CENTER FDN ONCOLOGY UNIT 1995 E STATE ST SALEM, OH 44460	NONE	PC	EXPANSION PLEDGE	30,000
Total ► 3a				112,147

TY 2016 Accounting Fees Schedule**Name:** THE PEARCE FOUNDATION**EIN:** 34-6572300

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	800	400		400

TY 2016 Compensation Explanation

Name: THE PEARCE FOUNDATION

EIN: 34-6572300

Person Name	Explanation
HUNTINGTON NATIONAL BANK	TRUSTEE FEES

TY 2016 Investments Corporate Bonds Schedule

Name: THE PEARCE FOUNDATION

EIN: 34-6572300

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AFLAC INC 2.65% 02/15/2017	50,443	50,076
BLACKROCK INFLATION PROTECTED	102,803	96,850
EATON VANCE FLOATING-RATE FUND	25,000	24,400
FFCB 3.15% 01/12/2018	51,080	50,988
FHLB 0.6% 09/21/2016		
FHLB 4.125% 03/13/2020	48,896	53,890
FNMA 0.875% 10/26/2017	50,208	50,007
GENERAL ELEC CAP CORP 1.625% 0	49,887	50,164
JP MORGAN CHASE & CO 3.15% 07/		
ORACLE CORPORATION 2.8% 07/08/	51,116	50,960
PIMCO LOW DURATION FUND- INSTI	26,882	24,836
PIMCO TOTAL RETURN FUND-INSTIT	131,172	121,258
PNC BANK NA SERIES BKNT 2.2% 0	49,977	50,264
FRANKLIN TEMPLETON GLOBAL BOND	26,180	27,273
UNITEDHEALTH GROUP INC 2.3% 12	50,056	50,376
JP MORGAN CHASE & CO 2.4%	50,660	49,541
QUALCOMM INC 3% 05/20/2022	104,894	101,329

TY 2016 Investments Corporate Stock Schedule

Name: THE PEARCE FOUNDATION
EIN: 34-6572300

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC	20,286	21,265
ALPHABET INC - CL A	16,456	19,811
APPLE INC	26,666	34,746
BAXALTA INC		
BAXTER INTERNATIONAL INC W/1 R	12,519	19,066
BERKSHIRE HATHAWAY INC CL B	13,967	16,298
BRISTOL-MYERS SQUIBB CO	9,793	26,298
BROADCOM CORP CL A		
CVS HEALTH CORPORATION	13,496	23,673
CARDINAL HEALTH INC	14,833	28,788
CHURCH & DWIGHT CO INC W/1 RT/	12,739	26,514
CISCO SYSTEMS	19,684	30,220
COMCAST CORP CL A	18,689	39,359
CONOCOPHILLIPS		
DEERE & CO W/1 RT/SH		
DOW CHEMICAL	12,644	29,754
EMC CORP/MASS		
EBAY INC	6,710	14,845
EMERSON ELECTRIC CO	16,824	16,725
EXXON MOBIL CORP	27,711	34,299
FEDERATED INTERNATIONAL LEADER	92,420	81,256
FIRST EAGLE OVERSEAS FUND-CLAS	36,725	34,936
GENERAL ELECTRIC CO	7,744	31,600
GILEAD SCIENCEES INC		
HARBOR INTERNATIONAL FUND	5,024	4,130
HOME DEPOT INC	17,900	33,520
HONEYWELL INTERNATIONAL INC	9,512	11,585
JP MORGAN CHASE&CO	4,714	11,218
KLA-TENCOR CORP	11,963	19,670
KOHL'S CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THE KROGER CO	10,066	31,059
MICROSOFT CORP	5,785	12,428
NEXTERA ENERGY INC	9,804	11,946
NUCOR CORP W/1 RT/SH	15,402	15,475
ORACLE CORPORATION	13,351	26,915
OPPENHEIMER DEVELOPING MARKETS	19,742	20,712
PNC FINANCIAL SERVICES	25,939	46,784
PARKER HANNIFIN CORP	11,240	21,000
PAYPAL HOLDINGS INC	9,885	19,735
PEPSICO INC	16,098	31,389
PIMCO COMMODITY REAL RETURN ST		
PRUDENTIAL FINANCIAL INC	8,613	15,609
QUALCOMM INC	7,680	6,520
SCHLUMBERGER LTD	5,625	8,395
SEMPRA ENERGY	17,298	33,211
SMUCKER (J/M.) CO THE-NEW COM	10,243	12,806
STARBUCKS CORP	17,331	16,656
STATE STREET CORP	15,492	31,865
SUNCOR ENERGY INC	5,727	6,538
TEXAS INSTRUMENTS INC	28,401	43,782
3M COMPANY	13,222	26,786
UNION PACIFIC CORP	10,799	10,368
UNITED TECHNOLOGIES CORP	5,070	10,962
V F CORP	10,178	21,340
VALERO ENERGY CORP	20,558	53,290
VANGUARD MID CAP INDEX FUND-AD	36,681	38,896
VANGUARD SMALL CAP INDEX-ADMIR	11,555	13,354
VERIZON COMMUNICATIONS	20,887	21,352
VIACOM INC CLASS B	9,796	7,020
VODAFONE GROUP PLC-SP ADR		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO&CO	27,352	55,110
MEDTRONIC PLC	35,304	33,478
ACE LIMITED		
ADVANSIX INC	51	89
CHUBB LIMITED	19,265	40,957
DELL TECHNOLOGIES INC CL V	3,446	4,013
FIDELITY REAL ESTATE INCOME FU	10,000	10,252
FORD MOTOR CO	12,580	12,130
GATEWAY FUND - CLASS Y	19,715	21,243
LOCKHEED MARTIN CORPORATION	9,671	9,998
SHIRE PLC ADR	12,091	10,734

TY 2016 Other Decreases Schedule

Name: THE PEARCE FOUNDATION
EIN: 34-6572300

Description	Amount
2016 INCOME POSTED IN 2017	460

TY 2016 Other Expenses Schedule**Name:** THE PEARCE FOUNDATION**EIN:** 34-6572300**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEES	200	0		200

TY 2016 Other Increases Schedule**Name:** THE PEARCE FOUNDATION**EIN:** 34-6572300

Description	Amount
2015 TRANSACTIONS POSTED IN 2016	613
RETURN OF CAPITAL	3,230

TY 2016 Taxes Schedule**Name:** THE PEARCE FOUNDATION**EIN:** 34-6572300

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	742	0		0
FOREIGN TAXES ON QUALIFIED FOR	288	288		0
FOREIGN TAXES ON NONQUALIFIED	58	58		0