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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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: THE KELVIN & ELEANOR SMITH FOUNDATION

A Employer identification number: 34-6555349

Number and street (or P O box number if mail is not delivered to street address): 30100 CHAGRIN BLVD. Room/suite: 150

B Telephone number: 216-591-9111

City or town, state or province, country, and ZIP or foreign postal code: CLEVELAND, OH 44124

C If exemption application is pending, check here ▶ [ ]

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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

04

03 04

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) ▶$ 152,374,758.

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).)

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,732,608.	2,732,608.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,806,351.			
	b Gross sales price for all assets on line 6a 42,463,894.				
	7 Capital gain net income (from Part IV, line 2)		8,806,351.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	13,678.	58,790.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	11,552,637.	11,597,749.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	240,000.	0.		0.
	14 Other employee salaries and wages	381,250.	0.		381,250.
	15 Pension plans, employee benefits	25,737.	0.		25,737.
	16a Legal fees STMT 3	7,246.	0.		7,246.
	b Accounting fees STMT 4	12,700.	0.		12,700.
	c Other professional fees STMT 5	750,467.	750,467.		0.
	17 Interest				
	18 Taxes STMT 6	216,081.	64,027.		22,054.
	19 Depreciation and depletion				
	20 Occupancy	18,630.	9,315.		9,315.
	21 Travel, conferences, and meetings	1,510.	0.		1,510.
	22 Printing and publications				
	23 Other expenses STMT 7	364,020.	307,144.		56,876.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	2,017,641.	1,130,953.		516,688.
	25 Contributions, gifts, grants paid	6,798,924.			6,798,924.
	26 **Total expenses and disbursements.** Add lines 24 and 25	8,816,565.	1,130,953.		7,315,612.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,736,072.			
	b **Net investment income** (if negative, enter -0-)		10,466,796.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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823501 12-11-18 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2018)

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11021026 138919 12862.0 2018.04030 THE KELVIN & ELEANOR SMIT 12862.01

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			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			
	2	Savings and temporary cash investments	9,324,784.	7,064,281.	7,064,281.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 9	91,968,713.	93,781,870.	103,153,963.
	c	Investments - corporate bonds STMT 10	10,942,727.	12,164,106.	11,936,176.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	22,306,707.	24,195,514.	30,220,338.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	134,542,931.	137,205,771.	152,374,758.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	134,542,931.	137,205,771.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	134,542,931.	137,205,771.	
	31	**Total liabilities and net assets/fund balances**	134,542,931.	137,205,771.	

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	134,542,931.
2	Enter amount from Part I, line 27a	2	2,736,072.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	137,279,003.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	73,232.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	137,205,771.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

	(a) List and describe the kind(s) of property sold (for example, 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				
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				
b				
c				
d				
e	42,463,894.		33,657,543.	8,806,351.

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

	(i) FMV 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				
b				
c				
d				
e				8,806,351.

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 — 8,806,351.

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).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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 doesn't 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))
2017	7,774,911.	166,606,219.	.046666
2016	7,151,085.	144,535,771.	.049476
2015	1,352,716.	145,760,813.	.009280
2014	8,046,528.	152,629,889.	.052719
2013	8,242,732.	155,452,901.	.053024

2	**Total** of line 1, column (d)	2	.211165
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.042233
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	165,887,143.
5	Multiply line 4 by line 3	5	7,005,912.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	104,668.
7	Add lines 5 and 6	7	7,110,580.
8	Enter qualifying distributions from Part XII, line 4	8	7,315,612.

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 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	BNY 80010002	P	VARIOUS	12/31/18
b	BNY 80040002	P	VARIOUS	12/31/18
c	BNY 80030002	P	VARIOUS	12/31/18
d	BNY 80090002	P	VARIOUS	12/31/18
e	BNY 80050002	P	VARIOUS	12/31/18
f	BNY 80110002	P	VARIOUS	12/31/18
g	BNY 80120002	P	VARIOUS	12/31/18
h	BNY 80130002	P	VARIOUS	12/31/18
i	BNY 80150002	P	VARIOUS	12/31/18
j	GAIN FROM INVEST.PARTNERSHIPS	P	VARIOUS	12/31/18
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(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	9,598,055.		8,967,615.	630,440.
b	4,417,306.		3,166,040.	1,251,266.
c	4,532,730.		2,299,955.	2,232,775.
d	7,466,024.		7,177,025.	288,999.
e	4,198,035.		4,217,632.	-19,597.
f	789,105.		578,293.	210,812.
g	5,478,722.		4,673,085.	805,637.
h	982,946.		792,111.	190,835.
i	2,119,040.		1,785,787.	333,253.
j	815,854.			815,854.
k	2,066,077.			2,066,077.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				630,440.
b				1,251,266.
c				2,232,775.
d				288,999.
e				-19,597.
f				210,812.
g				805,637.
h				190,835.
i				333,253.
j				815,854.
k				2,066,077.
l				
m				
n				
o				

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	8,806,351.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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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	104,668.
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	104,668.
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	104,668.
6	Credits/Payments:				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	74,738.		
b	Exempt foreign organizations - tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	75,000.		
d	Backup withholding erroneously withheld	6d	0.		
7	Total credits and payments. Add lines 6a through 6d			7	149,738.
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	45,070.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 45,070. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	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	X	
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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	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 ▶ WWW.KESMITHFOUNDATION.ORG

14 The books are in care of ▶ PAMELA EICHENAUER Telephone no. ▶ 216-591-9111
Located at ▶ 30100 CHAGRIN BLVD., CLEVELAND, OH ZIP+4 ▶ 44124

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2018, 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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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.) N/A	2b		
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 2018 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 2018.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	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	N/A	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? N/A	Yes No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	Yes [X] No			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		240,000.	16,202.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAM EICHENAUER - 30100 CHAGRIN BLVD. #150, CLEVELAND, OH 44124	GRANTS MANAGER 40.00	141,250.	9,535.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
CM WEALTH ADVISORS - 2000 AUBRUN DR. SUITE 400, BEACHWOOD, OH 44124	INVESTMENT COUNSEL	320,020.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	158,895,286.
b	Average of monthly cash balances	1b	9,518,057.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	168,413,343.
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	168,413,343.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,526,200.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	165,887,143.
6	**Minimum investment return.** Enter 5% of line 5	6	8,294,357.

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	8,294,357.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	104,668.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	104,668.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	8,189,689.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	8,189,689.
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	8,189,689.

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	7,315,612.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	7,315,612.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	104,668.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,210,944.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				8,189,689.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013 761,609.				
b From 2014 626,244.				
c From 2015 222,800.				
d From 2016 33,806.				
e From 2017				
f Total of lines 3a through e	1,644,459.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 7,315,612.				
a Applied to 2017, but not more than line 2a			0.	
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 2018 distributable amount				7,315,612.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	874,077.			874,077.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	770,382.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	770,382.			
10 Analysis of line 9:				
a Excess from 2014 513,776.				
b Excess from 2015 222,800.				
c Excess from 2016 33,806.				
d Excess from 2017				
e Excess from 2018				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(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).)

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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 ATTACHED	N/A	PC	SEE ATTACHED	6,798,924.
Total			▶ 3a	6,798,924.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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
	(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	2,732,608.	
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	525990	-66,769.	01	80,447.	
8 Gain or (loss) from sales of assets other than inventory			18	8,806,351.	
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)		-66,769.		11,619,406.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 11,552,637.

(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).

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) (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
		N/A	

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

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: [signature] Date: 11/7/2019 Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHRISTOPHER B. ANDERSON	[signature]	10/28/19		P00226559

Firm's name ▶ MALONEY + NOVOTNY LLC — Firm's EIN ▶ 34-0677006

Firm's address ▶ 1111 SUPERIOR AVE, SUITE 700 CLEVELAND, OH 44114-2540 — Phone no. (216) 363-0100

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	4,375,863.	2,066,077.	2,309,786.	2,309,786.	
INT.&DIV.FROM INVEST,P'SHIPS	422,822.	0.	422,822.	422,822.	
TO PART I, LINE 4	4,798,685.	2,066,077.	2,732,608.	2,732,608.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIP INVEST.OTHER THAN CAP.GAIN	58,790.	58,790.	
UNRELATED BUSINESS INC.FROM PARTNERSHIP INVEST.	-66,769.	0.	
CLASS ACTION SETTLEMENTS	21,657.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	13,678.	58,790.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	7,246.	0.		7,246.
TO FM 990-PF, PG 1, LN 16A	7,246.	0.		7,246.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,700.	0.		12,700.
TO FORM 990-PF, PG 1, LN 16B	12,700.	0.		12,700.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	750,467.	750,467.		0.
TO FORM 990-PF, PG 1, LN 16C	750,467.	750,467.		0.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID-K-1'S	14,525.	14,525.		0.
FOREIGN TAXES PAID-INVESTMENTS	49,502.	49,502.		0.
PAYROLL TAXES	22,054.	0.		22,054.
FEDERAL EXCISE TAXES	130,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	216,081.	64,027.		22,054.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL OFFICE EXPENSES	52,374.	0.		52,374.
OTHER EXPENSES FROM K-1'S	303,927.	303,927.		0.
CHARITABLE EXPENSES	4,502.	0.		4,502.
OTHER INVESTMENT EXPENSES	3,217.	3,217.		0.
TO FORM 990-PF, PG 1, LN 23	364,020.	307,144.		56,876.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
BOOK-TO-TAX DIFFERENCES FOR PARTNERSHIP INCOME	73,232.
TOTAL TO FORM 990-PF, PART III, LINE 5	73,232.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON WEALTH MANAGEMENT, CO-TRUSTEE	93,781,870.	103,153,963.
TOTAL TO FORM 990-PF, PART II, LINE 10B	93,781,870.	103,153,963.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON WEALTH MANAGEMENT, CO-TRUSTEE	12,164,106.	11,936,176.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,164,106.	11,936,176.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VENTURE CAPITAL/PRIVATE EQUITY	COST	24,195,514.	30,220,338.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,195,514.	30,220,338.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JULIE A. BOLAND 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TREASURER 0.50	0.	0.	0.
CHARLES P. BOLTON 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
CAREY F. JAROS 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
TREVOR O. JONES 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
WILLIAM B. LAPLACE 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
ELLEN STIRN MAVEC 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	PRESIDENT & CHAIR 40.00	240,000.	16,202.	0.
VANESSA MAVEC KING 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
MADELINE MAVEC 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
J.T. MULLEN 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
JOHN G. NESTOR 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.

DAVID M. LENZ 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	SECRETARY 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		240,000.	16,202.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 13
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PAMELA EICHENAUER
30100 CHAGRIN BLVD SUITE 150
CLEVELAND, OH 44124

TELEPHONE NUMBER

216-591-9111

FORM AND CONTENT OF APPLICATIONS

(1) WRITTEN APPLICATION;
(2) CURRENT AUDITED FINANCIAL STATEMENTS; AND
(3) IRS TAX EXEMPTION LETTER

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICATION MAY BE MADE ONLY BY INTERNAL REVENUE CODE SECTION 509(A)(1), (2), OR (3) ORGANIZATIONS. PREFERENCE IS GIVEN TO THE GREATER CLEVELAND AREA.

FY2018 Grant Distributions

NAME OF ORGANIZATION	PURPOSE OF GRANT	DOLLAR AMOUNT OF GRANT
A Special Wish Foundation, Cleveland 23 Public Square Brecksville, Ohio 44141	General Operating	$ 1,000
Achievement Centers for Children 4255 Northfield Road Highland Hills, Ohio 44128	General Operating General Operating	$ 20,000 $ 2,500
Apollo's Fire 3091 Mayfield Road, Suite 217 Cleveland Heights, Ohio 44118	General Operating	$ 10,000
Art Therapy Studio 12200 Fairhill Road Cleveland, Ohio 44120	General Operating	$ 7,500
The Beck Center for the Arts 17801 Detroit Avenue Lakewood, Ohio 44107	General Operating Capital	$ 12,000 $ 1,000
Beech Brook 3737 Lander Road Cleveland, Ohio 44124	General Operating	$ 25,000
Boys & Girls Clubs of Cleveland 6114 Broadway Avenue Cleveland, Ohio 44127	General Operating General Operating	$ 30,000 $ 2,500
BVU: The Center for Nonprofit Excellence 1300 East 9th Street - Suite 1805 Cleveland, Ohio 44114	General Operating	$ 25,000
Case Western Reserve University 10900 Euclid Avenue Cleveland, Ohio 44106-7001	Lucia Nash Walkway Maltz Performing Arts - Phase II Annual Fund	$ 750,000 $ 750,000 $ 15,000
Catholic Charities 1404 East 9th Street - 8th Floor Cleveland, Ohio 44114-1722	General Operating	$ 2,500
Center for Arts-Inspired Learning 13110 Shaker Square Cleveland, Ohio 44120	General Operating	$ 30,000
The Children's Museum of Cleveland 3813 Euclid Avenue Cleveland, Ohio 44115	Capital Campaign General Operating	$ 250,000 $ 20,000
Circle Health Services 12201 Euclid Avenue Cleveland, Ohio 44106-4399	General Operating	$ 45,000
Cleveland Hearing & Speech Center 11206 Euclid Avenue Cleveland, Ohio	General Operating	$ 15,000

Cleveland Institute of Art 11610 Euclid Avenue Cleveland, Ohio 44106	General Operating	$	7,500
Cleveland International Piano Competition 20600 Chagrin Blvd, Suite 1110 Shaker Hts, Ohio 44122	General Operating	$	10,000
Cleveland Leadership Center 1422 Euclid Avenue - Suite 940 Cleveland, Ohio 44115	General Operating	$	40,000
The Cleveland Museum of Art 11150 East Boulevard Cleveland, Ohio 44106	General Operating Capital: Japanese & Korean Galleries	$ $	150,000 480,000
Cleveland Public Theatre 6415 Detroit Road Cleveland, Ohio 44102	General Operating	$	20,000
The Cleveland Rotary Foundation 1122 Prospect Avenue Cleveland, Ohio 44115	General Operating	$	1,000
Cleveland School of the Arts P.O. Box 18265 Cleveland, OH 44118	General Operating	$	35,000
Cleveland Sight Center 1909 E. 101st Street Cleveland, Ohio 44106	General Operating	$	40,000
Cleveland State University Foundation Inc. Union Building, Suite 501 2121 Euclid Avenue Cleveland, Ohio 44115-2454	Center for Population Dynamics	$	10,000
Conservancy for Cuyahoga Valley National Park Hines Hill Center 1403 W. Hines Hill Road Peninsula, Ohio 44264	General Operating Visitor Center - Capital	$ $	30,000 200,000
Cuyahoga Community College Foundation 700 Carnegie Avenue Cleveland, Ohio 44115-2878	EMT/Paramedic Equipment	$	4,500
Cuyahoga County Public Library 2111 Snow Road Parma, Ohio 44134	Bricks & Books Campaign	$	100,000
Cuyahoga Valley Scenic Railroad P.O. Box 158 Peninsula, Ohio 44264-0158	General Operating	$	15,000

Cystic Fibrosis, Northern Ohio Chapter 8001 Sweet Valley Drive, Suite 3 Valley View, Ohio 44125	General Operating	$	1,000
Downtown Cleveland Alliance 1010 Euclid Avenue, 3rd Floor Cleveland, Ohio 44115	General Operating	$	60,000
Fairview Park Education Foundation P.O. Box 26378 Fairview Park, Ohio 44126	General Operating	$	1,000
Family Promise of Greater Cleveland 3470 East 152nd Street Cleveland, Ohio 44120	General Operating Capital Campaign Capital Campaign	$ $ $	35,000 57,424 5,000
Fieldstone Farm Therapeutic Riding Center 16497 Snyder Road P.O. Box 23129 Chagrin Falls, Ohio 44023	Ridershop Support General Operating	$ $	50,000 7,500
The First Tee of Cleveland 3841 Washington Park Blvd. Newburgh Heights, Ohio 44105	General Operating	$	25,000
Flying Horse Farms 5260 State Route 95 Mt. Gilead, Ohio 43338	General Operating	$	20,000
The Foundation Center – Cleveland 1422 Euclid Avenue - Suite 1600 Cleveland, Ohio 44115	General Operating	$	6,000
Friends of Breakthrough Schools 3635 Perkins Avenue Cleveland, Ohio 44114	Capital: Willard School	$	500,000
Friends of DBA 14666 Regency Drive Strongsville, Ohio 44149	General Operating	$	1,000
The Gathering Place 23300 Commerce Park Beachwood, Ohio 44122	General Operating & 20th Anniversary	$	20,000
Great Lakes Theater 1501 Euclid Avenue - #300 Cleveland, Ohio 44115-2108	General Operating Set Renovations for A Christmas Carol	$ $	50,000 15,000
Greater Cleveland Food Bank 15500 S Waterloo Road Cleveland, Ohio 44110	General Operating General Operating	$ $	50,000 5,000
Greater Cleveland Habitat for Humanity 2110 West 110th Street Cleveland, Ohio 44102	General Operating	$	20,000
Group Plan Commission			

1939 West 25th Street - Suite 200 Cleveland, Ohio 44113	Public Square Transformation	$	125,000

Hathaway Brown School 19600 North Park Boulevard Shaker Heights, Ohio 44122	General Operating	$	2,500
Hawken School 12465 County Line Road Gates Mills, Ohio 44040-8002	2017-2018 Hawken Fund	$	20,000
The Hiram House 33775 Hiram Trail Chagrin Falls, Ohio 44022	Camperships	$	10,000
Hopewell 9637 State Road Route 534 P.O. Box 193 Mesopotamia, Ohio 44439	General Operating	$	35,000
Hospice of the Western Reserve 17876 St. Clair Avenue Cleveland, OH 44110	General Operating	$	25,000
ideastream 1375 Euclid Avenue Cleveland, Ohio 44115	Arts & Culture Programming	$	40,000
Junior Achievement of Greater Cleveland, Inc. 1422 Euclid Avenue - Suite 525 Cleveland, Ohio 44115	General Operating	$	20,000
Lake Erie Nature and Science Center 28728 Wolf Road Bay Village, Ohio 44140	General Operating	$	35,000
LAND studio 1939 West 25th Street - Suite 200 Cleveland, Ohio 44113	General Operating	$	30,000
Laurel School One Lyman Circle Cleveland, Ohio 44122	General Operating	$	7,500
Lawrence School 10036 Olde Eight Road Sagamore Hills, Ohio 44067	General Operating General Operating	$ $	50,000 3,750
Museum of Contemporary Art Cleveland 11400 Euclid Avenue Cleveland, Ohio 44106	General Operating Free Admission for All	$ $	50,000 40,000
The Musical Arts Association 11001 Euclid Avenue Cleveland, Ohio 44106	General Operating General Operating	$ $	150,000 7,500
Nature Center at Shaker Lakes 2600 South Park Boulevard	General Operating	$	10,000

Cleveland, Ohio 44120-1699			
NewBridge Cleveland Center for Arts & Technology 3634 Euclid Avenue Cleveland, Ohio 44115	Adult Workforce Training	$	100,000
Open Doors Academy 1427 East 36th Street, Suite 4206A Cleveland, Ohio 44114	General Operating	$	30,000
Planned Parenthood of Greater Ohio 25350 Rockside Road Bedford Heights, Ohio 44146	General Operating	$	50,000
PlayhouseSquare Foundation	General Operating	$	40,000
1501 Euclid Avenue - Suite 200	Advancing the Legacy	$	1,200,000
Cleveland, Ohio 44115-2197	Campaign		
	General Operating	$	3,750
Public Education on Technology & Science 91 Emerald Avenue Streetsboro, Ohio 44241	Climate Change Lecture	$	10,000
Rainey Institute 1705 East 55th Street Cleveland, Ohio 44103	2018 Summer Arts Day Camp	$	15,000
Saint Martin de Porres High School 6111 Lausche Avenue Cleveland, Ohio 44103	Capital: New Building	$	100,000
Strongsville Education Foundation P.O. Box 361160 Strongsville, Ohio 44136	General Operating	$	1,000
Strongsville Emergency Food Bank 13259 Pearl Road Strongsville, Ohio 44136	General Operating	$	1,000
Teach For America - Northeast Ohio 3500 Lorain Avenue, Suite 400 Cleveland, Ohio 44113	General Operating	$	30,000
The Music Settlement 11125 Magnolia Drive Cleveland, Ohio 44106	General Operating	$	35,000
The Nature Conservancy 6375 Riverside Drive, Suite 100 Dublin, Ohio 43017	Snow Lake Property Purchase	$	100,000
Three Arches Foundation 14700 Detroit Avenue, Suite #6 Lakewood, Ohio 44107	LaPlace Memorial Fund	$	4,500

Towards Employment 1255 Euclid Avenue, Suite 300 Cleveland, Ohio 44115	Re-Entry Career Pathways Program	$	10,000
The Trust for Public Land 1422 Euclid Avenue Cleveland, Ohio 44115	Lake Link Trail General Operating General Operating	$ $ $	100,000 30,000 30,000
United Way of Greater Cleveland 1331 Euclid Avenue Cleveland, Ohio 44115	General Operating	$	2,500
University Circle Inc 10831 Magnolia Drive Cleveland, Ohio 44106	General Operating	$	25,000
Urban Community School 4909 Lorain Avenue Cleveland, Ohio 44102	Scholarship Support	$	25,000
Vocational Guidance Services 2239 East 55th Street Cleveland, Ohio 44103	General Operating	$	19,000
Western Reserve Land Conservancy P.O. Box 314 Novelty, Ohio 44072	General Operating	$	50,000
Youth Opportunities Unlimited 1361 Euclid Avenue Cleveland, Ohio 44115	General Operating	$	20,000
YWCA Greater Cleveland 4019 Prospect Avenue Cleveland, Ohio 44103	NIA Program	$	20,000

Total	**$**	**6,798,924**