

Form **990-PF**

Return of Private Foundation

OMB No 1545-0047

2019

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year **2019** or tax year beginning , **2019**, and ending , **20**

Name of foundation
CHEMED FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
255 EAST FIFTH STREET 2600

City or town, state or province, country, and ZIP or foreign postal code
CINCINNATI, OH 45202

G Check all that apply
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

H Check type of organization
 Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust
 Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **34,568,906** (Part I, column (d), must be on cash basis)

J Accounting method
 Cash
 Accrual
 Other (specify) _____

A Employer identification number
31-1326421

B Telephone number (see instructions)
513-762-6914

C If exemption application is pending, check here. **6**

D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

03
04

04

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	107,365	107,365		
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,479,139			
b	Gross sales price for all assets on line 6a	1,528,918			
7	Capital gain net income (from Part IV, line 2)		1,479,139		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,586,504	1,586,504		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	35,000			35,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	16,272			8,136
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	3,556		3,581	
24	Total operating and administrative expenses. Add lines 13 through 23	54,828		3,581	43,136
25	Contributions, gifts, grants paid	1,472,900			1,472,900
26	Total expenses and disbursements. Add lines 24 and 25	1,527,728		3,581	1,516,036
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	58,776			
b	Net investment income (if negative, enter -0-)		1,586,504		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	312,085	427,135	427,135
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	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)	1,301,792	1,245,518	34,141,771
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	1,613,877	1,672,653	34,568,906	
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)				
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
	and complete lines 24, 25, 29, and 30.				
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
	and complete lines 26 through 30.				
	26	Capital stock, trust principal, or current funds			
27	Paid-in or capital surplus, or land, bldg, and equipment fund				
28	Retained earnings, accumulated income, endowment, or other funds	1,613,877	1,672,653		
29	Total net assets or fund balances (see instructions)	1,613,877	1,672,653		
30	Total liabilities and net assets/fund balances (see instructions)	1,613,877	1,672,653		

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 29 (must agree with end-of-year figure reported on prior year's return)	1,613,877
2	Enter amount from Part I, line 27a	58,776
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	1,672,653
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	1,672,653

Part IV Capital Gains and Losses for Tax on Investment Income

(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.)
1 a	CHEMED CORPORATION	D	10/6/2003	6/19/2019
b	CHEMED CORPORATION	D	10/6/2003	11/21/2019
c	CHEMED CORPORATION	D	10/6/2003	12/17/2019
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 521,841		19,470	502,371	
b 507,290		15,577	491,713	
c 499,787		14,732	485,055	
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			502,371	
b			491,713	
c			485,055	
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,479,139	
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	0	

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))
2018	1,270,914	25,402,075	0.0500
2017	890,134	18,238,665	0.0488
2016	649,625	13,186,970	0.0493
2015	657,760	12,994,916	0.0506
2014	471,900	9,875,328	0.0478

2	Total of line 1, column (d)	2	0.2465
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	0.0493
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	30,035,583
5	Multiply line 4 by line 3.	5	1,480,754
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	15,865
7	Add lines 5 and 6.	7	1,496,619
8	Enter qualifying distributions from Part XII, line 4. 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	8	1,516,036

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

Table with 11 rows for excise tax calculations. Line 1: 15,865; Line 2: 2; Line 3: 15,865; Line 4: 4; Line 5: 15,865; Line 6a: 16,272; Line 7: 16,272; Line 8: 8; Line 9: 9; Line 10: 407; Line 11: 407 Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. Row 1a: No (X); Row 1b: No (X); Row 1c: No (X); Row 2: No (X); Row 3: No (X); Row 4a: No (X); Row 4b: N/A; Row 5: No (X); Row 6: Yes (X); Row 7: Yes (X); Row 8a: No; Row 8b: Yes (X); Row 9: No; Row 10: No (X).

2

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 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address > 13 X
14 The books are in care of > JAN M. HANCOCK Telephone no > 513-762-6914 Located at > 255 EAST FIFTH STREET, STE 2600, CINCINNATI OH ZIP+4 > 45202-4726
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here > 15 and enter the amount of tax-exempt interest received or accrued during the year > 15
16 At any time during calendar year 2019, 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 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 N/A 1b 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 2019? 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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? Yes No X 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 X
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019) 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 2019? 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA E. LANEY 255 E. FIFTH ST, STE 2600, CINCINNATI OH	DIR & PRES 3.0 / WK	20,000	0	0
THOMAS C. HUTTON 255 E FIFTH ST, STE 2600, CINCINNATI OH	DIRECTOR 1.0 / WK	0	0	0
KEVIN MCNAMARA 255 E FIFTH ST, STE 2600, CINCINNATI OH	SECRETARY 1.0 / WK	0	0	0
JAN M. HANCOCK 255 E FIFTH ST, STE 2600, CINCINNATI OH	TREASURER 3.0 / WK	15,000	0	0

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

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

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

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 ▶

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	
3 All other program-related investments. See instructions.	
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	29,977,859
b	Average of monthly cash balances	1b	515,119
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	30,492,978
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	30,492,978
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	457,395
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,035,583
6	Minimum investment return. Enter 5% of line 5	6	1,501,779

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,501,779
2a	Tax on investment income for 2019 from Part VI, line 5	2a	15,865
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	15,865
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,485,914
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	1,485,914
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,485,914

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26.	1a	1,516,036
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	1,516,036
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	15,865
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,500,171

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,485,914
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015		13,620		
c From 2016				
d From 2017		4,792		
e From 2018		21,246		
f Total of lines 3a through e	39,658			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>1,516,036</u>				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2019 distributable amount.				1,501,779
e Remaining amount distributed out of corpus.	30,122			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	69,780			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions.				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				-15,865
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	69,780			
10 Analysis of line 9				
a Excess from 2015		13,620		
b Excess from 2016				
c Excess from 2017		4,792		
d Excess from 2018		21,246		
e Excess from 2019		30,122		

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 2019, 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				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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))

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

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. See instructions.

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

SANDRA E. LANEY, 255 EAST FIFTH STREET, STE 2600, CINCINNATI, OH 45202

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

LETTER EXPLAINING THE ORGANIZATION, EXEMPT PURPOSE AND USE OF FUNDS

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 <i>Paid during the year</i> SEE ATTACHED SCHEDULE				1,472,900
Total ► 3a				1,472,900
b <i>Approved for future payment</i>				
Total ► 3b				

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Part XV - Supplementary Information**3. Grants and Program Supports Paid during the Year**

Recipient Name	Purpose	Contribution	Relationship to any Foundation Manager or Substantial Contributor	Foundation Status of Recipient
Cincinnati Museum Center	Program Support	\$500.00	None	Public Charity
CancerFree Kids	Program Support	\$500.00	None	Public Charity
Children's Wish Foundation International	Program Support	\$300.00	None	Public Charity
Jewish Family Service of Cincinnati	Program Support	\$1,000.00	None	Public Charity
U.C. Foundation / Nightingale	Program Support	\$4,000.00	None	Public Charity
Dan Beard Council - Golf Classic	Program Support	\$3,000.00	None	Public Charity
Cancer Family Care - Treehouse Services	Program Support	\$10,000.00	None	Public Charity
Pleasant Run Presbyterian Church	Program Support	\$400.00	None	Public Charity
YWCA Greater Cincinnati	Program Support	\$500.00	None	Public Charity
Madeira Woman's Club	Program Support	\$300.00	None	Public Charity
PAWS NY	Program Support	\$5,000.00	None	Public Charity
Hispanic Avanzando Hispanics	Program Support	\$300.00	None	Public Charity
Sleep in Heavenly Peace	Program Support	\$250.00	None	Public Charity
Catholic Charities of SW Ohio - spring event	Program Support	\$2,500.00	None	Public Charity
ArtsWave	Program Support	\$10,000.00	None	Public Charity
Beechwood Home	Program Support	\$350.00	None	Public Charity
GRAD Cincinnati	Program Support	\$2,000.00	None	Public Charity
American Cancer Society - Cinti Golf Classic	Program Support	\$5,500.00	None	Public Charity
Prevent Blindness Ohio	Program Support	\$300.00	None	Public Charity
Xavier University 2019 AFO Golf Classic	Program Support	\$3,000.00	None	Public Charity
The Cincinnati Eye Institute Foundation	Program Support	\$2,000.00	None	Public Charity
Exponent Philanthropy	Program Support	\$500.00	None	Public Charity
Holly Hill Child & Family Solutions	Program Support	\$440.00	None	Public Charity
Cincinnati Parks Foundation	Program Support	\$7,500.00	None	Public Charity
Summit Country Day School	Program Support	\$1,000.00	None	Public Charity
Wood Hudson Cancer Research	Program Support	\$4,000.00	None	Public Charity
Glen Mills Schools Scholarship Fund	Program Support	\$3,000.00	None	Public Charity
Education Matters	Program Support	\$15,000.00	None	Public Charity
Epilepsy Alliance Ohio	Program Support	\$500.00	None	Public Charity
FC Cincinnati Foundation	Program Support	\$35,000.00	None	Public Charity
The Karen Wellington Foundation	Program Support	\$2,500.00	None	Public Charity
Aubrey Rose Foundation	Program Support	\$300.00	None	Public Charity
Cincinnati Landmark Productions	Program Support	\$300.00	None	Public Charity
The Mercantile Library	Program Support	\$4,000.00	None	Public Charity
Crayons to Computers	Program Support	\$500.00	None	Public Charity
Evans Scholars Foundation	Program Support	\$3,500.00	None	Public Charity
Literacy Network	Program Support	\$300.00	None	Public Charity
Friars Club	Program Support	\$300.00	None	Public Charity
Chatfield College	Program Support	\$500.00	None	Public Charity
Strategies to End Homelessness	Program Support	\$300.00	None	Public Charity
Special Olympics Hamilton County	Program Support	\$3,000.00	None	Public Charity
JDRF SW OH Juvenile Diabetes Research Fdn	Program Support	\$5,000.00	None	Public Charity
Down Syndrome Association	Program Support	\$500.00	None	Public Charity

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Part XV - Supplementary Information**3. Grants and Program Supports Paid during the Year**

Recipient Name	Purpose	Contribution	Relationship to any Foundation Manager or Substantial Contributor	Foundation Status of Recipient
Emma's House	Program Support	\$1,000.00	None	Public Charity
Springer School & Center	Program Support	\$5,000.00	None	Public Charity
The Point/Arc of Northern Kentucky	Program Support	\$1,200.00	None	Public Charity
Cincinnati Art Museum	Program Support	\$3,000.00	None	Public Charity
Lindner Center of HOPE	Program Support	\$25,000.00	None	Public Charity
La Soupe	Program Support	\$2,500.00	None	Public Charity
Cincinnati Zoo & Botanical Garden - Zoofari	Program Support	\$24,000.00	None	Public Charity
St. Joseph Home	Program Support	\$2,500.00	None	Public Charity
Walker Brightwell Foundation, Inc.	Program Support	\$1,550.00	None	Public Charity
Boys Hope Girls Hope	Program Support	\$5,000.00	None	Public Charity
Josh Cares	Program Support	\$250.00	None	Public Charity
Children's Theatre of Cincinnati	Program Support	\$12,500.00	None	Public Charity
From Our Angels to Yours (FOATY)	Program Support	\$1,000.00	None	Public Charity
Santa Maria Community Services	Program Support	\$300.00	None	Public Charity
Cincinnati Playhouse in the Park	Program Support	\$22,500.00	None	Public Charity
American Cancer Society - Striders' Ball	Program Support	\$2,500.00	None	Public Charity
Seton High School - Setonation	Program Support	\$2,500.00	None	Public Charity
Dan Beard Council - SW OH kart race	Program Support	\$2,500.00	None	Public Charity
TPC River's Bend - Birdies for the Brave	Program Support	\$3,960.00	None	Public Charity
Hyde Park Center for Older Adults	Program Support	\$10,000.00	None	Public Charity
Greater Cincinnati Homeless Coalition	Program Support	\$300.00	None	Public Charity
Art Academy of Cincinnati - Beaux Arts Ball	Program Support	\$1,000.00	None	Public Charity
University of Cincinnati - 5/3 Arena pledge pymt	Program Support	\$5,000.00	None	Public Charity
Cincinnati Arts & Technology Studios	Program Support	\$300.00	None	Public Charity
Civic Garden Center	Program Support	\$300.00	None	Public Charity
United Way of Greater Cincinnati	Program Support	\$20,000.00	None	Public Charity
Churches Active in Northside CAIN	Program Support	\$300.00	None	Public Charity
Big Brothers Big Sisters of Butler County	Program Support	\$300.00	None	Public Charity
Fernside	Program Support	\$300.00	None	Public Charity
People Working Cooperatively	Program Support	\$300.00	None	Public Charity
Roger Bacon High School - Sports Stag	Program Support	\$3,500.00	None	Public Charity
Legal Aid Society of Greater Cincinnati	Program Support	\$5,000.00	None	Public Charity
Emma's House - Final Installment on Pledge	Program Support	\$30,000.00	None	Public Charity
Indiana University Foundation - 1st Install on Pledge	Program Support	\$25,000.00	None	Public Charity
Cincinnati Symphony Orchestra	Program Support	\$12,000.00	None	Public Charity
Art Academy of Cincinnati	Program Support	\$5,000.00	None	Public Charity
Autism Society of Greater Cincinnati	Program Support	\$20,000.00	None	Public Charity
Beech Acres Parenting Center	Program Support	\$20,000.00	None	Public Charity
Boys & Girls Clubs of Greater Cincinnati	Program Support	\$30,000.00	None	Public Charity
Cancer Free Kids Pediatric Research Alliance	Program Support	\$20,000.00	None	Public Charity
Children's Home of Cincinnati	Program Support	\$30,000.00	None	Public Charity
Children's Hospital - Mayerson Center	Program Support	\$25,000.00	None	Public Charity
Children's Theatre of Cincinnati	Program Support	\$20,000.00	None	Public Charity

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Part XV - Supplementary Information**3. Grants and Program Supports Paid during the Year**

Recipient Name	Purpose	Contribution	Relationship to any Foundation Manager or Substantial Contributor	Foundation Status of Recipient
Cincinnati Museum Center	Program Support	\$20,000.00	None	Public Charity
Cincinnati Parks Foundation	Program Support	\$25,000.00	None	Public Charity
Cincinnati Rotary Foundaiton	Program Support	\$20,000.00	None	Public Charity
Cincinnati State & Technical College	Program Support	\$20,000.00	None	Public Charity
Cincinnati Zoo & Botanical Garden	Program Support	\$25,000.00	None	Public Charity
Companions on a Journey	Program Support	\$20,000.00	None	Public Charity
Crayons to Computers	Program Support	\$10,000.00	None	Public Charity
Education Matters	Program Support	\$35,000.00	None	Public Charity
Emma's House	Program Support	\$15,000.00	None	Public Charity
Fernside Center for Grieving Children	Program Support	\$20,000.00	None	Public Charity
4C for Children	Program Support	\$25,000.00	None	Public Charity
Freestore Foodbank	Program Support	\$40,000.00	None	Public Charity
Cincinnati Habitat for Humanity	Program Support	\$20,000.00	None	Public Charity
Hamilton County Special Olympics	Program Support	\$25,000.00	None	Public Charity
Indiana University Foundation - Dean's Council	Program Support	\$15,000.00	None	Public Charity
Junior Achievement	Program Support	\$20,000.00	None	Public Charity
Karen Wellington Foundation	Program Support	\$20,000.00	None	Public Charity
Cincinnati Children's Hosp Medical Ctr-Kindervelt	Program Support	\$50,000.00	None	Public Charity
Leukemia & Lymphoma Society	Program Support	\$30,000.00	None	Public Charity
Lighthouse Youth & Family Services	Program Support	\$5,000.00	None	Public Charity
Lindner Center of HOPE	Program Support	\$25,000.00	None	Public Charity
Mercantile Library	Program Support	\$20,000.00	None	Public Charity
Neediest Kids of All	Program Support	\$35,000.00	None	Public Charity
1N5	Program Support	\$10,000.00	None	Public Charity
Ronald McDonald House	Program Support	\$100,000.00	None	Public Charity
The SCPA Fund (School for Creative & Perf Arts)	Program Support	\$15,000.00	None	Public Charity
Seton High School	Program Support	\$2,500.00	None	Public Charity
Shriner's Hospital for Children - Cincinnati	Program Support	\$50,000.00	None	Public Charity
Springer School & Center	Program Support	\$5,000.00	None	Public Charity
St. Joseph Orphanage	Program Support	\$20,000.00	None	Public Charity
St. Rita School for the Deaf	Program Support	\$20,000.00	None	Public Charity
Stepping Stones	Program Support	\$35,000.00	None	Public Charity
Thomas More College	Program Support	\$20,000.00	None	Public Charity
Tin Roof Foundaiton, Inc	Program Support	\$10,000.00	None	Public Charity
University of Cincinnati College of Nursing	Program Support	\$25,000.00	None	Public Charity
University of the Columbians	Program Support	\$7,500.00	None	Public Charity
University of the Columbians Mountain Outreach	Program Support	\$30,000.00	None	Public Charity
Wood Hudson Cancer Research	Program Support	\$15,000.00	None	Public Charity
Xavier University	Program Support	\$25,000.00	None	Public Charity
Dragonfly	Program Support	\$300.00	None	Public Charity
St. Francis St. Joseph Catholic Worker House	Program Support	\$300.00	None	Public Charity
Glen Helen Association	Program Support	\$300.00	None	Public Charity
Total:		\$1,472,900.00		