

EXTENDED TO NOVEMBER 16, 2020

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 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2019 or tax year beginning

, and ending

Name of foundation
H.C.S. FOUNDATION
C/O - L. THOMAS HILTZ

Number and street (or P.O. box number if mail is not delivered to street address)
1801 EAST NINTH STREET

City or town, state or province, country, and ZIP or foreign postal code
CLEVELAND, OH 44114-3103

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)
\$ 172,700,740.

J Accounting method:
☒ Cash
☐ Accrual
☐ Other (specify) _____

A Employer identification number
34-6514235

B Telephone number
2167813502

C If exemption application is pending, check here ☐

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 ☐

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)
1	Contributions, gifts, grants, etc., received				
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	512,690.	512,690.		STATEMENT 1
4	Dividends and interest from securities	3,572,293.	3,572,293.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,379,296.			
b	Gross sales price for all assets on line 6a	23,413,580.			
7	Capital gain net income (from Part IV, line 2)		9,379,296.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	1,806.	1,806.	0.	STATEMENT 3
12	Total. Add lines 1 through 11	13,466,085.	13,466,085.	0.	
13	Compensation of officers, directors, trustees, etc.	803,554.	27,387.	0.	776,167.
14	Other employee salaries and wages	199,408.	6,796.	0.	192,612.
15	Pension plans, employee benefits				
16a	Legal fees	12,619.	0.	0.	12,619.
b	Accounting fees	62,500.	0.	0.	62,500.
c	Other professional fees	514,401.	382,188.	0.	132,213.
17	Interest				
18	Taxes	287,476.	36,191.	0.	5,686.
19	Depreciation and depletion	283.	0.	0.	
20	Occupancy	61,198.	5,366.	0.	55,832.
21	Travel, conferences, and meetings	11,885.	0.	0.	11,885.
22	Printing and publications				
23	Other expenses	45,187.	3,749.	0.	37,297.
24	Total operating and administrative expenses. Add lines 13 through 23	1,998,511.	461,677.	0.	1,286,811.
25	Contributions, gifts, grants paid	6,494,931.			6,494,931.
26	Total expenses and disbursements. Add lines 24 and 25	8,493,442.	461,677.	0.	7,781,742.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	4,972,643.			
b	Net investment income (if negative, enter -0-)		13,004,408.		
c	Adjusted net income (if negative, enter -0-)			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		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	69,911.	197,769.	197,769.
	2 Savings and temporary cash investments	1,484,770.	1,336,488.	1,336,488.
	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 STMT 9	18,684,525.	22,527,007.	22,544,140.
	b Investments - corporate stock STMT 10	76,393,423.	77,543,426.	148,405,440.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11		6,960.	6,960.	6,960.
14 Land, buildings, and equipment, basis ▶ 1,934.				
Less accumulated depreciation STMT 12 ▶ 1,367.		0.	567.	567.
15 Other assets (describe ▶ STATEMENT 13)		38,413.	38,413.	209,376.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		96,678,002.	101,650,630.	172,700,740.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ PAYROLL WITHHOLDIN)	1,842.	1,827.	
23 Total liabilities (add lines 17 through 22)	1,842.	1,827.		
Foundations that follow FASB ASC 958, check here ▶ ☐	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	48,876,844.	48,876,844.	
	28 Retained earnings, accumulated income, endowment, or other funds	47,799,316.	52,771,959.	
	29 Total net assets or fund balances	96,676,160.	101,648,803.	
30 Total liabilities and net assets/fund balances	96,678,002.	101,650,630.		

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	96,676,160.
2 Enter amount from Part I, line 27a	2	4,972,643.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	101,648,803.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	101,648,803.

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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.)
1a RWBAIRD X7092 -COMMON STOCKS	P	01/01/17	12/30/19
b RWBAIRD X7092 -COMMON STOCKS	P	01/01/19	12/15/19
c SCHWAB X3169 - COMMON STOCKS	P	01/01/17	12/30/19
d SCHWAB X3169 - TREASURY NOTE	P	01/01/17	12/15/19
e SCHWAB X3169 - T-BILLS	P	01/01/19	12/30/19

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 2,143,984.		1,531,930.	612,054.
b 18,157.		16,203.	1,954.
c 18,774,257.		10,010,365.	8,763,892.
d 80,000.		79,551.	449.
e 2,397,182.		2,396,235.	947.

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			612,054.
b			1,954.
c			8,763,892.
d			449.
e			947.

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	9,379,296.
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	2,901.

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	5,921,282.	151,529,119.	.039077
2017	7,102,321.	142,568,387.	.049817
2016	5,974,303.	127,226,619.	.046958
2015	5,806,292.	120,550,737.	.048165
2014	5,722,248.	121,414,132.	.047130

2 Total of line 1, column (d)	2	.231147
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	.046229
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	155,928,534.
5 Multiply line 4 by line 3	5	7,208,420.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	130,044.
7 Add lines 5 and 6	7	7,338,464.
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	7,781,742.

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	130,044.
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	130,044.
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	130,044.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	267,097.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	267,097.	
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	137,053.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☒ 137,053. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>OH</u>		
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		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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

SEE STATEMENT 15

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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of MR. L. THOMAS HILTZ Telephone no. 216-781-3502 Located at 1801 E. 9TH STREET, STE 1105, CLEVELAND, OH ZIP+4 44114-3110		
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		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		X

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. Organizations relying on a current notice regarding disaster assistance, check here N/A		X
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?		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 If "Yes," list the years N/A 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
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 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		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
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	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	☐ Yes ☐ No	
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?		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 ☒ No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
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 ☒ 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 16		803,554.	0.	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
CATE MASLA - 1801 E. NINTH STREET, CLEVELAND, OH 44114	EXECUTIVE ASST /OFFICE	MANAGER		
JAMIE LAWRENCE - 1801 E. NINTH STREET, CLEVELAND, OH 44114	29.75	123,008.	0.	0.
	OFFICE MANAGER			
	33.00	76,400.	0.	0.

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

0

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

Total number of others receiving over \$50,000 for professional services	0
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Expenses

Amount

Total. Add lines 1 through 3	0.
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7
2019.04030 H.C.S. FOUNDATION C/O - L 00000051

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	155,668,714.
b	Average of monthly cash balances	1b	2,429,728.
c	Fair market value of all other assets	1c	204,638.
d	Total (add lines 1a, b, and c)	1d	158,303,080.
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	158,303,080.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,374,546.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	155,928,534.
6	Minimum investment return. Enter 5% of line 5	6	7,796,427.

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	7,796,427.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	130,044.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	130,044.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,666,383.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,666,383.
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	7,666,383.

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	7,781,742.
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	7,781,742.
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	130,044.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,651,698.

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				7,666,383.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			6,141,055.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2019.				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4. ► \$ 7,781,742.				
a Applied to 2018, but not more than line 2a			6,141,055.	
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 2019 distributable amount				1,640,687.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				6,025,696.
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 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- (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**

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.

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

1801 EAST NINTH STREET SUITE 1105, CLEVELAND, OH 44114-3103

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

GRANT REQUESTS ARE SENT TO THE ATTENTION OF TRUSTEE LISTED IN LINE 2A.

- c Any submission deadlines:**

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

NONE

H.C.S. FOUNDATION
C/O - L. THOMAS HILTZ

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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				
ADOPT A CLASS FOUNDATION, INC. 3805 EDWARDS ROAD CINCINNATI, OH 45209		PC	INSTALLMENT TOWARD THE COST OF A PROGRAM MANAGER FOR TWO YEARS	30,000.
AMERICAN HEART ASSOCIATION, INC. 5211 MADISON ROAD CINCINNATI, OH 45227		PC	OPERATIONS SUPPORT	10,000.
AMERICAN JEWISH COMMITTEE, CINCINNATI CHAPTER 205 WEST 4TH STREET, SUITE 1270 CINCINNATI, OH 45202		PC	OPERATIONS SUPPORT	5,000.
AMERICAN NATIONAL RED CROSS 2111 DANA AVENUE CINCINNATI, OH 45207		PC	OPERATIONS SUPPORT IN THE GREATER CINCINNATI-DAYTON REGION	4,000.
ANTHONY MUNOZ FOUNDATION 8919 ROSSASH ROAD CINCINNATI, OH 45236		PC	STRAIGHT A LUNCHEON	44,000.
Total	SEE CONTINUATION SHEET(S)			6,494,931.
b Approved for future payment				
NONE				
Total				0.

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923611 12-17-19

H.C.S.S. FOUNDATION
C/O - L. THOMAS HILTZ

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
BEECH ACRES PARENTING CENTER 6881 BEECHMONT AVENUE CINCINNATI, OH 45230		PC	WHOLE SCHOOL SOLUTIONS PROGRAM	50,000.
BEECHWOOD HOME 2140 POGUE AVENUE CINCINNATI, OH 45208		PC	OPERATIONS SUPPORT	15,000.
BOB WOODRUFF FAMILY FOUNDATION, INC. 1350 BROADWAY, SUITE 905 NEW YORK, NY 10018		PC	GRANT MADE IN CONJUNCTION WITH THIS YEAR'S STAND UP FOR HEROES SUPPORTING VETERANS	200,000.
BOYS & GIRLS CLUBS OF COLUMBUS, INC. 1108 CITY PARK AVENUE COLUMBUS, OH 43206		PC	SUPPORT THE 2019 SUMMER PROGRAMMING PARTNERSHIP WITH COLUMBUS CITY SCHOOLS LEVERAGED THROUGH SUPPORTING FUNDS FROM FRANKLIN COUNTY AND COLUMBUS CITY SCHOOLS	150,000.
CCPRO FOUNDATION 5400 KENNEDY AVENUE CINCINNATI, OH 45213		PC	SUPPORT TOWARD NEWLY DIAGNOSED WOMEN, BREAST CANCER EDUCATION & EARLY DETECTION SVCS	75,000.
CHATFIELD COLLEGE 20918 STATE ROUTE 251 ST. MARTIN, OH 45118		PC	TRANSITION TO THE CO-REMEDIATION PROGRAM AND INCREASING THE NUMBER OF FACULTY TO SUPPORT THE PROGRAM	25,000.
CINCINNATI ASSOCIATION FOR THE BLIND 2045 GILBERT AVENUE CINCINNATI, OH 45202		PC	SUPPORT RENOVATION OF CABVI'S THIRD FLOOR	250,000.
Total from continuation sheets				6,401,931.

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H.C.S. FOUNDATION
C/O - L. THOMAS HILTZ

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Name and address (home or business)	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
CINCINNATI BALLET COMPANY, INC. 1555 CENTRAL PARKWAY CINCINNATI, OH 45214			PC	SPONSORSHIP OF CLUB B	5,000.
CINCINNATI BAR FOUNDATION 225 EAST 6TH STREET, 2ND FLOOR CINCINNATI, OH 45202			PC	ANNUAL OPERATING EXPENSES	2,500.
CINCINNATI BASEBALL MUSEUM 100 JOE NUXHALL WAY CINCINNATI, OH 45202			PC	INSTALLMENT TOWARD FREE ADMISSION TO CHILDREN UNDER 12 AND FREE ADMISSION AVAILABLE TO PEOPLE WITH SPECIAL NEEDS	175,000.
CINCINNATI CANCER FOUNDATION, INC. 120 E 4TH STREET, SUITE 1201 CINCINNATI, OH 45202			PC	FUND THE POSITION OF A CANCER BIOLOGIST OR A UROLOGIC SURGICAL ONCOLOGIST AT THE BARRETT CANCER CENTER	200,000.
CINCINNATI FIRE MUSEUM ASSOCIATION 315 WEST COURT STREET CINCINNATI, OH 45202			PC	FIRE SAFETY PROGRAMS FOR CHILDREN	5,000.
CINCINNATI INSTITUTE OF FINE ARTS 20 EAST CENTRAL PARKWAY, SUITE 200 CINCINNATI, OH 45202			PC	2019 CAPITAL CAMPAIGN	25,000.
CINCINNATI INSTITUTE OF FINE ARTS 20 EAST CENTRAL PARKWAY, SUITE 200 CINCINNATI, OH 45202			PC	REPORTING ON THE ARTS IN CINCINNATI	25,000.

Total from continuation sheets

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year		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
Recipient	Name and address (home or business)				
CINCINNATI MUSEUM ASSOCIATION 953 EDEN PARK DRIVE CINCINNATI, OH 45202		PC		SUPPORT CINCINNATI ART MUSEUM'S SERIES OF MAJOR EXHIBITIONS	100,000.
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 45203		PC		OPERATIONS SUPPORT	10,000.
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 45203		PC		SUPPORT THE SPACE EXPLORATION GALLERY, PART OF THE STEM INTERACTIVE PROGRAM	187,874.
CINCINNATI MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI, OH 45203		PC		SUPPORT EXHIBITION OF SMITHSONIAN INSTITUTE'S "DESTINATION MOON. THE APOLLO 11 MISSION" AT CINCINNATI MUSEUM CENTER	250,000.
CINCINNATI OPERA ASSOCIATION, INC. 1243 ELM STREET MUSIC HALL CINCINNATI, OH 45202		PC		OPERATIONS SUPPORT	1,000.
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202		PC		SPONSOR UNDERWRITING FOR THE 2020 EUROPEAN ORCHESTRA TOUR	200,000.
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202		PC		UNDERWRITE THE APPEARANCE OF RENE FLEMING AT CONCERTS HELD JANUARY 10-11, 2020	180,000.
Total from continuation sheets					

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202		PC	OPERATIONS SUPPORT	50,000.
CISE 100 EAST 8TH STREET, 7TH FLOOR CINCINNATI, OH 45202		PC	MATH READINESS PROGRAM	350,000.
CLOVERNOOK CENTER FOR THE BLIND AND VISUALLY IMPAIRED 7000 HAMILTON AVENUE CINCINNATI, OH 45231		PC	OFFSET FIRST YEAR EXPENSES FOR A BRAILLE TRANSCRIBER OF TEXTBOOKS, INCLUDING SALARY, BENEFITS AND RELOCATION COSTS	75,000.
COLUMBUS WORKS, INC. 3120 LITTLE BIG HORN DRIVE LONDON, OH 43140		PC	FUND AN EMPLOYMENT COACH SERVING INDIVIDUALS LIVING IN POVERTY AND ADD A PART-TIME COACH FOR THE FRANKLINTON LOCATION TO PROVIDE WORKFORCE TRAINING AND COACHING FOR JOB RETENTION	75,000.
CRAIG AND FRANCES LINDNER CENTER OF HOPE 4075 OLD WESTERN ROW ROAD MASON, OH 45040		PC	OPERATIONS SUPPORT	150,000.
DRESS FOR SUCCESS CINCINNATI 205 WEST 4TH STREET, SUITE 900 CINCINNATI, OH 45202		PC	UNDERWRITE THE STRATEGIC PLANNING PROCESS	16,700.
FOUNDATION FOR TALBERT HOUSE 2600 VICTORY PARKWAY CINCINNATI, OH 45206		PC	OPERATIONS AND PROGRAMMING SUPPORT FOR CAMP POSSIBLE	25,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
FRACTURED ATLAS, INC. 248 WEST 35TH STREET, 10TH FLOOR NEW YORK, NY 10001	PC		FUND THE 2019/2020 IN-CLASS DEPLOYMENT AND IMPLEMENTATION FOR EXPLORER AT LARGE IN CENTRAL OHIO SCHOOLS	150,000.
FRANKLIN COUNTY HISTORICAL SOCIETY 333 WEST BROAD STREET COLUMBUS, OH 43215	PC		SUPPORT TO INCREASE SCIENCE LITERACY THROUGH COSI SCIENCE FESTIVAL AND COMMUNITY-FOCUSED INITIATIVES	100,000.
GOOD SAMARITAN HOSPITAL FEE CLINIC 619 OAK STREET - ACCOUNTING 3 WEST CINCINNATI, OH 45206	PC		OPERATIONS SUPPORT	167,000.
GREATER COLUMBUS SISTER CITIES INTERNATIONAL, INC. 88 EAST BROAD STREET, SUITE 1750 COLUMBUS, OH 43215	PC		SUPPORT TOWARD THE PAGANINI VIOLIN EXCHANGE WITH GENOA, ITALY	30,000.
HANDS TOGETHER, INC. 10 CENTER STREET, SUITE 413 CHICOPEE, MA 01138	PC		GENERAL OPERATIONS	50,000.
HARMONY PROJECT PRODUCTIONS, INC. 779 EAST LONG STREET COLUMBUS, OH 43203	PC		\$150,000 TO SUPPORT ONGOING PROGRAMS AT SOUTH HIGH SCHOOL & THE OHIO REFORMATORY FOR WOMEN, AND TO SUPPORT THE REBRANDING AND UPDATING OF HARMONY'S WEBSITE. \$10,000 TOWARD THE 10TH ANNIVERSARY CAMPAIGN	160,000.
JEWISH NATIONAL FUND (KEREN MAYEMETH LEISRAEL) INC. 60 REVERE DRIVE, SUITE 725 NEW YORK, NY 60062	PC		OPERATIONS SUPPORT	10,000.
Total from continuation sheets				

H.C.S. FOUNDATION
C/O - L. THOMAS HILTZ

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
JUNIOR ACHIEVEMENT OF CENTRAL OHIO, INC. 68 EAST SECOND AVENUE COLUMBUS, OH 43201	PC		SUPPORT EXPANSION OF THE JUNIOR ACHIEVEMENT COLUMBUS DEVELOPMENT RESOURCES, INCLUDING A STAFF POSITION, MARKETING AND COMMUNICATIONS	50,000.
KEN ANDERSON ALLIANCE 11260 CHESTER ROAD, SUITE 530 CINCINNATI, OH 45246	PC		OPERATIONS SUPPORT	25,000.
LA SOUPE, INC. 119 CLEVELAND AVENUE MILFORD, OH 45150	PC		RESCUE TRANSFORM SHARE PROGRAM	25,000.
LIFE LEARNING CENTER, INC. 20 W 18TH STREET COVINGTON, KY 41011	PC		FOUNDATIONS FOR A BETTER LIFE PROGRAM	50,000.
LIGHTHOUSE YOUTH SERVICES 401 E, MCMILLAN STREET CINCINNATI, OH 45206	PC		SUPPORT KEYS TO A FUTURE WITHOUT YOUTH HOMELESSNESS PROJECT	100,000.
LIVING ARRANGEMENTS FOR THE DEVELOPMENTALLY DISADVANTAGED, INC. 3603 VICTORY PARKWAY CINCINNATI, OH 45229	PC		PURCHASE, RENOVATION AND FURNISHING OF ONE OF THEIR HOMES	360,000.
LIVING ARRANGEMENTS FOR THE DEVELOPMENTALLY DISADVANTAGED, INC. 3603 VICTORY PARKWAY CINCINNATI, OH 45229	PC		OPERATIONS SUPPORT	2,000.
Total from continuation sheets				

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
MAIN STREET VENTURES 1311 VINE STREET CINCINNATI, OH 45202		PC	SUPPORT LEAP GRANTS TO EMERGING BUSINESS AND TO SUPPORT ORGANIZATIONS WHOSE MISSIONS ARE FOCUSED ON STRENGTHENING THE REGION'S ENTREPRENEURIAL ECOSYSTEM	166,667.
MAKE-A-WISH FOUNDATION OF OHIO, KENTUCKY AND INDIANA, INC. 4500 COOPER ROAD, SUITE 304 CINCINNATI, OH 45242		PC	SUPPORT TOWARD A CRITICALLY ILL LOCAL CHILD	25,888.
MOUNT ST. JOSEPH UNIVERSITY 5701 DELHI ROAD CINCINNATI, OH 45233		PC	SUPPORT TOWARD CONSTRUCTION OF THE RECREATION AND FITNESS CENTER	100,000.
MY SPECIAL WORD 81 MILL STREET, SUITE 300 GAHANNA, OH 43230		PC	SUPPORT BRAND AWARENESS AND REACH STRATEGY THAT INCLUDES SOCIAL MEDIA, WEBSITE, MOBILE DEVICE REPORTING AND DELIVERY ENHANCEMENTS	18,000.
NATIONAL UNDERGROUND RAILROAD FREEDOM CENTER, INC. 250 WEST COURT STREET, NO. 300E CINCINNATI, OH 45202		PC	OPERATIONS SUPPORT	50,000.
OHIO STATE UNIVERSITY FOUNDATION (DDI FUND NO. 314921) 660 ACKERMAN ROAD, 6TH FLOOR COLUMBUS, OH 43218		PC	SUPPORT RESEARCH BY THE DRUG DEVELOPMENT INSTITUTE FUND #314921	50,000.
PRO BONO PARTNERSHIP OF OHIO 255 EAST 5TH STREET, SUITE 1900 CINCINNATI, OH 45202		PC	PRO BONO LEGAL SERVICES	150,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year					
Name and address (home or business)	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
PUBLIC LIBRARY FOUNDATION OF CINCINNATI AND HAMILTON COUNTY FOUNDATION, INC. 800 VINE STREET CINCINNATI, OH 45202			PC	STABILIZING THE HOMEWORK HELPERS PROGRAM	25,000.
ST. MARGARET HALL 1960 MADISON ROAD CINCINNATI, OH 45206			PC	OPERATIONS SUPPORT	2,500.
SUMMIT COUNTRY DAY SCHOOL 2161 GRANDIN ROAD CINCINNATI, OH 45208			PC	OPERATIONS SUPPORT	50,000.
SUMMIT COUNTRY DAY SCHOOL 2161 GRANDIN ROAD CINCINNATI, OH 45208			PC	FUND UPPER SCHOOL RESOURCES PROGRAM	783,944.
TALBERT HOUSE 2600 VICTORY PARKWAY CINCINNATI, OH 45206			PC	CAMP POSSIBLE	25,000.
THE CHILDREN'S THEATRE OF CINCINNATI 4015 RED BANK ROAD CINCINNATI, OH 45227			PC	\$10,000 TOWARD 100TH BIRTHDAY CHALLENGE & \$15,000 TOWARD OPERATIONAL SUPPORT	25,000.
THE GREATER CINCINNATI FOUNDATION (JOHNNY BENCH SCHOLARSHIP FUND) 200 WEST FOURTH STREET CINCINNATI, OH 45202			PC	JOHNNY BENCH SCHOLARSHIP FUND	25,000.
Total from continuation sheets					

H.C.S.S. FOUNDATION
C/O - L. THOMAS HILTZ

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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
THE KAREN WELLINGTON MEMORIAL FOUNDATION FOR LIVING WITH BREAST CANCER 312 WALNUT STREET NO. 1800 CINCINNATI, OH 45202		PC	SUPPORT TOWARD FAMILIES OF WOMEN LIVING WITH BREAST CANCER TO ENJOY VACATIONS WITH THEIR FAMILIES OR SPA DAYS AND OUTINGS WITH THEIR FRIENDS	15,000.
UNIVERSITY OF CINCINNATI 500 UNIVERSITY HALL CINCINNATI, OH 45221		PC	INSTALLMENT TOWARD MUSIC AND BRAIN HEALTH PROGRAM	50,000.
USS CINCINNATI COMMISSIONING FOUNDATION 3485 LINWOOD AVENUE CINCINNATI, OH 45226		PC	SUPPORT TOWARD COMMISSIONING EVENTS AND PROGRAMS	118,750.
XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI, OH 45207		PC	INSTALLMENT TOWARD HAROLD C. SCHOTT FOUNDATION ENDOWED SCHOLARSHIP	200,000.
XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI, OH 45207		PC	INSTALLMENT TOWARD HAROLD C. SCHOTT FOUNDATION ENDOWED SCHOLARSHIP	200,000.
YOUTH IMPROVED, INCORPORATED 515 MADISON AVENUE NEW YORK, NY 10022		PC	PROVIDE BREAKFAST CARTS FOR CINCINNATI AREA SCHOOLS AND A CHARACTER CAMP LAUNCH EVENT IN CINCINNATI	50,000.
YWCA OF GREATER CINCINNATI, INC. 898 WALNUT STREET CINCINNATI, OH 45202		PC	SUPPORT PROVISION FOR DOMESTIC VIOLENCE SERVICES IN GREATER CINCINNATI'S RURAL AREAS	81,608.
Total from continuation sheets				

H.C.S.S. FOUNDATION
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Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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)					
ZOOLOGICAL SOCIETY OF CINCINNATI 3400 VINE STREET CINCINNATI, OH 45220	PC		2019 ZOOFARI CAMPAIGN		12,500.
ZOOLOGICAL SOCIETY OF CINCINNATI 3400 VINE STREET CINCINNATI, OH 45220	PC		OPERATIONS SUPPORT		25,000.
Total from continuation sheets					

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

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

[illegible]

- 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

Date 1/4/2020

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

JEFFREY W BARRINGER

Preparer's signature

John W. B.

Date _____

11/03/2020

Check ☐ self-employed

PTIN

P00372289

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 200 PUBLIC SQUARE, 19TH FLOOR
CLEVELAND, OH 44114

Phone no. (216) 875-3000

Form **990-PF** (2019)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME RWB X 2149	2,831.	2,831.	0.
INTEREST INCOME RWB X 7092	1,770.	1,770.	0.
INTEREST INCOME RWB X6995	12.	12.	0.
INTEREST INCOME SCHWAB X3169	7,145.	7,145.	0.
INTEREST INCOME SCHWAB X3169			
NOTE	1,178.	1,178.	0.
INTEREST INCOME SCHWAB X3169			
T-BILLS	499,754.	499,754.	0.
TOTAL TO PART I, LINE 3	512,690.	512,690.	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME RWB X 7092	421,465.	0.	421,465.	421,465.	0.
DIVIDEND INCOME SCHWAB X3169	3,125,081.	0.	3,125,081.	3,125,081.	0.
INTEREST INCOME TREAS PRIME CL X 7092	25,747.	0.	25,747.	25,747.	0.
TO PART I, LINE 4	3,572,293.	0.	3,572,293.	3,572,293.	0.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION INCOME	1,806.	1,806.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,806.	1,806.	0.

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KEATING, MUETHING & KLEKAMP	12,619.	0.	0.	12,619.
TO FM 990-PF, PG 1, LN 16A	12,619.	0.	0.	12,619.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	62,500.	0.	0.	62,500.
TO FORM 990-PF, PG 1, LN 16B	62,500.	0.	0.	62,500.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	382,188.	382,188.	0.	0.
MANAGEMENT CONSULTANT	132,213.	0.	0.	132,213.
TO FORM 990-PF, PG 1, LN 16C	514,401.	382,188.	0.	132,213.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL ESTIMATED PAYMENTS	245,600.	0.	0.	0.
FOREIGN TAXES	35,990.	35,990.	0.	0.
PAYROLL TAXES	5,886.	201.	0.	5,686.
TO FORM 990-PF, PG 1, LN 18	287,476.	36,191.	0.	5,686.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	15,996.	1,403.	0.	14,593.
INSURANCE	18,867.	1,654.	0.	17,213.
SAFE DEPOSIT BOX	162.	162.	0.	0.
OHIO FILING FEE	200.	0.	0.	200.
MEALS EXPENSE	8,283.	0.	0.	4,142.
FOREIGN ADR FEE	530.	530.	0.	0.
SEMINAR	1,149.	0.	0.	1,149.
TO FORM 990-PF, PG 1, LN 23	45,187.	3,749.	0.	37,297.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. NOTES	X		79,436.	80,079.
U.S. TREASURY BILLS	X		22,447,571.	22,464,061.
TOTAL U.S. GOVERNMENT OBLIGATIONS			22,527,007.	22,544,140.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			22,527,007.	22,544,140.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	1,151,571.	3,538,416.
AIR PRODUCTS & CHEMICAL, INC.	1,924,779.	3,144,401.
AMGEN INC.	995,939.	1,460,643.
ANALOG DEVICES INC.	1,374,695.	3,838,413.
APPLE, INC.	981,827.	1,952,773.
APPLIED INDL TECHNOLOGIES INC	480,911.	6,222,177.
R.W. BAIRD ACCOUNT INVESTMENTS (SEE STMT 10A)	11,644,466.	17,411,770.
AUTO DATA PROCESSING	2,117,250.	2,327,325.
BLACKROCK, INC.	2,470,317.	3,569,673.
CHEVRON CORP	3,350,868.	3,191,225.
CISCO SYSTEMS INC	2,741,422.	3,742,942.
COCA COLA	669,459.	1,107,000.
COMCAST CORP	2,123,385.	2,392,404.
CROWN CASTLE INTL. CORP	2,302,731.	3,766,975.
EVERSOURCE ENERGY	1,423,286.	4,205,861.
FACEBOOK INC.	508,387.	636,275.
HOME DEPOT INC	1,968,138.	11,355,760.
HONEYWELL INTERNATIONAL, INC.	2,006,447.	2,748,810.
JOHNSON & JOHNSON	1,746,478.	3,985,606.
JP MORGAN CHASE COMPANY	2,549,757.	5,246,319.
LOCKHEED MARTIN	2,248,969.	3,259,111.
MCDONALDS CORP	2,107,044.	2,252,754.
MEDTRONIC	2,894,954.	4,094,070.
MICROSOFT CORP.	2,782,243.	8,992,685.
NESTLE SA SPONSORED	1,299,872.	2,868,890.
NEXTERA ENERGY INC.	1,347,487.	6,304,636.
PAYCHEX, INC.	2,426,769.	4,331,596.
PEPSICO INC	1,833,636.	3,669,043.
PFIZER INC	1,857,480.	2,098,833.
PHILLIPS 66	1,286,883.	2,495,695.
PNC FINANCIAL SERVICES GROUP	1,250,244.	1,787,856.
RPM INTERNATIONAL INC	1,131,045.	3,838,000.
STARBUCKS CORPORATION	2,222,897.	3,340,960.
TEXAS INSTRUMENTS, INC.	2,206,024.	3,579,291.
TJX COMPANIES INC.	731,971.	812,098.
TRUIST FINANCIAL CORP	2,423,748.	3,674,880.
US BANCORP	886,019.	1,146,609.
WEC ENERGY GROUP, INC.	2,074,028.	4,013,665.
TOTAL TO FORM 990-PF, PART II, LINE 10B	77,543,426.	148,405,440.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE
MINERAL RIGHTS	COST	6,960.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,960.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION
DELL 3547	650.	650.
DELL 3646	500.	500.
TOTAL TO FM 990-PF, PART II, LN 14	1,150.	1,150.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE
ORGANIZATION FEES	3,500.	3,500.
OFFICE FIXTURES	263.	263.
OFFICE FURNISHINGS	6,267.	6,267.
COINS	28,361.	28,361.
SECURITY DEPOSIT - BWC	22.	22.
TO FORM 990-PF, PART II, LINE 15	38,413.	38,413.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL WITHHOLDINGS	1,842.	1,827.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,842.	1,827.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT 15
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EXPLANATION

MANDATORY ONLINE FILING OF THE OHIO ANNUAL REPORT REPLACES THE FILING OF
FORM 990-PF WITH THE STATE.

Form 990PF, Part VIII-List of Officers, Directors, and Trustees

Name and Address	Title	Estimated Time Devoted to Position	Compensation for Investment Purposes	Compensation for Charitable Purposes	Total
Francie S. Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Vice-Chairman Trustee	17 47 hr ✓	\$ 1,855	\$ 139,079	\$ 140,934
L. Thomas Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Chairman Trustee	30 22 hr ✓	\$ 24,857	\$ 258,610	\$ 283,467
Allison H. Kropp 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Secretary Trustee	35 17 hr ✓	\$ -	\$ 183,355	\$ 183,355
Michael W. Schott 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Treasurer Trustee	18 89 hr ✓	\$ 674	\$ 97,306	\$ 97,980
Peter Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	19 25 hr ✓	\$ -	\$ 97,817	\$ 97,817
Grand Totals			<u>27,387</u>	<u>776,167</u>	<u>\$ 803,584</u>

See attached list of Trustee Responsibilities

FORM 990 PAGE 10

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* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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FORM 990-PF PAGE 1

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* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone