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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation THE KELVIN & ELEANOR SMITH FOUNDATION		A Employer identification number 34-6555349
Number and street (or P O box number if mail is not delivered to street address) 30100 CHAGRIN BLVD.	Room/suite 150	B Telephone number 216-591-9111
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44124		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation 04		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 176,730,992.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,996,153.	2,996,153.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,175,860.			
	b Gross sales price for all assets on line 6a	7,175,860.			
	7 Capital gain net income (from Part IV, line 2)		7,175,860.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less cost of goods sold					
c Gross profit or (loss)					
11 Other income	-58,927.	45,051.		STATEMENT 2	
12 Total. Add lines 1 through 11	10,113,086.	10,217,064.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	240,000.	0.		240,000.
	14 Other employee salaries and wages	131,250.	0.		131,250.
	15 Pension plans, employee benefits	26,687.	0.		26,687.
	16a Legal fees STMT 3	12,209.	0.		12,209.
	b Accounting fees STMT 4	13,950.	0.		13,950.
	c Other professional fees STMT 5	872,311.	675,572.		196,739.
	17 Interest 111620				
	18 Taxes STMT 6	176,878.	19,771.		22,107.
	19 Depreciation and depletion				
	20 Occupancy	34,964.	17,482.		17,482.
	21 Travel, conferences, and meetings	1,893.	0.		1,893.
	22 Printing and publications				
	23 Other expenses STMT 7	403,192.	321,607.		81,585.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,913,334.	1,034,432.		743,902.
	25 Contributions, gifts, grants paid	4,161,500.			4,161,500.
26 Total expenses and disbursements. Add lines 24 and 25	6,074,834.	1,034,432.		4,905,402.	
27 Subtract line 26 from line 12.	4,038,252.				
a Excess of revenue over expenses and disbursements		9,182,632.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions.

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2019.04030 THE KELVIN & ELEANOR SMIT 12862.01

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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				
	2	Savings and temporary cash investments		7,064,281.	9,155,793.	9,155,793.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 9		93,781,870.	90,580,909.	120,600,411.
	c	Investments - corporate bonds STMT 10		12,164,106.	14,356,264.	14,474,313.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 11		24,195,514.	24,676,559.	32,500,475.
14		Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		137,205,771.	138,769,525.	176,730,992.
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 ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances		Foundations that follow FASB ASC 958, check here 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 ▶ ☒ X				
	26	Capital stock, trust principal, or current funds		0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		137,205,771.	138,769,525.	
	28	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	29	Total net assets or fund balances		137,205,771.	138,769,525.	
	30	Total liabilities and net assets/fund balances		137,205,771.	138,769,525.	

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	137,205,771.
2	Enter amount from Part I, line 27a	2	4,038,252.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	141,244,023.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2,474,498.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	138,769,525.

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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 BNY MELLON	P		
b GAIN FROM INVEST. PARTNERSHIPS	P		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 6,212,861.			6,212,861.
b 962,999.			962,999.
c			
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			6,212,861.
b			962,999.
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	7,175,860.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	7,210,944.	165,887,143.	.043469
2017	7,774,911.	166,606,219.	.046666
2016	7,151,085.	144,535,771.	.049476
2015	1,352,716.	145,760,813.	.009280
2014	8,046,528.	152,629,889.	.052719

2 Total of line 1, column (d)	2	.201610
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	.040322
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	165,662,447.
5 Multiply line 4 by line 3	5	6,679,841.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	91,826.
7 Add lines 5 and 6	7	6,771,667.
8 Enter qualifying distributions from Part XII, line 4	8	4,905,402.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	183,653.
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	183,653.
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	183,653.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	132,965.	
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	132,965.	
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	50,688.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☐ Refunded ☐	11		

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?	X	
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. ☐ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		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 ► <u>WWW.KESMITHFOUNDATION.ORG</u>	X	
14 The books are in care of ► <u>PAMELA EICHENAUER</u> Telephone no. ► <u>216-591-9111</u> Located at ► <u>30100 CHAGRIN BLVD., CLEVELAND, OH</u> ZIP+4 ► <u>44124</u>		
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 ►		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 ► ☐	1b	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?	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 If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes ☒ No		
b If "Yes," did it have excess business holdings in 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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions N/AOrganizations relying on a current notice regarding disaster assistance, check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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 12		240,000.	17,252.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAM EICHENAUER - 30100 CHAGRIN BLVD. #150, CLEVELAND, OH 44124	GRANTS MANAGER 40.00	131,250.	9,435.	0.

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

0

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(continued)

0

Total. Add lines 1 through 3

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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	159,352,058.
b	Average of monthly cash balances	1b	8,833,167.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	168,185,225.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	168,185,225.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,522,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	165,662,447.
6	Minimum investment return. Enter 5% of line 5	6	8,283,122.

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

1	Minimum investment return from Part X, line 6	1	8,283,122.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	183,653.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	183,653.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,099,469.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,099,469.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,099,469.

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	4,905,402.
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	4,905,402.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,905,402.

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				8,099,469.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	513,776.			
b From 2015	222,800.			
c From 2016	33,806.			
d From 2017				
e From 2018				
f Total of lines 3a through e	770,382.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 4,905,402.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				4,905,402.
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).)	770,382.			770,382.
6 Enter the net total of each column as indicated below:				
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				2,423,685.
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				

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED	N/A	PC	SEE ATTACHED	4,161,500.
Total			3a	4,161,500.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2019)

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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		

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.

Sign Here  **PRESIDENT**

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name CHRISTOPHER B. ANDERSON	Preparer's signature 	Date 11/5/2020	Check if self-employed	PTIN P00226559
	Firm's name ▶ MALONEY + NOVOTNY LLC			Firm's EIN ▶ 34-0677006	
	Firm's address ▶ 1111 SUPERIOR AVE, SUITE 700 CLEVELAND, OH 44114-2540			Phone no. (216) 363-0100	

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	2,606,926.	0.	2,606,926.	2,606,926.	
INT.&DIV.FROM INVEST,P'SHIPS	389,227.	0.	389,227.	389,227.	
TO PART I, LINE 4	2,996,153.	0.	2,996,153.	2,996,153.	

FORM 990-PF		OTHER INCOME		STATEMENT 2
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIP INVEST.OTHER THAN CAP.GAIN UNRELATED BUSINESS INC.FROM PARTNERSHIP INVEST.		45,591.	45,051.	
		-104,518.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11		-58,927.	45,051.	

FORM 990-PF		LEGAL FEES		STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	12,209.	0.		12,209.	
TO FM 990-PF, PG 1, LN 16A	12,209.	0.		12,209.	

FORM 990-PF		ACCOUNTING FEES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	13,950.	0.		13,950.	
TO FORM 990-PF, PG 1, LN 16B	13,950.	0.		13,950.	

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	675,572.	675,572.		0.
STRAT.PLANNING CONSULTING FEES	196,739.	0.		196,739.
TO FORM 990-PF, PG 1, LN 16C	872,311.	675,572.		196,739.

FORM 990-PF	TAXES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID-K-1'S	19,771.	19,771.		0.
PAYROLL TAXES	22,107.	0.		22,107.
FEDERAL EXCISE TAXES	135,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	176,878.	19,771.		22,107.

FORM 990-PF	OTHER EXPENSES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL OFFICE EXPENSES	26,133.	0.		26,133.
OTHER EXPENSES FROM K-1'S	321,607.	321,607.		0.
CHARITABLE EXPENSES	55,452.	0.		55,452.
TO FORM 990-PF, PG 1, LN 23	403,192.	321,607.		81,585.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
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DESCRIPTION	AMOUNT
BOOK-TO-TAX DIFFERENCES FOR PARTNERSHIP INCOME	2,474,498.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,474,498.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON WEALTH MANAGEMENT, CO-TRUSTEE	90,580,909.	120,600,411.
TOTAL TO FORM 990-PF, PART II, LINE 10B	90,580,909.	120,600,411.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON WEALTH MANAGEMENT, CO-TRUSTEE	14,356,264.	14,474,313.
TOTAL TO FORM 990-PF, PART II, LINE 10C	14,356,264.	14,474,313.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VENTURE CAPITAL/PRIVATE EQUITY	COST	24,676,559.	32,500,475.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,676,559.	32,500,475.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JULIE A. BOLAND 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TREASURER 0.50	0.	0.	0.
CHARLES P. BOLTON 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
CAREY F. JAROS 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
TREVOR O. JONES 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
WILLIAM B. LAPLACE 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
ELLEN STIRN MAVEC 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	PRESIDENT & CHAIR 40.00	240,000.	17,252.	0.
VANESSA MAVEC KING 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
MADELAINE MAVEC 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
JOHN G. NESTOR 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	TRUSTEE 0.50	0.	0.	0.
DAVID M. LENZ 30100 CHAGRIN BLVD. SUITE 150 CLEVELAND, OH 44124	SECRETARY 0.50	0.	0.	0.

THE KELVIN & ELEANOR SMITH FOUNDATION

34-6555349

DANIEL WALSH	TRUSTEE			
30100 CHAGRIN BLVD. SUITE 150	0.50	0.	0.	0.
CLEVELAND, OH 44124				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII	<u>240,000.</u>	<u>17,252.</u>	<u>0.</u>
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PAMELA EICHENAUER
30100 CHAGRIN BLVD SUITE 150
CLEVELAND, OH 44124

TELEPHONE NUMBER

216-591-9111

FORM AND CONTENT OF APPLICATIONS

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

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

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

THE KELVIN & ELEANOR SMITH FOUNDATION

EIN. 34-6555349

PART XV, LINE 3:

<u>Name</u>	<u>Address</u>	<u>Relation-</u> <u>ship</u>	<u>Fdn</u> <u>Status</u>	
Achievement Centers for Children	4255 Northfield Rd., Highland Hills, OH 44128	N/A	PC	General Operating Support 22,000
Apollo's Fire	3091 Mayfield Rd. #217, Cleve Hts., OH 44118	N/A	PC	General Operating Support 10,000
Art Therapy Studio	12200 Fairhill Rd., Cleveland, OH 44120	N/A	PC	"Discover the Artist Within You" Program 7,500
BAYarts	28795 Lake Rd., Bay Village, OH 44140	N/A	PC	General Operating Support 5,000
Beck Center for the Arts	17801 Detroit Ave., Lakewood, OH 44107	N/A	PC	Capital Campaign & Gen Op.Support 13,000
Beech Brook	3737 Lander Rd., Cleveland, OH 44124	N/A	PC	General Operating Support 30,000
Boys & Girls Clubs of Cleveland	6114 Broadway Ave., Cleveland, OH 44127	N/A	PC	General Operating Support 32,500
BUU The Center for Nonprofit Excellence	1300 E. Ninth St., #1805, Cleveland, OH 44114	N/A	PC	Capacity Building for Nonprofits 15,000
Case Western Reserve University	10900 Euclid Ave., Cleveland, OH 44106	N/A	PC	Maltz Performing Arts Center 250,000
Case Western Reserve University	10900 Euclid Ave., Cleveland, OH 44106	N/A	PC	Annual Fund 15,000
Case Western Reserve University	10900 Euclid Ave., Cleveland, OH 44106	N/A	PC	Study for Fundraising Education Program 50,000
Catholic Charities - Diocese of Cleveland	1404 E Ninth St. 8th Fl., Cleveland, OH 44114	N/A	PC	General Operating Designated Gift - John Silvis 2,500
Children's Museum of Cleveland	3813 Euclid Ave., Cleveland, OH 44115	N/A	PC	General Operating Support 20,000
City Club of Cleveland	850 Euclid Ave. 2nd Fl., Cleveland, OH 44114	N/A	PC	General Operating Support 5,000
Cleveland Institute of Art	11610 Euclid Ave., Cleveland, OH 44106	N/A	PC	General Operating Support 5,000
Cleveland Institute of Music	11021 East Blvd., Cleveland, OH 44106	N/A	PC	General Operating Support 20,000
Cleveland International Piano Competition	20600 Chagrin Blvd. #1110, Shaker Hts., OH 44122	N/A	PC	General Operating Support 10,000
Cleveland Leadership Center	1422 Euclid Ave #940, Cleveland, OH 44115	N/A	PC	General Operating Support 40,000
Cleveland Public Theatre	6415 Detroit Rd., Cleveland, OH 44102	N/A	PC	General Operating Support 20,000
Cleveland School of the Arts	PO Box 18265, Cleveland, OH 44118	N/A	PC	General Operating Support 30,000
Cleveland State University Foundation Inc	2121 Euclid Ave. #501, Cleveland, OH 44115	N/A	PC	Film & Media School - 1st Installment 250,000
College Now Greater Cleveland	1500 W 3rd St Ste. 125, Cleveland, OH 44113	N/A	PC	General Operating Support 40,000
Conservancy Cuyahoga Valley National Park	1403 W Hines Hill Rd., Peninsula, OH 44264	N/A	PC	Capital for Visitor Center - 3rd Installment 100,000
Conservancy Cuyahoga Valley National Park	1403 W Hines Hill Rd., Peninsula, OH 44264	N/A	PC	John Debo Park Preservation & Enhancement Fur 15,000
Conservancy Cuyahoga Valley National Park	1403 W Hines Hill Rd., Peninsula, OH 44264	N/A	PC	General Operating Support 30,000
Cuyahoga County Public Library	2111 Snow Rd., Parma, OH 44134	N/A	PC	General Operating Support 16,000
Cuyahoga Valley Scenic Railroad	PO Box 158, Peninsula, OH 44264	N/A	PC	Powering Ahead Capital Campaign 250,000
Downtown Cleveland Alliance	1010 Euclid Ave. 3rd Fl., Cleveland, OH 44115	N/A	PC	General Operating Support 60,000
Family Promise of Greater Cleveland	3470 E 152nd St., Cleveland, OH 44120	N/A	PC	Capital for Shelter Renovation 26,000
Family Promise of Greater Cleveland	3470 E 152nd St., Cleveland, OH 44120	N/A	PC	General Operating Support 35,000
Fieldstone Farm Therapeutic Riding Center	16497 Snyder Rd., Chagrin Falls, OH 44023	N/A	PC	Ridership Program 50,000
Fieldstone Farm Therapeutic Riding Center	16497 Snyder Rd., Chagrin Falls, OH 44023	N/A	PC	General Operating Trustee Gift - Vanessa King 7,500
Flying Horse Farms	5260 St. Rt. 95, Mt Gilead, OH 43338	N/A	PC	General Operating Support 20,000
Great Lakes Theater	1501 Euclid Ave. #300, Cleveland, OH 44115	N/A	PC	General Operating Support 50,000
Greater Cleveland Food Bank	15500 S Waterloo Rd., Cleveland, OH 44110	N/A	PC	General Operating Support 55,000
Greater Cleveland Food Bank	15500 S Waterloo Rd., Cleveland, OH 44110	N/A	PC	Planning for Capital Campaign 4,500
Greater Cleveland Habitat for Humanity	2110 W. 110th St., Cleveland, OH 44102	N/A	PC	"Building a Better Buckeye" Program 25,000
Hawken School	12465 County Line Rd., Gates Mills, OH 44040	N/A	PC	2018-2019 Hawken Fund 25,000
Holden Forests & Gardens	9500 Sperry Rd., Kirtland, OH 44094	N/A	PC	General Operating Support 50,000

Hopewell	9637 St Rt. 534	N/A	PC	General Operating Support	35,000
Hospice of the Western Reserve	Mesopotamia, OH 44439	N/A	PC	General Operating Support	25,000
ideastream	1375 Euclid Ave , Cleveland, OH 44115	N/A	PC	General Operating Trustee Gift - Dan Walsh	2,500
ideastream	1375 Euclid Ave., Cleveland, OH 44115	N/A	PC	Arts & Culture Programming in 2019-2020	40,000
Intermuseum Conservation Association	2915 Detroit Ave , Cleveland, OH 44113	N/A	PC	General Operating Support	10,000
JumpStart	6701 Carnegie Ave Ste. 100, Cleveland, OH 44103	N/A	PC	Creative Startups Analysis	15,000
Junior Achievement of Greater Cleveland	1422 Euclid Ave. #525, Cleveland, OH 44115	N/A	PC	General Operating Support	20,000
Lake Erie Nature & Science Center	28728 Wolf Rd., Bay Village, OH 44140	N/A	PC	General Operating Support	35,000
LAND Studio	1939 W 25th St #200, Cleveland, OH 44113	N/A	PC	General Operating Support	30,000
Laurel School	One Lyman Cir., Shaker Hts., OH 44122	N/A	PC	Annual Fund Trustee Gift - Carey Jaros	7,500
Lawrence School	10036 Olde Eight Rd , Sagamore Hills, OH 44067	N/A	PC	General Operating Support	50,000
Museum of Contemporary Art Cleveland	11400 Euclid Ave , Cleveland, OH 44106	N/A	PC	General Operating Support	50,000
Museum of Contemporary Art Cleveland	11400 Euclid Ave., Cleveland, OH 44106	N/A	PC	Free Admission for All - Year 2 of 2	40,000
Music Settlement	11125 Magnolia Dr , Cleveland, OH 44106	N/A	PC	General Operating Support	40,000
Musical Arts Association	11001 Euclid Ave , Cleveland, OH 44106	N/A	PC	General Operating Support	232,500
Nature Center at Shaker Lakes	2600 S. Park Blvd., Cleveland, OH 44120	N/A	PC	General Operating Support	10,000
Nature Conservancy - Ohio	6375 Riverside Dr. #100, Dublin, OH 43017	N/A	PC	Snow Lake Purchase - 3rd and Final Installment	100,000
Open Doors Academy	1427 E 36th St #4206A, Cleveland, OH 44114	N/A	PC	General Operating Support	30,000
Planned Parenthood of Greater Ohio	25350 Rockside Rd., Bedford Hts , OH 44146	N/A	PC	General Operating for Cuyahoga County	60,000
Playhouse Square Foundation	1501 Euclid Ave. #200, Cleveland, OH 44115	N/A	PC	General Operating Support	43,750
Rainey Institute	1705 E. 55th St., Cleveland, OH 44103	N/A	PC	2019 Summer Arts Day Camp	15,000
Rock and Roll Hall of Fame	1100 Rock and Roll Blvd., Cleveland, OH 44114	N/A	PC	General Operating Support	15,000
Teach for America-Northeast Ohio	3500 Lorain Ave. #400, Cleveland, OH 44113	N/A	PC	General Operating Support for Cleveland	20,000
The Cleveland Museum of Art	11150 East Blvd , Cleveland, OH 44106	N/A	PC	Doan Brook West Campus Project - 1st Installmer	1,000,000
The Cleveland Museum of Art	11150 East Blvd., Cleveland, OH 44106	N/A	PC	General Operating Support	150,000
The Gathering Place	23300 Commerce Park, Beachwood, OH 44122	N/A	PC	General Operating Support	20,000
Trust for Public Land	1422 Euclid Ave , Cleveland, OH 44115	N/A	PC	Cuyahoga-Lake Link Trail - 4th Payment	100,000
Trust for Public Land	1422 Euclid Ave , Cleveland, OH 44115	N/A	PC	General Operating Support	30,000
University Circle Inc	10831 Magnolia Dr., Cleveland, OH 44106	N/A	PC	General Operating Support	25,000
Urban Community School	4909 Lorain Ave , Cleveland, OH 44102	N/A	PC	Scholarship Support	25,000
Vocational Guidance Services	2239 E. 55th St , Cleveland, OH 44103	N/A	PC	General Operating Support	20,000
West Creek Conservancy	PO Box 347113, Cleveland, OH 44134	N/A	PC	General Operating Support	15,000
Western Reserve Land Conservancy	PO Box 314, Novelty, OH 44072	N/A	PC	General Operating Support	50,000
Youth Opportunities Unlimited	1361 Euclid Ave., Cleveland, OH 44115	N/A	PC	General Operating Support	20,000