

AMENDED RETURN

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2011 calendar year, or tax year beginning _____ and ending _____

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization <p align="center">THE CLEVELAND FOUNDATION</p> Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite <p>1422 EUCLID AVENUE 1300</p> City or town, state or country, and ZIP + 4 <p>CLEVELAND, OH 44115</p> F Name and address of principal officer: RONALD B. RICHARD SAME AS C ABOVE	D Employer identification number <p align="center">34-0714588</p> E Telephone number <p align="center">2168613810</p> G Gross receipts \$ <u>267,225,247.</u> H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ WWW.CLEVELANDFOUNDATION.ORG		
K Form of organization: <input type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input checked="" type="checkbox"/> Other ▶ SEE S L Year of formation: 1914 M State of legal domicile: OH		

Part I Summary

	1	Briefly describe the organization's mission or most significant activities: THE CLEVELAND FOUNDATION'S MISSION IS TO ENHANCE THE LIVES OF ALL RESIDENTS OF GREATER		
Activities & Governance	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	15
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
	5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	82
	6	Total number of volunteers (estimate if necessary)	6	0
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	643,568.
	7b	Net unrelated business taxable income from Form 990-T, line 34	7b	578,211.
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 50,720,965.	Current Year 49,349,232.
	9	Program service revenue (Part VIII, line 2g)	396,802.	319,080.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	24,582,059.	31,946,507.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	806,983.	649,862.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	76,506,809.	82,264,681.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	91,398,771.	71,672,892.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	9,044,080.	7,982,003.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 2,843,912.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f 24e)	10,879,988.	10,190,741.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	111,322,839.	89,845,636.
	19	Revenue less expenses. Subtract line 18 from line 12	-34,816,030.	-7,580,955.
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year 1,545,496,123.	End of Year 1,496,182,265.
	21	Total liabilities (Part X, line 26)	80,435,023.	79,778,425.
	22	Net assets or fund balances. Subtract line 21 from line 20	1,465,061,100.	1,416,403,840.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer 	Date 5/5/15
	KATE A. ASBECK, SENIOR VICE PRESIDENT / CFO Type or print name and title	

Paid Preparer Use Only	Print/Type preparer's name JENNIFER D. RHODERICK	Preparer's signature 	Date 05/03/15	Check if self-employed <input type="checkbox"/>	PTIN P00395735
	Firm's name ▶ ERNST & YOUNG US LLP	Firm's EIN ▶ 34-6565596			
	Firm's address ▶ 111 MONUMENT CR, INDIANAPOLIS, IN 46204			Phone no. 3176817000	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission: THE CLEVELAND FOUNDATION'S MISSION IS TO ENHANCE THE LIVES OF ALL RESIDENTS OF GREATER CLEVELAND, NOW AND FOR GENERATIONS TO COME, BY WORKING TOGETHER WITH OUR DONORS TO BUILD COMMUNITY ENDOWMENT, ADDRESS NEEDS THROUGH GRANTMAKING, AND PROVIDE LEADERSHIP ON KEY COMMUNITY

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 78,111,082. including grants of \$ 71,672,892.) (Revenue \$ 968,942.) THE CLEVELAND FOUNDATION'S LARGEST PROGRAM IS GRANTMAKING. APPROXIMATELY HALF OF THE GRANTS AUTHORIZED IN 2011 WERE DIRECTED BY THE BOARD TOWARD STRATEGIC INITIATIVES THAT ADDRESS VITAL COMMUNITY NEEDS IN GREATER CLEVELAND AND TO RESPOND TO EMERGING CHARITABLE OPPORTUNITIES IN A WIDE RANGE OF CHARITABLE ORGANIZATIONS IN GREATER CLEVELAND. THE STRATEGIC INITIATIVES INCLUDE PUBLIC EDUCATION, YOUTH, ECONOMIC DEVELOPMENT, NEIGHBORHOODS, GREATER UNIVERSITY CIRCLE AND THE ARTS.

THE OTHER HALF OF THE GRANTS AUTHORIZED IN 2011 WERE AS DESIGNATED OR ADVISED BY DONORS TO THE CLEVELAND FOUNDATION IN VARIOUS TRUSTS, DONOR ADVISED FUNDS, OR SUPPORTING ORGANIZATIONS. THESE GRANTS FURTHER THE

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 78,111,082.

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Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	X	
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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Part IV Checklist of Required Schedules (continued)

		Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	34	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38	X	

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Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

			Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	149		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	82		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b		X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		X	
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b		X	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a			X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7 Organizations that may receive deductible contributions under section 170(c).				
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8			X
9 Sponsoring organizations maintaining donor advised funds.				
a Did the organization make any taxable distributions under section 4966?	9a			X
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b			X
10 Section 501(c)(7) organizations. Enter:				
a Initiation fees and capital contributions included on Part VIII, line 12	10a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11 Section 501(c)(12) organizations. Enter:				
a Gross income from members or shareholders	11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a			
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.				
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a			
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c Enter the amount of reserves on hand	13c			
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b			

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Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

			Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a	15		
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b Enter the number of voting members included in line 1a, above, who are independent	1b	15		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3			X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6 Did the organization have members or stockholders?	6		X	
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a The governing body?	8a		X	
b Each committee with authority to act on behalf of the governing body?	8b		X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9			X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

			Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a			X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b			
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a		X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.				
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a		X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b		X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c		X	
13 Did the organization have a written whistleblower policy?	13		X	
14 Did the organization have a written document retention and destruction policy?	14		X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?				
a The organization's CEO, Executive Director, or top management official	15a		X	
b Other officers or key employees of the organization	15b		X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).				
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a			X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b			

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ OH**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **▶** _____
KATE ASBECK - 2168613810
1422 EUCLID AVE, SUITE 1300, CLEVELAND, OH 44115

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Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position <small>(do not check more than one box, unless person is both an officer and a director/trustee)</small>						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) CHARLES P. BOLTON CHAIRMAN AND DIRECTOR	4.00	X					0.	0.	0.	
(2) DAVID GOLDBERG FORMER CHAIRMAN & DIRECTOR	3.00	X					0.	0.	0.	
(3) FRANK SULLIVAN VICE CHAIR AND DIRECTOR	2.00	X					0.	0.	0.	
(4) TANA N. CARNEY (THRU 3/31/11) DIRECTOR	2.00	X					0.	0.	0.	
(5) INAJO DAVIS CHAPPELL DIRECTOR	2.00	X					0.	0.	0.	
(6) PAUL DOLAN DIRECTOR	2.00	X					0.	0.	0.	
(7) JOSEPH P. KEITHLEY DIRECTOR	2.00	X					0.	0.	0.	
(8) FREDERICK R. NANCE DIRECTOR	2.00	X					0.	0.	0.	
(9) SANDRA PIANALTO DIRECTOR	2.00	X					0.	0.	0.	
(10) MARIA JOSE PUJANA, M.D. DIRECTOR	2.00	X					0.	0.	0.	
(11) BETH RANKIN DIRECTOR	2.00	X					0.	0.	0.	
(12) JAMES RATNER DIRECTOR	2.00	X					0.	0.	0.	
(13) ALAYNE L. REITMAN DIRECTOR	2.00	X					0.	0.	0.	
(14) REV. DR. STEPHEN ROWAN DIRECTOR	2.00	X					0.	0.	0.	
(15) REV. HILTON O. SMITH (THRU 3/31/11) DIRECTOR	2.00	X					0.	0.	0.	
(16) RATANJIT S. SONDHE DIRECTOR	2.00	X					0.	0.	0.	
(17) ERNEST WILKERSON, JR. DIRECTOR	2.00	X					0.	0.	0.	

AMENDED RETURN

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) RONALD B. RICHARD PRESIDENT	60.00			X				486,068.	0.	87,606.
(19) ROBERT E. ECKARDT EXECUTIVE VICE PRESIDENT	50.00			X				213,391.	0.	48,915.
(20) KATE A. ASBECK SENIOR V.P./TREASURER	50.00			X				246,838.	0.	34,525.
(21) CAPRICE H. BRAGG SENIOR VICE PRESIDENT	50.00			X				73,724.	0.	10,296.
(22) KAYE M. RIDOLFI SENIOR VICE PRESIDENT	50.00			X				28,900.	0.	5,591.
(23) LESLIE DUNFORD VICE PRESIDENT	50.00			X				119,754.	0.	29,868.
(24) CYNTHIA V. SCHULZ DIRECTOR OF PUBLIC AFFAIRS	50.00			X				175,534.	0.	44,092.
(25) INDIA LEE PROGRAM DIRECTOR	50.00					X		138,394.	0.	31,686.
(26) HELEN W. WILLIAMS PROGRAM DIRECTOR	50.00					X		130,697.	0.	13,382.
1b Sub-total								1,613,300.	0.	305,961.
c Total from continuation sheets to Part VII, Section A								362,395.	0.	70,480.
d Total (add lines 1b and 1c)								1,975,695.	0.	376,441.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **18**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NESNADNY & SWARTZ 10803 MAGNOLIA DRIVE, CLEVELAND, OH 44106	DESIGN CONSULTING	382,810.
STELLAR TECHNOLOGY SOLUTIONS, 600 MAIN STREET, SUITE 100, STROUDSBURG, PA 18360	SOFTWARE IMPLEMENTATION	210,060.
MONTICELLO ASSOCIATES, ONE TABOR CENTER, 1200 17TH ST., SUITE 2600, DENVER, CO 80202	INVESTMENT ADVISOR	200,000.
BOSTON CONSULTING GROUP, 355 SOUTH GRAND AVENUE, #3200, LOS ANGELES, CA 90071	PROGRAM RELATED CONSULTING	192,000.
GELBER SEARCH ASSOCIATES 16 REGENT STREET, WEST NEWTON, MA 02465	PROGRAM RELATED CONSULTING	168,324.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **10**

SEE PART VII, SECTION A CONTINUATION SHEETS

AMENDED RETURN

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THE CLEVELAND FOUNDATION

34-0714588

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) LILLIAN KURI PROGRAM DIRECTOR	50.00					X		127,848.	0.	17,438.
(28) KATHY PARKER CONTROLLER	50.00					X		115,324.	0.	32,497.
(29) KATHLEEN A. CERVENY DIRECTOR OF EVALUATION/INS	50.00					X		119,223.	0.	20,545.
Total to Part VII, Section A, line 1c								362,395.		70,480.

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THE CLEVELAND FOUNDATION

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Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c	11,970.			
	d Related organizations	1d	10,000.			
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	49,327,262.			
	g Noncash contributions included in lines 1a-1f: \$		6,067,372.			
	h Total. Add lines 1a-1f		49,349,232.			
	Program Service Revenue	2 a PROGRAM-RELATED INVEST	Business Code 900099	319,080.	319,080.	
b						
c						
d						
e						
f All other program service revenue						
g Total. Add lines 2a-2f			319,080.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		18,296,760.		643,568.	17,653,192.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)		13,649,747.			13,649,747.
	8 a Gross income from fundraising events (not including \$ 11,970. of contributions reported on line 1c). See Part IV, line 18	a	5,632.			
		b Less: direct expenses	5,632.			
c Net income or (loss) from fundraising events			0.			
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold					
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a REIMB FR AFF CHARITIES	900099	325,611.	325,611.			
b OTHER REIMBURSEMENTS	900099	256,809.	256,809.			
c UBI TAX REFUND	900099	58,288.	58,288.			
d All other revenue	900099	9,154.	9,154.			
e Total. Add lines 11a-11d		649,862.				
12 Total revenue. See instructions.		82,264,681.	968,942.	643,568.	31,302,939.	

132009 01-23-12

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	70,855,166.	70,855,166.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	817,726.	817,726.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,605,102.	932,409.	216,833.	455,860.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	546,061.		546,061.	
7 Other salaries and wages	4,075,540.	2,560,266.	565,609.	949,665.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	474,177.	291,451.	65,361.	117,365.
9 Other employee benefits	890,979.	548,555.	122,570.	219,854.
10 Payroll taxes	390,144.	239,801.	53,778.	96,565.
11 Fees for services (non-employees):				
a Management				
b Legal	102,119.	31,908.	41,059.	29,152.
c Accounting	188,400.	7,025.	178,523.	2,852.
d Lobbying	13,843.	13,843.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	6,314,239.		6,314,239.	
g Other	490,646.	221,335.	216,029.	53,282.
12 Advertising and promotion	300,766.	12,262.	945.	287,559.
13 Office expenses	239,624.	156,411.	27,024.	56,189.
14 Information technology	480,007.	267,291.	72,560.	140,156.
15 Royalties				
16 Occupancy	817,202.	569,991.	93,801.	153,410.
17 Travel	68,888.	52,737.	6,856.	9,295.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	149,121.	77,788.	27,958.	43,375.
20 Interest	4,288.	2,991.	492.	805.
21 Payments to affiliates	99,279.	56,847.	15,387.	27,045.
22 Depreciation, depletion, and amortization	429,683.	299,700.	49,320.	80,663.
23 Insurance	50,528.	35,243.	5,800.	9,485.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a FOUNDATION DEVELOPMENT	88,515.	18,242.		70,273.
b LIFE INSURANCE FUND EXP	83,763.		83,763.	
c ANNUAL REPORT	73,728.	36,864.		36,864.
d UBI TAX EXP.	28,286.	0.	28,286.	0.
e All other expenses	167,816.	5,230.	158,388.	4,198.
25 Total functional expenses. Add lines 1 through 24e	89,845,636.	78,111,082.	8,890,642.	2,843,912.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

AMENDED RETURN

Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
Assets	1 Cash - non-interest-bearing	13,689,122.	1	1,821,146.	
	2 Savings and temporary cash investments	106,775,654.	2	107,821,365.	
	3 Pledges and grants receivable, net	1,204,014.	3	4,014.	
	4 Accounts receivable, net	89,229.	4	188,450.	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)			6	
	7 Notes and loans receivable, net			7	
	8 Inventories for sale or use			8	
	9 Prepaid expenses and deferred charges	235,468.	9		171,308.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	9,592,180.			
	b Less: accumulated depreciation	8,887,330.	10b		
		655,673.		10c	704,850.
	11 Investments - publicly traded securities	997,046,344.	11		956,904,682.
	12 Investments - other securities. See Part IV, line 11	393,136,287.	12		395,721,549.
	13 Investments - program-related. See Part IV, line 11	18,715,836.	13		18,940,955.
	14 Intangible assets			14	
15 Other assets. See Part IV, line 11	13,948,496.	15		13,903,946.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	1,545,496,123.	16		1,496,182,265.	
Liabilities	17 Accounts payable and accrued expenses	1,909,164.	17	2,464,520.	
	18 Grants payable		18		
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22	
	23 Secured mortgages and notes payable to unrelated third parties			23	
	24 Unsecured notes and loans payable to unrelated third parties	190,122.	24		
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	78,335,737.	25		77,313,905.
	26 Total liabilities. Add lines 17 through 25	80,435,023.	26		79,778,425.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	16,632,244.	27	17,642,910.	
	28 Temporarily restricted net assets	595,826,459.	28	603,202,343.	
	29 Permanently restricted net assets	852,602,397.	29	795,558,587.	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building, or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
	33 Total net assets or fund balances	1,465,061,100.	33		1,416,403,840.
34 Total liabilities and net assets/fund balances	1,545,496,123.	34		1,496,182,265.	

AMENDED RETURN

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	82,264,681.
2	Total expenses (must equal Part IX, column (A), line 25)	2	89,845,636.
3	Revenue less expenses. Subtract line 2 from line 1	3	-7,580,955.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1465061100.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-41,076,305.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	1416403840.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other <u>SEE SCH O</u> If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
2b Were the organization's financial statements audited by an independent accountant?	2b	X	
2c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis			
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b		

Form 990 (2011)

AMENDED RETURN

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2011

AMENDED RETURN

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	43,709,985.	156,643,486.	63,731,973.	50,720,965.	49,349,232.	364,155,641.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	43,709,985.	156,643,486.	63,731,973.	50,720,965.	49,349,232.	364,155,641.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						44,155,460.
6 Public support. Subtract line 5 from line 4.						320,000,181.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	43,709,985.	156,643,486.	63,731,973.	50,720,965.	49,349,232.	364,155,641.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	31,313,943.	30,842,690.	23,594,140.	18,555,491.	17,653,192.	121,959,456.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	71,940.			223,750.	578,211.	873,901.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						486,988,998.
12 Gross receipts from related activities, etc. (see instructions)					12	6,330,215.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	65.71 %
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	63.90 %
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

AMENDED RETURN

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

AMENDED RETURN

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2011

Name of the organization

THE CLEVELAND FOUNDATION

Employer identification number

34-0714588

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

[X] 501(c)(3) (enter number) organization

[] 4947(a)(1) nonexempt charitable trust not treated as a private foundation

[] 527 political organization

Form 990-PF

[] 501(c)(3) exempt private foundation

[] 4947(a)(1) nonexempt charitable trust treated as a private foundation

[] 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

[] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

[X] For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

[] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

[] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ... \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

AMENDED RETURN

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

For Organizations Exempt From Income Tax Under section 501(c) and section 527

2011

Department of the Treasury
Internal Revenue Service

Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.

Open to Public Inspection

See separate instructions.

If the organization answered "Yes" to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes" to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes" to Form 990, Part IV, line 5 (Proxy Tax), or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE CLEVELAND FOUNDATION
Employer identification number 34-0714588

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
2 Political expenditures \$
3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 \$
2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$
3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
4a Was a correction made? Yes No
b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$
2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities \$
3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b \$
4 Did the filing organization file Form 1120-POL for this year? Yes No
5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

Table with 5 columns: (a) Name, (b) Address, (c) EIN, (d) Amount paid from filing organization's funds, (e) Amount of political contributions received and promptly and directly delivered to a separate political organization.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2011

LHA

AMENDED RETURN

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals												
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)	92,500.													
b Total lobbying expenditures to influence a legislative body (direct lobbying)	305,294.													
c Total lobbying expenditures (add lines 1a and 1b)	397,794.													
d Other exempt purpose expenditures	89447842.													
e Total exempt purpose expenditures (add lines 1c and 1d)	89845636.													
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%; text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>	If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:													
Not over \$500,000	20% of the amount on line 1e.													
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.													
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.													
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.													
Over \$17,000,000	\$1,000,000.													
g Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.													
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.													
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	67,510.	60,384.	214,880.	397,794.	740,568.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	0.	0.	56,500.	92,500.	149,000.

AMENDED RETURN

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A; and Part II-B, line 1. Also, complete this part for any additional information.

AMENDED RETURN

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization

THE CLEVELAND FOUNDATION

Employer identification number

34-0714588

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	400	7
2 Aggregate contributions to (during year)	15,134,345.	14,349.
3 Aggregate grants from (during year)	11,266,752.	26,621.
4 Aggregate value at end of year	141,255,704.	549,819.
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

AMENDED RETURN

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|---------------------------------|-----------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	1,119,806,605.	1,047,704,359.	885,473,219.	1,186,413,925.	
b Contributions	11,017,297.	17,001,418.	36,444,072.	2,719,377.	
c Net investment earnings, gains, and losses	-10,172,849.	124,670,723.	194,222,072.	-288,898,085.	
d Grants or scholarships	45,937,444.	49,161,702.	46,950,528.	51,431,185.	
e Other expenditures for facilities and programs	3,107,685.	7,258,906.	6,866,413.	18,349,231.	
f Administrative expenses	14,136,682.	13,149,287.	14,618,063.	4,981,582.	
g End of year balance	1,057,469,242.	1,119,806,605.	1,047,704,359.	825,473,219.	

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment 0.00 %
 - b Permanent endowment 73.80 %
 - c Temporarily restricted endowment 26.20 %
- The percentages in lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|---|--------------------------|-------------------------------------|
| (i) unrelated organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (ii) related organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | <input type="checkbox"/> | <input type="checkbox"/> |

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		3,826,997.	3,788,829.	38,168.
d Equipment		5,765,183.	5,098,501.	666,682.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				704,850.

AMENDED RETURN

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) OCH-ZIFF	9,585,443.	END-OF-YEAR MARKET VALUE
(B) ADDISON CLARK	13,935,970.	END-OF-YEAR MARKET VALUE
(C) MARSHALL WACE	5,301,504.	END-OF-YEAR MARKET VALUE
(D) LEVEL GLOBAL	109,969.	END-OF-YEAR MARKET VALUE
(E) EIG	5,956,937.	END-OF-YEAR MARKET VALUE
(F) SOWOOD	183,727.	END-OF-YEAR MARKET VALUE
(G) WELLINGTON DIH	9,251,909.	END-OF-YEAR MARKET VALUE
(H) CONVEXITY	12,496,995.	END-OF-YEAR MARKET VALUE
(I) INDUS STRUCTURED FUND	1,349,377.	END-OF-YEAR MARKET VALUE
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶	395,721,549.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) ORGANIZATIONAL ENDOWMETNS	76,267,485.
(3) OTHER PAYABLES	1,046,420.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	77,313,905.

2. FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

AMENDED RETURN

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	82,264,681.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	89,845,636.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-7,580,955.
4	Net unrealized gains (losses) on investments	4	-41,331,154.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	254,849.
9	Total adjustments (net). Add lines 4 through 8	9	-41,076,305.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	-48,657,260.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	18,840,555.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	-41331154.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	254,849.
d	Other (Describe in Part XIV.)	2d	-21324408.
e	Add lines 2a through 2d	2e	-62400713.
3	Subtract line 2e from line 1	3	81,241,268.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	1,023,413.
c	Add lines 4a and 4b	4c	1,023,413.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	82,264,681.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	98,863,854.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	9,018,218.
e	Add lines 2a through 2d	2e	9,018,218.
3	Subtract line 2e from line 1	3	89,845,636.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	89,845,636.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

PART V, LINE 4: THE INTENDED USE OF THE ORGANIZATION'S ENDOWMENT FUNDS

IS TO ENHANCE THE QUALITY OF LIFE FOR ALL CITIZENS OF GREATER CLEVELAND,
 NOW AND FOR GENERATIONS TO COME, BY BUILDING COMMUNITY ENDOWMENT,
 ADDRESSING NEEDS THROUGH GRANTMAKING AND PROVIDING LEADERSHIP ON KEY
 COMMUNITY ISSUES.

PART X, LINE 2: N/A

AMENDED RETURN

Part XIV Supplemental Information (continued)

PART XI, LINE 8 - OTHER ADJUSTMENTS:

RETURN OF PRIOR YEAR GRANTS 254,849.

PART XII, LINES 2D & 4B; PART XIII, LINE 2D:

TRANSACTIONSS RELATED TO FUNDS OF SUPPORTING ORGANIZATIONS, FUNDS HELD FOR THE PARTIAL BENEFITS AND PLANNED GIFTS OF THE CLEVELAND FOUNDATION THAT ARE INCLUDED IN THE FOUNDATION'S CONSOLIDATED AUDITED FINANCIAL STATEMENTS, BUT NOT REQUIRED TO BE DISCLOSED IN THIS RETURN.

AMENDED RETURN

Part XIV Supplemental Information (continued)

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
GREEN EQUITY	3,070,894.	FMV
FORTRESS PARTNERS OFFSHORE FUND LP	8,192,289.	FMV
FORTRESS CREDIT OPP.	3,404,323.	FMV
HIGHFIELDS	7,393,813.	FMV
SWIFTCURRENT	4,188,349.	FMV
KING STREET CAPITAL LTD	7,220,156.	FMV
DAVIDSON KEMPNER	5,212,233.	FMV
INDUS PACIFIC OPP.	2,598,317.	FMV
CLOUGH OFFSHORE FUND LTD	3,929,006.	FMV
VALIANT CAPITAL PARTNERS OFFSHORE, LTD	2,644,522.	FMV
VIKING GLOBAL EQUITIES III LTD	3,496,080.	FMV
TIFF PARTNERS III & PRIVATE EQTY PARTNERS 2006	907,613.	FMV
PARADIGM MASTER FUND LP (#4)	30,505.	FMV
PARADIGM MASTER FUND LP (#7)	37,284.	FMV
ABSOLUTE STRATEGIES FUND	155,481.	FMV
VAN ECK GLOBAL HARD DRIVE ASSETS	122,802.	FMV
GLASFUNDS LTD., LP	155,429.	FMV
REGIMENT SPECIAL SITUATIONS FUND	600,595.	FMV
RIVERSIDE	1,038,068.	FMV
K2 OVERSEAS INVESTORS	747,019.	FMV
BRIDGEWATER PURE ALPHA I CL B	36,597,147.	FMV
2000 RIVERSIDE CAPITAL APPRECIATION	1,232,300.	FMV
DRAPER TRIANGLE VENTURES II LP	1,189,868.	FMV
DRAWBRIDGE LNG DATED VAL FD II B LP	2,255,479.	FMV
DRAWBRIDGE LNG DATED VAL FD III B LP	3,526,145.	FMV
EARLY STAGE PARTNERS LP	4,485,839.	FMV

AMENDED RETURN

Part XIV Supplemental Information (continued)

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
GREENPARK INTL INVESTORS II LP	4,220,833.	FMV
GREENPARK INTL INVESTORS III LP	8,502,813.	FMV
HARBOURVEST IPEP IV DIRECT	874,574.	FMV
HARBOURVEST IPEP IV - PARTNERSHIP FUND	4,843,038.	FMV
HARBOURVEST PEP IV BUYOUT HOLDING	6,451,764.	FMV
HARBOURVEST PEP VII VENTURE HLDG	8,004,603.	FMV
KNIGHTSBRIDGE VENTURE CAPITAL VI	3,605,796.	FMV
KW PROPERTY FUND III QP-A LP	10,838,840.	FMV
NEO CAPITAL FUND LP	1,173,014.	FMV
OCH-ZIFF REAL ESTATE TE	5,342,543.	FMV
PRIVATE ADVISORS COINVESTMENT FUND LP	1,592,457.	FMV
PRIVATE ADVISORS SMALL CO BUYOUT III LP	8,192,756.	FMV
PRIVATE ADVISORS SMALL CO BUYOUT II	7,028,161.	FMV
PRIVATE ADVISORS SMALL CO BUYOUT IV	928,275.	FMV
SIGULER GUFF BRIC OPPORTUNITIES II LP	12,452,898.	FMV
SIGULER GUFF BRIC OPPORTUNITIES LP	8,889,901.	FMV
SIGULER GUFF DISTRESSED OPPORTUNITIES III LP	14,010,745.	FMV
SIGULER GUFF DISTRESSED OPPORTUNITIES II LP	8,359,907.	FMV
SIGULER GUFF DISTRESSED OPPORTUNITIES LP	3,605,027.	FMV
WEATHERGAGE VENTURE CAPITAL LP	5,986,626.	FMV
PRIVATE ADVISORS STABLE VALUE CL A	10,787,151.	FMV
FARALLON CAPITAL INSTL PARTNERS LP	16,527,812.	FMV
PRIVATE ADVISORS INCOME	6,495,626.	FMV
FORTRESS MORTGAGE OPPOTUNITIES OFFSHORE	10,382,926.	FMV
GLAS ELLIOTT	9,232,015.	FMV
HIGHFIELDS CAPITAL IV LP	9,274,918.	FMV

AMENDED RETURN

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

2011

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

**Open to Public
Inspection**

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
EUROPE	0	0	PROGRAM SERVICES	FEES, HONORARIUM AND TRAVEL EXPENSES PAID TO CONSULTANTS AND SPEAKERS IN SUPPORT OF CULTURAL,	49,220.
NORTH AMERICA	0	0	ADMINISTRATIVE EXPENSE	ADMINISTRATIVE EXPENSE	261.
3 a Sub-total	0	0			49,481.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			49,481.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule F (Form 990) 2011
SEE PART V FOR COLUMN (E) DESCRIPTIONS

132071
01-23-12

AMENDED RETURN

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000

Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter

3 Enter total number of other organizations or entities

AMENDED RETURN

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

AMENDED RETURN

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* Yes No

- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* Yes No

- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No

- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No

- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* Yes No

Schedule F (Form 990) 2011

AMENDED RETURN

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

PART I, LINE 3, COLUMN (E):

REGION: EUROPE

(E) SPECIFIC TYPES OF SERVICES IN REGION: FEES, HONORARIUM AND TRAVEL

EXPENSES PAID TO CONSULTANTS AND SPEAKERS IN SUPPORT OF CULTURAL,

ARTISTIC AND LITERACY PROGRAMS PRESENTED IN GREATER CLEVELAND.

PROCURRING INFORMATION AND ESTABLISHING CONTACTS FOR THE SUPPORT OF

ECONOMIC DEVELOPMENT IN GREATER CLEVELAND.

AMENDED RETURN

**SCHEDULE G
(Form 990 or 990-EZ)**

**Supplemental Information Regarding
Fundraising or Gaming Activities**

OMB No. 1545-0047

2011

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

**Open To Public
Inspection**

Name of the organization **THE CLEVELAND FOUNDATION** Employer identification number **34-0714588**

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total	▶					

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AMENDED RETURN

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events NONE	(d) Total events (add col. (a) through col. (c))
		FUNDRAISER (event type)	(event type)	(total number)	
Revenue	1 Gross receipts	17,602.			17,602.
	2 Less: Charitable contributions	11,970.			11,970.
	3 Gross income (line 1 minus line 2)	5,632.			5,632.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	5,632.			5,632.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				(5,632)
	11 Net income summary. Combine line 3, column (d), and line 10				0.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)				(_____)	
8 Net gaming income summary. Combine line 1, column d, and line 7					

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states? Yes No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain: _____

AMENDED RETURN

- 11 Does the organization operate gaming activities with nonmembers?
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?
13 Indicate the percentage of gaming activity operated in:
14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name
Address

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?
b If "Yes," enter the amount of gaming revenue received by the organization and the amount of gaming revenue retained by the third party.
c If "Yes," enter name and address of the third party:

Name
Address

16 Gaming manager information:

Name
Gaming manager compensation
Description of services provided

- Director/officer
Employee
Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?
b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year

Part IV Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

Blank lines for supplemental information.

AMENDED RETURN

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization

THE CLEVELAND FOUNDATION

Employer identification number
34-0714588

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ACHIEVEMENT CENTER FOR CHILDREN 4255 NORTHFIELD ROAD HIGHLAND HILLS, OH 44128	34-0714766	501(C)(3)	172,389.	0.			COMPREHENSIVE EARLY
ADOPTION NETWORK CLEVELAND 4614 PROSPECT AVENUE, SUITE 550 CLEVELAND, OH 44103	34-1603766	501(C)(3)	57,688.	0.			TRANSITION OF THE CH
ADVENT LUTHERAN CHURCH 5525 HARPER ROAD SOLON, OH 44139	11-1111111	CHURCH	10,000.	0.			GENERAL SUPPORT
ALLEGHENY COLLEGE 520 NORTH MAIN STREET MEADVILLE, PA 163353903	25-0965212	501(C)(3)	25,000.	0.			ANNUAL FUND
ALZHEIMERS ASSOCIATION CLEVELAND CHAPTER - P O BOX 74924 - CLEVELAND, OH 44194-4924	13-3039601	501(C)(3)	12,050.	0.			2011 MEMBERSHIP - AL
AMERICA SCORES CLEVELAND 3631 PERKINS AVENUE, UNIT 2CE CLEVELAND, OH 44114	20-0500153	501(C)(3)	25,000.	0.			GENERAL PROGRAM SUPP

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 524.
- 3** Enter total number of other organizations listed in the line 1 table ▶ 28.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

AMENDED RETURN

Schedule I (Form 990)

THE CLEVELAND FOUNDATION

34-0714588

Page 1

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN CANCER SOCIETY, NORTH REGION - OHIO DIVISION, INC. - NORTH REGION - DUBLIN, OH 43017	13-1788491	501(C)(3)	359,550.	0.			GENERAL SUPPORT
AMERICAN HEART ASSOCIATION, N.E. OHIO A - CLEVELAND METRO DIVISION - CLEVELAND, OH 441063988	13-5613797	501(C)(3)	419,375.	0.			RESEARCH OR ANY OTHE
AMERICAN INDIAN FAMILY CENTER 579 WELLS ST SAINT PAUL, MN 55101	41-1841352	501(C)(3)	40,000.	0.			EXPANSION OF HEALING
AMERICAN RED CROSS, GREATER CLEVELAND CH - 3747 EUCLID AVENUE - CLEVELAND, OH 44115-2596	53-0196605	501(C)(3)	211,324.	0.			REGIONAL DISASTER PR
AMERICAN SOCIETY ON AGING 71 STEVENSON STREET, SUITE 1450 SAN FRANCISCO, CA 94105-2938	94-2292868	501(C)(3)	20,000.	0.			2011 NEW VENTURES IN
AMERICAN VETERINARY MEDICAL FOUNDATION - 1931 NORTH MEACHAM ROAD, SUITE 100 - SCHAUMBURG, IL 601734360	36-6117739	501(C)(3)	41,990.	0.			GENERAL SUPPORT
ANTI-DEFAMATION LEAGUE OF B'NAI B'RITH - 605 3RD AVENUE - NEW YORK, NY 10158-3560	13-1818723	501(C)(3)	44,750.	0.			THE ANTI-DEFAMATION
APOLLO'S FIRE: THE CLEVELAND BAROQUE ORC - 3091 MAYFIELD ROAD, SUITE 217 - CLEVELAND HEIGHTS, OH 44118	34-1696842	501(C)(3)	99,950.	0.			NEW POSITION OF GENE
APPLEWOOD CENTERS INC. 2525 EAST 22ND STREET CLEVELAND, OH 44115-3266	34-0714571	501(C)(3)	208,752.	0.			GENERAL SUPPORT FOR

Schedule I (Form 990)

AMENDED RETURN

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ART FROM THE ASHES INC 853 INCA STREET DENVER, CO 80204	20-0273372	501(C)(3)	17,000.	0.			GENERAL SUPPORT
ART HOUSE, INC. 3119 DENISON AVENUE CLEVELAND, OH 44109	34-1926856	501(C)(3)	15,000.	0.			DEVELOPMENT OF A BUS
ART THERAPY STUDIO 12200 FAIRHILL ROAD CLEVELAND, OH 44120	34-6608596	501(C)(3)	6,044.	0.			GENERAL OPERATING SU
ARTISTS ARCHIVES OF THE WESTERN RESERVE - 1834 EAST 123RD STREET - CLEVELAND, OH 44106	34-1837357	501(C)(3)	11,750.	0.			COMMUNICATIONS DEVEL
ASHBURY COMMUNITY SERVICES, INC. 11011 ASHBURY AVENUE CLEVELAND, OH 44106	30-0100675	501(C)(3)	20,000.	0.			BROADENING HORIZONS
ASHLAND COUNTY COMMUNITY FOUNDATION - 300 COLLEGE AVENUE - ASHLAND, OH 44805	34-1812908	501(C)(3)	139,900.	0.			ADMINISTRATIVE FEES
ASHTABULA COUNTY AIRPORT AUTHORITY 2382 AIRPORT ROAD JEFFERSON, OH 44047	11-1111111	GOVERNMENTAL	15,832.	0.			PURCHASE AND INSTALL
ASIAN SERVICES IN ACTION, INC. 3631 PERKINS AVENUE, SUITE 2A-W CLEVELAND, OH 44114	34-1798850	501(C)(3)	67,035.	0.			NEWCOMERS FAMILY SUP
ASPIRA ASSOCIATION 1444 I STREET NW SUITE 800 WASHINGTON, DC 20005	13-2627568	501(C)(3)	183,265.	0.			PILOT PROGRAM IN CLE

AMENDED RETURN

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AURORA CITY SCHOOL DISTRICT 102 EAST GARFIELD ROAD AURORA, OH 44202	11-1111111	GOVERNMENTAL	8,591.	0.			MAINTAINING THE MOOR
AURORA LIBRARY TRUST 115 SOUTH AURORA AURORA, OH 44202	34-6556975	501(C)(3)	6,000.	0.			MATCHING GRANT FOR D
AVON LAKE UNITED CHURCH OF CHRIST 32801 ELECTRIC BOULEVARD AVON LAKE, OH 44012	11-1111111	CHURCH	5,795.	0.			SCHOLARSHIPS FOR CHR
BAD GIRLS VENTURES 1220 VINE STREET, SUITE 5 CINCINNATI, OH 45202	27-3218716	501(C)(3)	27,500.	0.			START-UP OPERATIONS
BALDWIN-WALLACE COLLEGE 275 EASTLAND ROAD BEREA, OH 44017	34-0714629	501(C)(3)	170,650.	0.			SUSTAINABILITY PLAN
BAYCRAFTERS DBA BAYARTS 28795 LAKE ROAD BAY VILLAGE, OH 44140	34-0978368	501(C)(3)	15,925.	0.			TECHNOLOGY UPGRADES
BECK CENTER FOR THE ARTS 17801 DETROIT AVENUE LAKEWOOD, OH 44107	34-6001636	501(C)(3)	72,239.	0.			GENERAL SUPPORT
BEECH BROOK 3737 LANDER ROAD PEPPER PIKE, OH 44124	34-0714597	501(C)(3)	169,585.	0.			MEMORIAL GARDEN
BELLAIRE PURITAS DEVELOPMENT CORPORATION - 14703 PURITAS AVE - CLEVELAND, OH 44135	34-1685259	501(C)(3)	20,000.	0.			RIVERSIDE COMPUTER C

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BELLEFAIRE JEWISH CHILDREN'S BUREAU - 22001 FAIRMOUNT BOULEVARD - SHAKER HEIGHTS, OH 44118	34-0714630	501(C)(3)	111,324.	0.			MONARCH SCHOOL OF AU
BELLEVUE HOSPITAL 1400 WEST MAIN STREET BELLEVUE, OH 44811	34-4428205	501(C)(3)	9,892.	0.			GENERAL SUPPORT
BELLFLOWER CENTER FOR PREVENTION OF CHI - 11811 SHAKER BLVD., SUITE 220 - CLEVELAND, OH 44120	34-1304237	501(C)(3)	18,000.	0.			GROUP ABUSE AND PREV
BELOIT COLLEGE 700 COLLEGE STREET BELOIT, WI 53511	39-0808497	501(C)(3)	15,000.	0.			FINANCIAL AID
BENJAMIN ROSE INSTITUTE 11900 FAIRHILL ROAD, SUITE 300 CLEVELAND, OH 44120-1053	34-0714482	501(C)(3)	138,399.	0.			GENERAL SUPPORT FROM
BEREA COLLEGE CPO 2216 BEREA, KY 40404	61-0444650	501(C)(3)	42,000.	0.			SCHOLARSHIP SUPPORT
BIG BROTHERS BIG SISTERS OF GREATER CLEV - 4614 PROSPECT AVENUE, SUITE 410 - CLEVELAND, OH 44103	34-1039700	501(C)(3)	62,555.	0.			YEAR TWO OF CAPACITY
BIG BROTHERS BIG SISTERS OF NORTHEAST O - 8 NORTH STATE STREET, SUITE 360 - PAINESVILLE, OH 44044	34-1753916	501(C)(3)	7,500.	0.			GENERAL SUPPORT
BIOENTERPRISE CORPORATION 11000 CEDAR AVENUE, SUITE 100 CLEVELAND, OH 44106	34-1947257	501(C)(3)	1,100,000.	0.			EXISTING BUSINESS DE

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BOARD OF TRUSTEES OF THE CLEVELAND SCHOO - C/O MARGARET MCGRATH - CLEVELAND, OH 44115	38-3740643	501(C)(3)	64,625.	0.			FOURTH YEAR OPERATIN
BOSTON COLLEGE OFFICE OF UNIVERSITY ADVANCEMENT CHESTNUT HILL, MA 02467	04-2103545	501(C)(3)	10,000.	0.			GASSON SOCIETY
BOY SCOUTS OF AMERICA, GREATER CLEVELAND - 2241 WOODLAND AVE - CLEVELAND, OH 44115-3295	34-0714322	501(C)(3)	12,303.	0.			GENERAL SUPPORT \$1,5
BOYS AND GIRLS CLUBS OF CLEVELAND 6114 BROADWAY AVENUE CLEVELAND, OH 44127	34-0770686	501(C)(3)	123,021.	0.			GENERAL SUPPORT
BROADWAY SCHOOL OF MUSIC & THE ARTS - 5415 BROADWAY AVENUE - CLEVELAND, OH 44127-1508	34-1355946	501(C)(3)	17,400.	0.			GENERAL SUPPORT
BROADWAY UNITED METHODIST CHURCH 5246 NORTH BROADWAY CLEVELAND, OH 44127	34-0714549	CHURCH	17,500.	0.			SAFE HAVEN ALTERNATI
BUILDING HOPE IN THE CITY 2031 W. 30TH STREET CLEVELAND, OH 44113	33-1072830	501(C)(3)	25,000.	0.			YOUTH SERVICES PROJE
BUSINESS VOLUNTEERS UNLIMITED: THE CEN - 1300 EAST 9TH STREET, SUITE 1805 - CLEVELAND, OH 44114	34-1724581	501(C)(3)	77,192.	0.			GENERAL SUPPORT
CAMPUS CRUSADE FOR CHRIST INC 100 LAKE HART DRIVE ORLANDO, FL 38232	95-6006173	501(C)(3)	7,000.	0.			GENERAL SUPPORT OF J

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CAPITAL UNIVERSITY ATTN: CORPORATE FDN. & GOVT. RELATIONS - COLUMBUS, OH 43209-2394	31-4379435	501(C)(3)	9,109.	0.			SCHOLARSHIPS
CARE ALLIANCE 1530 ST. CLAIR AVENUE CLEVELAND, OH 44114	34-1748776	501(C)(3)	58,545.	0.			INCREASED CAPACITY T
CASE ALUMNI ASSOCIATION TOMLINSON HALL, ROOM 109 CLEVELAND, OH 44106-7073	34-0714556	501(C)(3)	6,500.	0.			CASE FUND OF THE CAS
CASE WESTERN RESERVE UNIVERSITY, OFFICE - OFFICE OF CORPORATE RELATIONS - CLEVELAND, OH 44106-7232	34-1018992	501(C)(3)	3,501,295.	0.			CREATION OF THE GREA
CATHOLIC CHARITIES ARCHDIOCESE OF HARTFO - 839-841 ASYLUM AVE - HARTFORD, CT 06105-2801	53-0196617	501(C)(3)	40,000.	0.			EXPANSION OF ITS EAR
CATHOLIC CHARITIES COMMUNITY SERVICES C - 6600 LEXINGTON AVENUE - CLEVELAND, OH 44103	26-1323950	501(C)(3)	60,000.	0.			FATIMA FAMILY CENTER
CATHOLIC DIOCESE OF CLEVELAND FOUNDATION - 1404 EAST NINTH STREET, 8TH FLOOR - CLEVELAND, OH 44114-1722	34-1908579	501(C)(3)	58,465.	0.			SUPPORT FOR CHILDREN
CENTER FOR CONTEMPORARY ARTS 1050 OLD PECOS TRAIL SANTE FE, NM 87505	85-0313183	501(C)(3)	50,000.	0.			GENERAL SUPPORT
CENTER FOR FAMILIES AND CHILDREN 4500 EUCLID AVENUE CLEVELAND, OH 44103-3736	23-7084455	501(C)(3)	260,041.	0.			MENTAL HEALTH ADVOCA

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CENTRAL SCHOOL OF PRACTICAL NURSING, IN - 4700 ROCKSIDE ROAD - INDEPENDENCE, OH 44131	34-0873175	501(C)(3)	55,835.	0.			GENERAL SUPPORT
CHARDON TOMORROW 111 WATER STREET CHARDON, OH 44024	27-1400898	501(C)(3)	8,000.	0.			PLANNING RETREAT THA
CHARLES TOWN HEALTH RIGHT INC. DBA THE - 1212 N. MILDRED ST - RANSON, WV 25414	55-0778553	501(C)(3)	10,000.	0.			GENERAL SUPPORT
CHAUTAUQUA FOUNDATION, INC. BOX 28 CHAUTAUQUA, NY 14722-9981	16-6028421	501(C)(3)	59,250.	0.			MUSIC PROGRAM/ GUITA
CHESS FOR SUCCESS, INC. DBA PROGRESS WIT - 12200 FAIRHILL ROAD, SUITE E293 - CLEVELAND, OH 44120	34-1961748	501(C)(3)	21,500.	0.			CLEVELAND PUBLIC SCH
CHILD CARE RESOURCE CENTER OF CUYAHOGA - 4600 EUCLID AVENUE, SUITE 500 - CLEVELAND, OH 44103	34-1650004	501(C)(3)	655,000.	0.			PLANNING, ADVOCACY,
CHILDREN'S HOSPITAL OF MICHIGAN FOUNDATI - 3911 BEAUBIEN - DETROIT, MI 48201-2119	32-0087353	501(C)(3)	40,000.	0.			CHILDRENS HOSPITAL
CHURCH OF THE ASSUMPTION 9183 BROADVIEW ROAD BROADVIEW HEIGHTS, OH 44147	34-0823447	501(C)(3)	16,000.	0.			SUPPORT FOR FR. LEVE
CITIZENS ACADEMY 1827 ANSEL ROAD CLEVELAND, OH 44106	34-1867117	501(C)(3)	7,750.	0.			CITIZENS LEADERSHIP

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CITY OF CLEVELAND 601 LAKESIDE AVENUE, ROOM 227 CLEVELAND, OH 44114	11-1111111	GOVERNMENTAL	92,875.	0.			PUBLIC MANAGEMENT DE
CITY OF LYNDHURST 5301 MAYFIELD ROAD LYNDHURST, OH 44124	11-1111111	GOVERNMENTAL	7,500.	0.			POLICE DEPARTMENT -
CITY OF SHAKER HEIGHTS 3400 LEE ROAD SHAKER HEIGHTS, OH 44120	34-6002615	GOVERNMENTAL	30,000.	0.			SHAKER HEIGHTS/UNIVE
CITYMUSIC CLEVELAND PO BOX 1930 CLEVELAND HEIGHTS, OH 44106	42-1639490	501(C)(3)	45,250.	0.			COMMUNITY CONCERT SE
CLEVELAND ACTION TO SUPPORT HOUSING - 4001 DETROIT AVE. - CLEVELAND, OH 44102	34-1232048	501(C)(3)	17,500.	0.			NORTHEAST OHIO REHAB
CLEVELAND ANIMAL PROTECTIVE LEAGUE 1729 WILLEY AVENUE CLEVELAND, OH 44113	34-0714644	501(C)(3)	8,000.	0.			"SPAY IT FORWARD" PR
CLEVELAND ARTS PRIZE P.O. BOX 21126 CLEVELAND, OH 44121	01-0627754	501(C)(3)	53,200.	0.			GENERAL SUPPORT
CLEVELAND BOTANICAL GARDEN 11030 EAST BOULEVARD CLEVELAND, OH 44106-1706	34-0239538	501(C)(3)	218,140.	0.			GREEN CORPS CAPACITY
CLEVELAND CENTER FOR ARTS AND TECHNOLOGY - 3634 EUCLID AVENUE - CLEVELAND, OH 44115-2535	27-1193704	501(C)(3)	91,500.	0.			START UP SUPPORT

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CLEVELAND CORD BLOOD CENTER 25001 EMERY ROAD CLEVELAND, OH 44128	20-8376689	501(C)(3)	228,236.	0.			FINAL YEAR OF START-
CLEVELAND COUNCIL ON WORLD AFFAIRS 812 HURON ROAD, SUITE 620 CLEVELAND, OH 44115	34-0720549	501(C)(3)	22,972.	0.			GENERAL SUPPORT
CLEVELAND EASTSIDE EX-OFFENDER COALITION - 3030 EUCLID AVENUE, SUITE 300 - CLEVELAND, OH 44115	34-1952895	501(C)(3)	58,373.	0.			THIRD YEAR SUPPORT F
CLEVELAND FESTIVAL OF ART AND TECHNOLOGY - TOWER PRESS BUILDING - CLEVELAND, OH 44114	20-2031718	501(C)(3)	50,000.	0.			PUBLIC ACCESS AND WO
CLEVELAND FOODBANK, INC. 15500 S. WATERLOO ROAD CLEVELAND, OH 44110	34-1292848	501(C)(3)	160,600.	0.			ANNUAL SUPPORT
CLEVELAND GRAYS 1234 BOLIVAR ROAD CLEVELAND, OH 44115	34-6540869	501(C)(3)	203,952.	0.			INCOME DISTRIBUTION
CLEVELAND HEARING AND SPEECH CENTER - 11635 EUCLID AVENUE - CLEVELAND, OH 44106	34-0714648	501(C)(3)	190,710.	0.			STRONG VOICE SOUND T
CLEVELAND HILLEL FOUNDATION, INC. 11291 EUCLID AVENUE CLEVELAND, OH 44106	34-1187022	501(C)(3)	46,000.	0.			SUMMER LEADERSHIP PR
CLEVELAND HOUSING NETWORK INC. 2999 PAYNE AVENUE, SUITE 306 CLEVELAND, OH 44114	34-1346763	501(C)(3)	236,300.	0.			STRATEGIC INITIATIVE

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CLEVELAND JAZZ ORCHESTRA 713 LINCOLN BLVD., 6TH FLOOR BEDFORD, OH 44146	34-1483824	501(C)(3)	30,750.	0.			2010/2011 CONCERT SE
CLEVELAND LEADERSHIP CENTER ONE CLEVELAND CENTER CLEVELAND, OH 44114	34-1927317	501(C)(3)	87,043.	0.			TRANSITION SUPPORT T
CLEVELAND MEDIATION CENTER 2012 WEST 25 STREET, SUITE 412 CLEVELAND, OH 41113	34-1369412	501(C)(3)	25,000.	0.			CAPACITY BUILDING TO
CLEVELAND METROPARKS 4101 FULTON PARKWAY CLEVELAND, OH 44144	34-6000704	GOVERNMENTAL	53,346.	0.			EMERALD NECKLACE CEN
CLEVELAND METROPOLITAN SCHOOL DISTRICT - 1380 EAST SIXTH STREET - CLEVELAND, OH 44114-1667	34-6000662	GOVERNMENTAL	590,884.	0.			STRENGTHEN THE CAPAC
CLEVELAND NEIGHBORHOOD DEVELOPMENT COALI - 3751 PROSPECT AVENUE, 3RD FLOOR - CLEVELAND, OH 44115-2705	34-1351412	501(C)(3)	25,000.	0.			EVOLVING COMMUNITY D
CLEVELAND PSYCHOANALYTIC SOCIETY FOUNDA - 2460 FAIRMOUNT BOULEVARD, SUITE 312 - CLEVELAND, OH 44106-3164	34-6554309	501(C)(3)	78,774.	0.			RESEARCH AND PSYCHOA
CLEVELAND PUBLIC ART, INC. 1939 WEST 25TH STREET, SUITE 200 CLEVELAND, OH 44113	34-1616070	501(C)(3)	136,750.	0.			2011 PROGRAMMING IN
CLEVELAND PUBLIC LIBRARY 325 SUPERIOR AVENUE, N.E. CLEVELAND, OH 44114-1271	34-6000711	501(C)(3)	363,107.	0.			SERVICE TO SHUT-INS

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CLEVELAND PUBLIC THEATRE, INC. 6415 DETROIT AVENUE CLEVELAND, OH 44102	34-1359225	501(C)(3)	98,375.	0.			THIRD-YEAR SUPPORT T
CLEVELAND RAPE CRISIS CENTER 526 SUPERIOR AVENUE, SUITE 1400 CLEVELAND, OH 44114-	51-0164315	501(C)(3)	69,500.	0.			PERSONNEL RETENTION
CLEVELAND RESTORATION SOCIETY, INC. - THE SARAH BENEDICT HOUSE - CLEVELAND, OH 44115-2705	23-7218767	501(C)(3)	119,250.	0.			EXPANDED HERITAGE HO
CLEVELAND ROTARY FOUNDATION 1122 PROSPECT AVENUE CLEVELAND, OH 44115	34-6556119	501(C)(3)	12,000.	0.			PROJECT YESS (YOUTH
CLEVELAND SCHOLARSHIP PROGRAMS, INC. DBA - 200 PUBLIC SQUARE, SUITE 3820 - CLEVELAND, OH 44114	34-6580096	501(C)(3)	1,264,939.	0.			SCHOLARSHIPS AND ADV
CLEVELAND SOCIAL VENTURE PARTNERS 10819 MAGNOLIA DR., SUITE 200 CLEVELAND, OH 44106	30-0010575	501(C)(3)	211,000.	0.			GENERAL SUPPORT
CLEVELAND STATE UNIVERSITY FOUNDATION - 2121 EUCLID AVENUE, KB 300 - CLEVELAND, OH 44115	34-1316665	501(C)(3)	62,503.	0.			NEW PATHWAY PROGRAM
CLEVELAND TENANTS ORGANIZATION 3631 PERKINS AVENUE, # 3A-4 CLEVELAND, OH 44114	34-1166896	501(C)(3)	15,000.	0.			SUSTAINING THE SHARE
CLEVELAND ZOOLOGICAL SOCIETY 3900 WILDLIFE WAY CLEVELAND, OH 44109-3132	34-0816490	501(C)(3)	194,386.	0.			AFRICAN ELEPHANT CRO

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COACHES' CORNER, INC. 605 ELM ST PAINESVILLE, OH 44077	65-1317863	501(C)(3)	12,500.	0.			WATERPROOFING PROJEC
COGSWELL HALL, INC. 7200 FRANKLIN BOULEVARD CLEVELAND, OH 44102	34-0714653	501(C)(3)	41,666.	0.			RENOVATION OF COGSWE
COLUMBUS STATE COMMUNITY COLLEGE DEVELOP - 550 EAST SPRING STREET - COLUMBUS, OH 43215	31-1035280	501(C)(3)	20,000.	0.			SUPPORT THE ORIENTAT
COMMUNITIES IN SCHOOLS OF COLUMBUS 510 NORTH EAST BROADWAY COLUMBUS, OH 43214-4114	31-1390077	501(C)(3)	7,500.	0.			TO SUPPORT THE SCHOO
COMMUNITY ASSESSMENT & TREATMENT SERVICE - 8411 BROADWAY AVENUE - CLEVELAND, OH 44105	34-1651217	501(C)(3)	32,000.	0.			PLANNING AND CAPACIT
COMMUNITY HOUSING SOLUTIONS 12114 LARCHMERE BLVD CLEVELAND, OH 44120	23-7299143	501(C)(3)	38,200.	0.			FORECLOSURE COUNSELI
COMMUNITY RE-ENTRY, INC. 1468 WEST 25TH STREET CLEVELAND, OH 44113-3102	34-1417120	501(C)(3)	500,500.	0.			WOMEN'S RE-ENTRY NET
COMMUNITY WEST FOUNDATION 20545 CENTER RIDGE ROAD, SUITE 448 ROCKY RIVER, OH 44116	34-1456398	501(C)(3)	209,439.	0.			GENERAL SUPPORT OF F
COMPUTERS ASSISTING PEOPLE INC. 3150 PAYNE AVENUE CLEVELAND, OH 44114	34-1851507	501(C)(3)	20,000.	0.			2011 OPERATIONAL SUP

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CONSERVANCY FOR CUY VALLEY NATIONAL PARK - 1403 W. HINES HILL ROAD - PENINSULA, OH 44264	34-1917257	501(C)(3)	8,454.	0.			GENERAL SUPPORT FOR
CORNELL UNIVERSITY DEPARTMENT OF DEVELOPMENT ITHACA, NY 14850-4353	15-0532082	501(C)(3)	38,000.	0.			DEANSHIP OF THE JOHN
COUNCIL OF INTERNATIONAL PROGRAMS USA - 3500 LORAIN AVENUE, SUITE 504 - CLEVELAND, OH 44113	34-0929221	501(C)(3)	12,500.	0.			SERVICES TO HOST ORG
CROSSROADS: LAKE COUNTY ADOLESCENT COUNS - 8445 MUNSON ROAD - MENTOR, OH 44060	34-1458441	501(C)(3)	8,000.	0.			COMMUNITY NEEDS ASSE
CUYAHOGA COMMUNITY COLLEGE FOUNDATION - 700 CARNEGIE AVENUE - CLEVELAND, OH 44115	23-7320719	501(C)(3)	287,675.	0.			PARTNERSHIPS FOR ACH
CUYAHOGA COMMUNITY LAND TRUST DBA COMMUN - 5700 BROADWAY AVENUE - CLEVELAND, OH 44127	34-1970141	501(C)(3)	7,500.	0.			STRATEGIC ALLIANCE P
CUYAHOGA COUNTY 415 COUNTY ADMINISTRATION BUILDING CLEVELAND, OH 44113	11-1111111	GOVERNMENTAL	620,767.	0.			ENHANCEMENT OF YOUTH
CUYAHOGA COUNTY PUBLIC LIBRARY ADMINISTRATIVE OFFICES PARMA, OH 44134-2792	34-6000819	501(C)(3)	191,967.	0.			INCREASE CAPACITY AR
CUYAHOGA VALLEY COUNTRYSIDE CONSERVANCY - 2179 EVERETT ROAD - PENINSULA, OH 44264	34-1896395	501(C)(3)	25,000.	0.			COMMUNITY-BASED FOOD

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DARTMOUTH COLLEGE GIFT RECORDING & REPORTING HANOVER, NH 03755-3555	02-0514616	501(C)(3)	58,722.	0.			JOHN MARSHALL RAIBLE
DAS DEUTSCH CENTER FOR SPECIAL NEEDS CHI - P.O. BOX 845 - MIDDLEFIELD, OH 44062	34-1914344	501(C)(3)	60,400.	0.			TRANSLATIONAL RESEAR
DAYTON AREA CHAMBER OF COMMERCE EDUC. & - 1 CHAMBER PLAZA - DAYTON, OH 45402-2400	31-1113395	501(C)(3)	12,500.	0.			SUPPORT THE CREATION
DEACONESS COMMUNITY FOUNDATION 7575 NORTHCLIFF AVENUE, SUITE 203 BROOKLYN, OH 44144	34-1372066	501(C)(3)	11,048.	0.			GENERAL SUPPORT
DEEPWOOD FOUNDATION 8121 DEEPWOOD BOULEVARD MENTOR, OH 44060	34-1721177	501(C)(3)	12,430.	0.			CONSULTING SERVICES
DETROIT-SHOREWAY COMMUNITY DEVELOPMENT O - GORDON SQUARE ARCADE - CLEVELAND, OH 44102	23-7376130	501(C)(3)	23,000.	0.			THIS GRANT IS TO SUP
DIABETES ASSOCIATION OF GREATER CLEVELAN - 3601 S. GREEN ROAD, SUITE 100 - CLEVELAND, OH 44122	34-0762558	501(C)(3)	40,750.	0.			TECHNOLOGY INFSTRUC
DISABLED AMERICAN VETERANS CHARITABLE SE - 3725 ALEXANDRIA PIKE - COLD SPRING, KY 41076	52-1521276	501(C)(4)	20,500.	0.			GENERAL SUPPORT
DISABLED VETERAN'S INSURANCE CAREERS - 1275 KASAMADA DR. - FORT MYERS, FL 33919	27-4645661	501(C)(3)	10,000.	0.			GENERAL SUPPORT

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DIVINE WORD CATHOLIC CHURCH 8100 EAGLE RD KIRTLAND, OH 44094	11-1111111	CHURCH	10,000.	0.			CAPITAL IMPROVEMENTS
DOBAMA THEATRE, INC. 2340 LEE ROAD CLEVELAND HEIGHTS, OH 44118-3444	34-0943782	501(C)(3)	5,500.	0.			MARILYN BIANCHI KIDS
DOMESTIC VIOLENCE CENTER DBA DOMESTIC V - P.O. BOX 5466 - CLEVELAND, OH 44101	34-1278377	501(C)(3)	79,911.	0.			TINA PROJECT COLLABO
DOWNTOWN CLEVELAND ALLIANCE 825 TERMINAL TOWER CLEVELAND, OH 44113	34-1775903	501(C)(3)	434,917.	0.			FLATS GOVERNANCE AND
EARLY CHILDHOOD ENRICHMENT CENTER, INC. - 19824 SUSSEX ROAD - SHAKER HEIGHTS, OH 44122	34-1149833	501(C)(3)	20,000.	0.			ENDOWMENT DISTRIBUTI
EARTHWATCH OHIO DBA ECOWATCH OHIO 720 LITERARY ROAD CLEVELAND, OH 44113	27-0130422	501(C)(3)	33,500.	0.			ECOWATCH: CAPACITY B
EAST SIDE ORGANIZING PROJECT, INC. DBA E - 3631 PERKINS AVENUE, SUITE 4C-S - CLEVELAND, OH 44114	34-1752943	501(C)(3)	96,300.	0.			SECOND AND FINAL PHA
EASTER SEALS NORTHERN OHIO, INC. 1929 A EAST ROYALTON ROAD BROADVIEW HEIGHTS, OH 44147	31-4380051	501(C)(3)	50,000.	0.			INCREASING TECHNOLOG
ECONOMIC AND COMMUNITY DEVELOPMENT INSTI - 1655 OLD LEONARD AVENUE - COLUMBUS, OH 43219	31-1145544	501(C)(3)	42,500.	0.			PLANNING AND PRE-DEV

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ECONOMIC GROWTH FOUNDATION 1240 HURON ROAD, SUITE 300 CLEVELAND, OH 44115	34-1916518	501(C)(3)	475,000.	0.			OPERATIONS AND PROGR
EDUCATIONAL SERVICE CENTER OF CUYAHOGA C - 5811 CANAL ROAD - VALLEY VIEW, OH 44125	34-6000814	GOVERNMENTAL	50,000.	0.			CLEVELAND FIRST RING
ELIZA BRYANT CENTER 7201 WADE PARK AVENUE CLEVELAND, OH 44103	34-0715816	501(C)(3)	110,466.	0.			ELIZA BRYANT VILLAGE
ELIZA JENNINGS SENIOR CARE NETWORK 14701 DETROIT AVENUE, SUITE 620 LAKEWOOD, OH 44107-4210	34-1560243	501(C)(3)	288,348.	0.			EQUIPMENT
EMPOWERMENT CENTER OF GREATER CLEVELAND - 3030 EUCLID AVENUE, SUITE 100 - CLEVELAND, OH 44115	23-7124503	501(C)(3)	39,000.	0.			CAPACITY BUILDING PR
ENGENDERHEALTH, INC. 440 9TH AVENUE, #12 NEW YORK, NY 10001-1630	13-1623838	501(C)(3)	10,000.	0.			GENERAL SUPPORT
ENTERPRISE COMMUNITY PARTNERS, INC. - CLEVELAND OFFICE - CLEVELAND, OH 44113-3704	52-1231931	501(C)(3)	72,500.	0.			EXPANSION OF THE CUY
ENVIRONMENTAL HEALTH WATCH, INC. 3500 LORAIN AVENUE, SUITE 302 CLEVELAND, OH 44113	34-1443935	501(C)(3)	104,712.	0.			RATCHETING UP HOME P
ENVISION EXCELLENCE IN STEM EDUCATION - 2108 LAMBERTON ROAD - CLEVELAND HEIGHTS, OH 44118	20-8622102	501(C)(3)	10,000.	0.			DEVELOPMENT OF SIX K

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EPILEPSY FOUNDATION 8301 PROFESSIONAL PLACE LANDOVER, MD 20785	52-0856660	501(C)(3)	10,000.	0.			GENERAL SUPPORT
EPISCOPAL WEST SIDE SHARED MINISTRY - P.O. BOX 609 - LAKEWOOD, OH 44107	34-1882312	501(C)(3)	46,500.	0.			GENERAL SUPPORT
ESPERANZA INCORPORATED 3104 WEST 25TH STREET - 4TH FLOOR CLEVELAND, OH 44109	34-1403492	501(C)(3)	120,000.	0.			COMMUNITY COMPUTER T
EXUMA FOUNDATION C/O CORNERSTONE MAYFIELD HEIGHTS, OH 44124	34-1880525	501(C)(3)	5,250.	0.			\$5,000 FOR GENERAL S
FAIRFAX RENAISSANCE DEVELOPMENT CORPORAT - 8111 QUINCY AVENUE, SUITE 100 - CLEVELAND, OH 44104	34-1706856	501(C)(3)	200,000.	0.			GREATER UNIVERSITY C
FAIRMOUNT CENTER FOR THE ARTS 8400 FAIRMOUNT RD NOVELTY, OH 44072	23-7199754	501(C)(3)	20,000.	0.			CREATION OF A FULL T
FAIRMOUNT MONTESSORI ASSOCIATION 3380 FAIRMOUNT BOULEVARD CLEVELAND HTS., OH 44118	34-1217313	501(C)(3)	7,000.	0.			RUFFING MONTESSORI S
FAIRMOUNT PRESBYTERIAN CHURCH 2757 FAIRMOUNT BOULEVARD CLEVELAND HEIGHTS, OH 44118-4098	11-1111111	CHURCH	51,369.	0.			CUYAHOGA COUNTY JAIL
FAMICOS FOUNDATION, INC. 1325 ANSEL ROAD CLEVELAND, OH 44106	34-1053534	501(C)(3)	200,000.	0.			COSTS RELATED TO THE

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FAMILY AND COMMUNITY SERVICES OF PORTAGE - 705 OAKWOOD STREET - RAVENNA, OH 44266	34-1902451	501(C)(3)	20,000.	0.			CHAGRIN FALLS PARK C
FAMILY CONNECTIONS OF NORTHEAST OHIO - 19824 SUSSEX ROAD - SHAKER HEIGHTS, OH 44122	34-1696816	501(C)(3)	11,500.	0.			GENERAL SUPPORT
FAMILY PLANNING ASSOCIATION OF NORTHEAST - 54 SOUTH STATE STREET, SUITE 200 - PAINESVILLE, OH 44077	23-7061724	501(C)(3)	5,500.	0.			ELECTRONIC HEALTH RE
FIELDSTONE FARM THERAPEUTIC RIDING CENTE - P.O. BOX 23129 - CHAGRIN FALLS, OH 44023	34-1310435	501(C)(3)	27,200.	0.			GENERAL SUPPORT
FINGERPRINTS CORPORATION 6 QUAKER ROAD NANTUCKET, MA 02554	04-3126798	501(C)(3)	10,000.	0.			OZONE SURF CLASSIC
FIRST CHURCH OF CHRIST, SCIENTIST, CLEVE - 3181 FAIRMOUNT BLVD. - CLEVELAND HEIGHTS, OH 44118	11-1111111	CHURCH	77,922.	0.			GENERAL SUPPORT
FIRST PRESBYTERIAN CHURCH 13 MEAD DRIVE CHILLICOTHE, OH 45601	11-1111111	CHURCH	7,836.	0.			GENERAL SUPPORT
FLYING HORSE FARMS 3 EASTON OVAL COLUMBUS, OH 43219	20-3498125	501(C)(3)	6,750.	0.			GENERAL SUPPORT
FORCE4QUALITY NORTHEAST OHIO METROHEALTH MEDICAL CENTER - R235A CLEVELAND, OH 44109	26-1725657	501(C)(3)	50,000.	0.			START-UP EXPENSES OF

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FOREST HILL CHURCH, PRESBYTERIAN 3031 MONTICELLO BOULEVARD CLEVELAND HEIGHTS, OH 44118	34-0771889	CHURCH	25,000.	0.			GENERAL OPERATING
FOUNDATION FOR APPALACHIAN OHIO PO BOX 456 NELSONVILLE, OH 45764	31-1620483	501(C)(3)	8,000.	0.			TO SUPPORT A SCHOLAR
FOUNDATION FOR ENVIRONMENTAL RESEARCH - 1501 CHELMSFORD STREET - ST. PAUL, MN 55108	34-1919165	501(C)(3)	550,000.	0.			GENERAL SUPPORT
FRIENDLY INN SETTLEMENT, INC. 2386 UNWIN ROAD CLEVELAND, OH 44104	34-0714413	501(C)(3)	20,000.	0.			NEIGHBORHOOD COMPUTE
FRIENDS OF E PREP SCHOOLS 3615 SUPERIOR AVENUE CLEVELAND, OH 44114	20-4948838	501(C)(3)	883,650.	0.			VILLAGE PREPARATORY
FRIENDS OF THE CLEVELAND SCHOOL OF THE A - 10700 CHURCH HILL AVENUE - CLEVELAND, OH 44106	34-1410357	501(C)(3)	18,126.	0.			GENERAL SUPPORT
FRIENDS OF THE MUSIC HALL 28 CHESTNUT STREET PORTSMOUTH, NH 03801	02-0403452	501(C)(3)	25,000.	0.			GENERAL SUPPORT (\$5
FUND FOR OUR ECONOMIC FUTURE OF NORTHEAS - 1360 EAST 9TH STREET, SUITE 210 - CLEVELAND, OH 44114	27-0606927	501(C)(3)	100,000.	0.			FUND FOR OUR ECONOMI
FUTURE CHURCH 17307 MADISON AVENUE LAKEWOOD, OH 44107	34-1778518	501(C)(3)	7,000.	0.			GENERAL SUPPORT

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GEAUGA COUNTY EDUCATIONAL SERVICE CENTER - 470 CENTER STREET, BUILDING 2 - CHARDON, OH 44024	34-1254450	GOVERNMENTAL	20,000.	0.			SUPPORT PHASE TWO OF
GEAUGA COUNTY HUMANE SOCIETY 15463 CHILLICOTHE ROAD RUSSELL TOWNSHIP, OH 44072	23-7358431	501(C)(3)	5,687.	0.			GENERAL SUPPORT
GEAUGA GROWTH PARTNERSHIP INC. 12373 KINSMAN ROAD, SUITE 106 NEWBURY, OH 44065	27-2897243	501(C)(3)	42,600.	0.			FORMATION OF THE GEA
GEAUGA LYRIC THEATRE GUILD P.O. BOX 834 CHARDON, OH 44024-	23-7121294	501(C)(3)	10,000.	0.			NEXT STEPS OF A STRA
GEAUGA PARK DISTRICT 9160 ROBINSON ROAD CHARDON, OH 44024-9148	34-6001208	GOVERNMENTAL	15,546.	0.			GENERAL SUPPORT
GEN ASMBLY OF CHRISTIAN CHURCH DISCIPLE - 3146 SCRANTON ROAD - CLEVELAND, OH 44109	34-0733131	501(C)(3)	5,795.	0.			GENERAL SUPPORT
GILMOUR ACADEMY 34001 CEDAR ROAD GATES MILLS, OH 44040	34-0745523	501(C)(3)	164,649.	0.			MEMORIAL GARDEN AND
GIRL SCOUTS OF NORTH EAST OHIO ONE GIRL SCOUT WAY MACEDONIA, OH 44056-2156	34-0726094	501(C)(3)	42,750.	0.			FINANCIAL LITERACY A
GIRLS INCOPORATED OF SANTA FE INC. 301 HILLSIDE AVENUE SANTA FE, NM 87501	85-0129250	501(C)(3)	10,000.	0.			GENERAL SUPPORT

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GOLDEN CIPHERS 5704 BROADWAY AVENUE CLEVELAND, OH 44127	34-1970795	501(C)(3)	32,500.	0.			STRATEGIC PLANNING A
GOODWILL INDUSTRIES OF GREATER CLEVELAND - 408 NINTH STREET, SW - CANTON, OH 44707-4799	34-0909974	501(C)(3)	6,811.	0.			GENERAL SUPPORT - CL
GORDON SQUARE ARTS DISTRICT GORDON SQUARE ARCADE CLEVELAND, OH 44102	26-1165869	501(C)(3)	250,000.	0.			PHASE II OF THE RENO
GRACE HOSPITAL 2307 WEST 14TH STREET CLEVELAND, OH 44113	34-0714479	501(C)(3)	60,088.	0.			EQUIPMENT
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON ST., SUITE 605 PORTLAND, OR 97205	33-0919329	501(C)(3)	20,000.	0.			2010-2011 MEMBERSHIP
GRANTMAKERS IN THE ARTS 4055 21ST AVENUE WEST, SUITE 100 SEATTLE, WA 98199-1247	36-3670955	501(C)(3)	10,000.	0.			OPERATING/MEMBERSHIP
GREAT LAKES SCIENCE CENTER 601 ERIESIDE AVENUE CLEVELAND, OH 44114	31-1258416	501(C)(3)	131,000.	0.			BUILDING CAPACITY TO
GREAT LAKES THEATER FESTIVAL 1501 EUCLID AVENUE, SUITE 300 CLEVELAND, OH 44115-2108	34-0901212	501(C)(3)	164,700.	0.			THIRD-YEAR SUPPORT T
GREATER CLEVELAND HABITAT FOR HUMANITY - 2110 WEST 110TH STREET - CLEVELAND, OH 44102	31-1209423	501(C)(3)	38,800.	0.			ADOPT A HOUSE PROGRA

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GREATER CLEVELAND MEDIA DEVELOPMENT CORP - 812 HURON ROAD EAST, SUITE 690 - CLEVELAND, OH 44115	34-1884733	501(C)(3)	48,500.	0.			2010-2011 WORKFORCE
GREATER CLEVELAND NEIGHBORHOOD CENTERS A - 3311 PERKINS AVENUE, SUITE 200 - CLEVELAND, OH 44114	34-0714688	501(C)(3)	191,811.	0.			EXPANSION OF NCA COM
GREATER CLEVELAND REGIONAL TRANSIT AUTHO - 1240 WEST 6TH STREET - CLEVELAND, OH 44113	34-1170830	GOVERNMENTAL	87,500.	0.			THREE GREATER UNIVER
GREATER CLEVELAND VOLUNTEERS 4614 PROSPECT AVENUE, SUITE 205 CLEVELAND, OH 44103-4394	34-1356768	501(C)(3)	168,250.	0.			SUPPORT FOR TUTORING
GREATER CLEVELAND YOUTH FOR CHRIST 3274 WEST 58TH STREET, SUITE 205 CLEVELAND, OH 44102	34-6003207	501(C)(3)	14,500.	0.			GENERAL SUPPORT
GREATER WASHINGTON EDUCATIONAL TELECOMM - 3939 CAMPBELL AVE - ARLINGTON, VI 22206	53-0242992	501(C)(3)	8,000.	0.			BETTER ANGELS SOCIET
GREENWOOD MUSIC CAMP, INC. P.O. BOX 1045 EASTHAMPTON, MA 01027	04-2347771	501(C)(3)	15,000.	0.			GENERAL SUPPORT
GROUNDWORKS DANCETHEATER 1651 CREST ROAD CLEVELAND HEIGHTS, OH 44121	34-1856594	501(C)(3)	37,500.	0.			BRIDGE FUNDING FOR S
HABITAT FOR HUMANITY INTERNATIONAL, INC. - 121 HABITAT STREET - AMERICUS, GA 31709-3498	91-1914868	501(C)(3)	20,000.	0.			GENERAL SUPPORT

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HANDS ON NORTHEAST OHIO 4614 PROSPECT AVENUE, SUITE 223 CLEVELAND, OH 44103	14-1993984	501(C)(3)	20,000.	0.			MANAGED VOLUNTEER PR
HANNA PERKINS SCHOOL DBA HANNA PERKINS C - 19910 MALVERN ROAD - SHAKER HEIGHTS, OH 44122-2823	34-1269765	501(C)(3)	18,238.	0.			GENERAL SUPPORT
HARD HATTED WOMEN 4415 EUCLID AVENUE, SUITE 301 CLEVELAND, OH 44103	34-1442773	501(C)(3)	32,500.	0.			OHIO WOMEN IN SUSTAI
HATHAWAY BROWN SCHOOL 19600 NORTH PARK BOULEVARD SHAKER HEIGHTS, OH 44122	34-0714426	501(C)(3)	113,321.	0.			ASPIRE PROGRAM FOR M
HAWKEN SCHOOL 12465 COUNTY LINE ROAD GATES MILLS, OH 44040-8002	34-0714427	501(C)(3)	42,151.	0.			GENERAL SUPPORT
HEALTH HILL HOSPITAL FOR CHILDREN FOUND - 2801 MARTIN LUTHER KING JR. DRIVE - CLEVELAND, OH 441043865	34-1823147	501(C)(3)	8,484.	0.			GENERAL SUPPORT
HEALTH POLICY INSTITUTE OF OHIO 37 WEST BROAD STREET, SUITE 350 COLUMBUS, OH 43215-4198	30-0186863	501(C)(3)	100,000.	0.			2011 RESEARCH, ANALY
HEART & SOUL ANIMAL SANCTUARY 369 MONTEZUMA AVE SANTA FE, NM 87501	31-1549681	501(C)(3)	10,000.	0.			GENERAL SUPPORT
HEARTS (HOMECARE EDUCATION AND RESOURCE - CHESTERLAND FAMILY PRACTICE - CHESTERLAND, OH 44026	83-0490767	501(C)(3)	50,000.	0.			GENERAL SUPPORT

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HELEN KELLER INTERNATIONAL, INC. CHILDSIGHT OHIO CLEVELAND, OH 44120	13-5562162	501(C)(3)	42,000.	0.			EXPANSION OF SERVICE
HELEN KELLER SERVICES FOR THE BLIND - 57 WILLOUGHBY STREET - BROOKLYN, NY 11201-5290	11-1630807	501(C)(3)	14,668.	0.			GENERAL SUPPORT
HELP FOUNDATION, INC. 3622 PROSPECT AVENUE EAST CLEVELAND, OH 44115	34-1617051	501(C)(3)	75,500.	0.			ADULT DAY SUPPORT PR
HENNEPIN HEALTH FOUNDATION HENNEPIN COUNTY MEDICAL CENTER MINNEAPOLIS, MN 55415	41-0845733	501(C)(3)	40,000.	0.			HENNIPIN COUNTY MEDI
HERSHEY MONTESSORI SCHOOL 10229 PROUTY ROAD CONCORD TOWNSHIP, OH 44077	34-1257076	501(C)(3)	15,500.	0.			STAFF AND START UP C
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242-1298	38-1374230	501(C)(3)	51,771.	0.			GENERAL FUND
HIRAM COLLEGE P.O. BOX 67 HIRAM, OH 44234	34-0714670	501(C)(3)	11,246.	0.			GENERAL SUPPORT
HISPANIC BUSINESS ASSOC. DBA THE NE OHIO - 2511 CLARK AVE - CLEVELAND, OH 44109	34-1805510	501(C)(3)	51,700.	0.			OPENING OF ADULT EDU
HOLDEN CHRISTIAN ACADEMY 279 RESERVOIR STEET HOLDEN, MA 01520	11-1111111	CHURCH	25,000.	0.			GENERAL SUPPORT

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HOLY CROSS FOREIGN MISSION SOCIETY, INCL - P O BOX 543 - NOTRE DAME, IN 46556-0543	52-6044122	501(C)(3)	6,000.	0.			SUPPORT OF HOLY CROS
HOME FOR VETS PO BOX 972 MAULDIN, SC 29662	20-8760204	501(C)(3)	10,000.	0.			GENERAL SUPPORT
HOME REPAIR RESOURCE CENTER 2520 NOBLE ROAD CLEVELAND HEIGHTS, OH 44121	23-7131204	501(C)(3)	37,800.	0.			STRATEGIC PLANNING P
HOPEWELL INN DEVELOPMENT OFFICE CHAGRIN FALLS, OH 44022	34-1739967	501(C)(3)	18,850.	0.			GENERAL SUPPORT
HOSPICE OF THE WESTERN RESERVE, INC. - 17876 ST. CLAIR AVE. - CLEVELAND, OH 44110	34-1256377	501(C)(3)	32,550.	0.			COMPREHENSIVE CAMPAI
HUDSON MONTESSORI ASSOCIATION 7545 DARROW ROAD HUDSON, OH 44236	34-0903793	501(C)(3)	7,000.	0.			MARIE RICHARDSON SCH
HUMILITY OF MARY HOUSING, INC. 3250 WEST MARKET STREET #204 AKRON, OH 44333	25-1592420	501(C)(3)	41,000.	0.			START-UP COSTS RELAT
I KNOW I CAN 3798 EAST BROAD STREET COLUMBUS, OH 43213	31-1229135	501(C)(3)	7,500.	0.			TO SUPPORT A COLLEGE
IDEASTREAM IDEA CENTER CLEVELAND, OH 44115	34-1943865	501(C)(3)	815,972.	0.			HEALTH PROGRAMMING F

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INDEPENDENT SECTOR 1602 L STREET NW, SUITE 900 WASHINGTON, DC 20036	52-1081024	501(C)(3)	20,000.	0.			2011 PUBLIC POLICY A
INLET DANCE THEATRE 11125 MAGNOLIA DR. CLEVELAND, OH 44106	26-0007578	501(C)(3)	8,500.	0.			CAPACITY BUILDING IN
INSTITUTE OF CONTEMPORARY ART/BOSTON - 100 NORTHERN AVE - BOSTON, MA 02210	04-2104327	501(C)(3)	25,000.	0.			75TH ANNIVERSARY GAL
INTER-MOUNTAIN DEACONESS HOME FOR CHILDR - 500 S. LAMBORN STREET - HELENA, MT 59601	81-0231775	501(C)(3)	30,000.	0.			GENERAL SUPPORT
INTERMUSEUM CONSERVATION ASSOCIATION - 2915 DETROIT AVENUE - CLEVELAND, OH 44113-2709	34-0753538	501(C)(3)	50,334.	0.			HEIGHTENED AWARENESS
INTERNATIONAL PARTNERS IN MISSION 3091 MAYFIELD ROAD, SUITE 320 CLEVELAND HEIGHTS, OH 44118	43-1487311	501(C)(3)	27,950.	0.			PROVIDING CLEVELAND
JENNINGS CENTER FOR OLDER ADULTS 10204 GRANGER ROAD GARFIELD HTS., OH 44125	34-0714679	501(C)(3)	39,700.	0.			ACHIEVING QUALITY OU
JEWISH FAMILY SERVICE ASSOCIATION OF CL - 3659 SOUTH GREEN ROAD, SUITE 322 - BEACHWOOD, OH 44122	34-0714441	501(C)(3)	51,833.	0.			YOUTH ABILITY SEL SC
JEWISH FEDERATION OF CLEVELAND MANDEL BUILDING CLEVELAND, OH 44122-7302	34-0714445	501(C)(3)	414,956.	0.			PROGRAM SUPPORT IN T

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
JOHN CARROLL UNIVERSITY 20700 NORTH PARK BOULEVARD UNIVERSITY HEIGHTS, OH 44118-4581	34-0714681	501(C)(3)	18,396.	0.			GENERAL SUPPORT
JOHNS HOPKINS UNIVERSITY ATTN: LISA CAMPBELL BALTIMORE, MD 21205	52-0595110	501(C)(3)	12,838.	0.			GENERAL SUPPORT FOR
JONES ROAD FAMILY DEVELOPMENT CORP. - 8000 JONES ROAD - CLEVELAND, OH 44105	26-2874159	501(C)(3)	16,250.	0.			CAPACITY BUILDING AN
JOYFUL NOISE NEIGHBORHOOD MUSIC SCHOOL - 10616 LINNET AVENUE - CLEVELAND, OH 44111	65-1257229	501(C)(3)	5,375.	0.			GENERAL SUPPORT
JUMPSTART, INC. 6701 CARNEGIE AVENUE, SUITE 100 CLEVELAND, OH 44103	34-1398522	501(C)(3)	750,000.	0.			ENTREPRENEURSHIP PRO
JUVENILE PROTECTIVE ASSOCIATION OF CHIC - 1707 NORTH HALSTED STREET - CHICAGO, IL 60614-5501	36-2167765	501(C)(3)	40,000.	0.			PARTNERSHIP WITH THE
KARAMU HOUSE 2355 EAST 89TH STREET CLEVELAND, OH 44106-3403	34-0714448	501(C)(3)	195,424.	0.			INCOME FROM THE KARA
KENT STATE UNIVERSITY FOUNDATION, INC. - INSTITUTIONAL ADVANCEMENT - KENT, OH 44242-0001	34-6576307	501(C)(3)	208,500.	0.			KENT STATE UNIVERSIT
KENYON COLLEGE OFFICE OF DEVELOPMENT GAMBIER, OH 43022-9623	31-4379507	501(C)(3)	16,320.	0.			GENERAL SUPPORT

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KNOWLEDGEWORKS FOUNDATION ONE WEST FOURTH STREET, SUITE 200 CINCINNATI, OH 45202	31-1321973	501(C)(3)	25,000.	0.			THE OHIO 8 COALITION
LAKE COUNTY EDUCATIONAL SERVICE CENTER - 382 BLACKBROOK RD. - PAINESVILLE, OH 44077	11-1111111	GOVERNMENTAL	39,500.	0.			ESTABLISHMENT OF CLA
LAKE COUNTY FREE MEDICAL CLINIC 54 SOUTH STATE STREET PAINESVILLE, OH 44077-	34-1081191	501(C)(3)	21,500.	0.			CHALLENGE GRANT FOR
LAKE COUNTY YMCA METROPOLITAN OFFICE PAINESVILLE, OH 44077	34-0714796	501(C)(3)	9,000.	0.			TH ARTHUR HOLDEN LEA
LAKE ERIE COLLEGE 391 W. WASHINGTON STREET PAINESVILLE, OH 44077	34-0733165	501(C)(3)	296,208.	0.			CENTER FOR ENTREPREN
LAKE ERIE ENERGY DEVELOPMENT CORPORATION - 1938 EUCLID AVENUE, SUITE 200 - CLEVELAND, OH 44115	27-2238400	501(C)(3)	725,000.	0.			LAUNCH AND OPERATION
LAKE ERIE NATURE & SCIENCE CENTER 28728 WOLF ROAD BAY VILLAGE, OH 44140	34-0845030	501(C)(3)	30,640.	0.			SAFETY, STAFF AND TE
LAKE HOSPITAL FOUNDATION, INC. 7590 AUBURN ROAD CONCORD TOWNSHIP, OH 44077	34-1425872	501(C)(3)	8,457.	0.			'GET HEALTHY PERRY'
LAKE PARKS FOUNDATION P. O. BOX 2134 PAINESVILLE, OH 44077	34-1627858	501(C)(3)	13,595.	0.			ANNUAL FUND DRIVE

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LAKE/GEAUGA EDUCATIONAL ASSISTANCE FOUND - 8221 AUBURN ROAD - CONCORD, OH 44077	34-1640416	501(C)(3)	99,950.	0.			EXPANDED SERVICES FO
LAKE-GEAUGA RECOVERY CENTERS, INC 209 CENTER STREET CHARDON, OH 44024	34-1119240	501(C)(3)	25,000.	0.			COMPLETE RENOVATIONS
LAKWOOD CHRISTIAN CHURCH 12501 LAKE AVENUE LAKEWOOD, OH 44107	34-0782253	501(C)(3)	5,240.	0.			GENERAL SUPPORT
LAKWOOD HISTORICAL SOCIETY 14710 LAKE AVENUE LAKEWOOD, OH 44107	34-6556203	501(C)(3)	5,919.	0.			GENERAL SUPPORT
LAKWOOD HOSPITAL FOUNDATION, INC. 14601 DETROIT AVENUE, SUITE 240 LAKEWOOD, OH 44107	34-6519834	501(C)(3)	225,213.	0.			GENERAL SUPPORT FOR
LAKWOOD UNITED METHODIST CHURCH 15700 DETROIT ROAD LAKEWOOD, OH 44107	11-1111111	CHURCH	8,900.	0.			GENERAL SUPPORT
LAKWOODALIVE 14701 DETROIT AVENUE, #LL10 LAKEWOOD, OH 44107	55-0793987	501(C)(3)	22,205.	0.			HOUSING OUTREACH CAP
LAUREL SCHOOL 1 LYMAN CIRCLE SHAKER HEIGHTS, OH 44122	34-0714451	501(C)(3)	53,450.	0.			PARTNERSHIP EFFORTS
LEARNING DISABILITIES ASSOCIATION OF NO - CORPORATE CIRCLE SOUTH - CLEVELAND, OH 44124	31-1398058	501(C)(3)	42,500.	0.			2010 PROGRAMMING AND

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LEONARD & SUSAN FUCHS MIZRACHI SCHOOL - 26600 SHAKER BLVD - BEACHWOOD, OH 44122	34-1400924	501(C)(3)	1,500,500.	0.			SUPPORT OF GOLF & TE
LESBIAN, GAY, BISEXUAL & TRANSGENDER COM - 6600 DETROIT AVENUE - CLEVELAND, OH 44102	34-1190920	501(C)(3)	9,262.	0.			ENDOWMENT DISTRIBUTI
LEXINGTON-BELL COMMUNITY CENTER 7724 LEXINGTON AVENUE CLEVELAND, OH 44103-4125	34-1117206	501(C)(3)	38,108.	0.			GENERAL SUPPORT
LITTLE SISTERS OF THE POOR (DBA SAINTS M - 4291 RICHMOND ROAD - WARRENSVILLE HEIGHTS, OH 44122-6199	34-0892697	501(C)(3)	7,399.	0.			OPERATING SUPPORT
LIVING CITIES, INC.: THE NATIONAL COMMU - 1040 AVENUE OF THE AMERICAS, FLOOR 17 - NEW YORK, NY 10018	26-0003950	501(C)(3)	166,667.	0.			NEIGHBORHOOD AND SYS
LIVING HOPE CHURCH OF THE CHRISTIAN AND - 6288 SOUTH WOOSTER PIKE - MEDINA, OH 44256	84-1175729	501(C)(3)	10,000.	0.			GENERAL SUPPORT
LIVING HOPE FAMILY CHURCH 46 MITCHELLS WAY HYANNIS, MA 02601-3711	04-3289337	501(C)(3)	10,000.	0.			GENERAL SUPPORT
LIVING IN CLEVELAND CENTER 3751 PROSPECT AVENUE, 3RD FLOOR CLEVELAND, OH 44115	34-1502127	501(C)(3)	14,000.	0.			LIVECLEVELAND! PHASE
LOCAL INITIATIVES SUPPORT CORPORATION - 501 7TH AVENUE, 7TH FLOOR - NEW YORK, NY 10018	13-3030229	501(C)(3)	15,000.	0.			TO SUPPORT A PROGRAM

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LONG ISLAND 2 DAY WALK TO FIGHT BREAST - P O BOX 5743 - HICKSVILLE, NY 11802-3047	11-3687338	501(C)(3)	14,500.	0.			TEAM NAME - WE AIN'T
LUTHERAN CHURCH OF THE RESURRECTION - 420 STEWART AVENUE - GARDEN CITY, NY 115304620	11-2022909	501(C)(3)	14,668.	0.			GENERAL SUPPORT
LUTHERAN HOME 2116 DOVER CENTER ROAD WESTLAKE, OH 44145-3194	34-0742692	501(C)(3)	77,572.	0.			FINAL YEAR OF FUNDIN
LUTHERAN METROPOLITAN MINISTRY 1468 WEST 25TH STREET CLEVELAND, OH 44113	34-1043756	501(C)(3)	61,000.	0.			SOCIAL ENTERPRISE DE
MACMURRAY COLLEGE 447 EAST COLLEGE AVENUE JACKSONVILLE, IL 62650	37-0661217	501(C)(3)	5,795.	0.			SCHOLARSHIPS
MADISON VALLEY AQUATIC CENTER P.O.C. EILEEN WHITE D.V.M. MVAC TRE ENNIS, MT 59729	20-4982466	501(C)(3)	41,000.	0.			GENERAL SUPPORT
MAGNOLIA CLUBHOUSE INC. 11101 MAGNOLIA DRIVE CLEVELAND, OH 44106	52-2441206	501(C)(3)	7,444.	0.			GENERAL SUPPORT
MALACHI HOUSE, INC. 2810 CLINTON AVENUE CLEVELAND, OH 44113	34-1598707	501(C)(3)	23,250.	0.			STRATEGIC DIRECTIONS
MANUFACTURING ADVOCACY & GROWTH NETWORK - 1768 EAST 25 STREET - CLEVELAND, OH 44114-4420	34-1455043	501(C)(3)	375,000.	0.			IMPLEMENTATION OF GR

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MAPLE LEAF COMMUNITY RESIDENCES, INC. - 8228 MAYFIELD ROAD - CHESTERLAND, OH 44026	34-1695644	501(C)(3)	17,351.	0.			TECHNOLOGY UPGRADE A
MENORAH PARK FOUNDATION 27100 CEDAR ROAD BEACHWOOD, OH 44122	34-1778478	501(C)(3)	131,100.	0.			BUILD ORGANIZATIONAL
MENTAL HEALTH AMERICA ALLEGHENY COUNTY - 100 SHERIDAN SQUARE - PITTSBURGH, PA 15206	25-1070248	501(C)(3)	40,000.	0.			EDUCATIONAL ADVOCACY
MENTOR PUBLIC LIBRARY 8215 MENTOR AVENUE MENTOR, OH 44060	11-1111111	GOVERNMENTAL	33,525.	0.			UPDATE CURRENT TECHN
MERRICK HOUSE 1050 STARKWEATHER AVENUE CLEVELAND, OH 44113	34-0714463	501(C)(3)	82,062.	0.			2010-2011 ADVOCATES
METROHEALTH FOUNDATION, INC. 2500 METROHEALTH DRIVE CLEVELAND, OH 44109	34-6607695	501(C)(3)	1,219,776.	0.			METROHEALTH SYSTEM -
METZENBAUM SHELTERED INDUSTRIES METZENBA - 8200 CEDAR ROAD - CHESTERLAND, OH 44026	34-1100179	501(C)(3)	40,000.	0.			METZENBAUM OPPORTUNI
MIDDLEFIELD CARE CENTER INC. P.O. BOX 1095 MIDDLEFIELD, OH 44062	34-1613785	501(C)(3)	10,000.	0.			GEAUGA COUNTY BIRTHI
MIDTOWN CLEVELAND 3634 EUCLID AVENUE, SUITE 215 CLEVELAND, OH 44115	34-1381334	501(C)(3)	90,000.	0.			IMPLEMENTATION OF TH

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MILESTONES AUTISM ORGANIZATION 23880 COMMERCE PARK ROAD, SUITE 2 BEACHWOOD, OH 44122	20-0721205	501(C)(3)	16,500.	0.			EDUCATIONAL SERVICES
MILL NECK MANOR LUTHERAN SCHOOL FOR THE - PO BOX 12 - MILL NECK, NY 11765-0012	11-1700961	501(C)(3)	14,668.	0.			GENERAL SUPPORT
MIND AND LIFE INSTITUTE 7007 WINCHESTER CIRCLE BOULDER, CO 80301	77-0284767	501(C)(3)	50,000.	0.			GENERAL SUPPORT
MINNESOTA COUNCIL OF NONPROFITS 2314 UNIVERSITY AVENUE, SUITE 20 ST. PAUL, MN 55114	36-3501477	501(C)(13)	22,500.	0.			OHIOVOTES 2010-2011
MINORITY ORGAN AND TISSUE TRANSPLANT ED - 11717 EUCLID AVENUE - CLEVELAND, OH 44106	34-1900839	501(C)(3)	16,820.	0.			CAPACITY BUILDING OF
MISSIONARY SERVANTS OF THE MOST HOLY TRI - 9001 NEW HAMPSHIRE AVENUE - SILVER SPRING, MD 20903-3626	52-0591670	501(C)(3)	9,096.	0.			GENERAL SUPPORT
MOBILEMED 1 FOUNDATION 19910 MALVERN ROAD SHAKER HEIGHTS, OH 44122	26-4038371	501(C)(3)	77,500.	0.			SECOND YEAR START-UP
MONTESORI DEVELOPMENT PARTNERSHIPS - 13693 BUTTERNUT ROAD - BURTON, OH 44021-9571	34-1658439	501(C)(3)	7,000.	0.			MONTESORI HIGH SCHO
MUSEUM OF CONTEMPORARY ART CLEVELAND - 8501 CARNEGIE AVENUE - CLEVELAND, OH 44106	34-1148828	501(C)(3)	163,100.	0.			THIRD-YEAR SUPPORT T

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MUSICAL THEATER PROJECT 11820 EDGEWATER DRIVE, SUITE 512 LAKEWOOD, OH 44107	34-1950084	501(C)(3)	25,750.	0.			IMPLEMENTATION OF A
NATIONAL AUDUBON SOCIETY ATTN: ROSE TESONE, BEQUEST MANAGER NEW YORK, NY 10014	13-1624102	501(C)(3)	137,915.	0.			BUILD ENDOWMENT IN F
NATIONAL CHURCH RESIDENCES FOUNDATION - 2335 NORTH BANK DRIVE - COLUMBUS, OH 432205499	20-2308665	501(C)(3)	10,000.	0.			TO SUPPORT THE PURCH
NATIONAL DEVELOPMENT COUNCIL 708 THIRD AVENUE, SUITE 710 NEW YORK, NY 10017	13-6532871	501(C)(3)	311,668.	0.			STAFFING RELATED TO
NATIONAL MULTIPLE SCLEROSIS SOCIETY UPS - 1650 SOUTH AVENUE, SUITE 100 - ROCHESTER, NY 14620-3901	16-0777886	501(C)(3)	14,668.	0.			GENERAL SUPPORT
NATIONAL MULTIPLE SCLEROSIS SOCIETY, OHI - 6155 ROCKSIDE ROAD, SUITE 202 - INDEPENDENCE, OH 44131	34-0801307	501(C)(3)	5,750.	0.			GENERAL SUPPORT
NATIONAL URBAN FELLOWS, INC. 989 AVENUE OF THE AMERICAS, SUITE 4 NEW YORK, NY 10018	23-7404350	501(C)(3)	65,000.	0.			SPONSORSHIP OF AN UR
NATURE CENTER AT SHAKER LAKES 2600 SOUTH PARK BOULEVARD SHAKER HEIGHTS, OH 44120-1699	34-6576569	501(C)(3)	97,794.	0.			SOWING THE SEEDS OF
NEAR WEST SIDE MULTI-SERVICE CORPORATIO - 4115 BRIDGE AVENUE - CLEVELAND, OH 44113	23-7061949	501(C)(3)	61,000.	0.			CAPACITY ENHANCEMENT

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NEAR WEST THEATRE INC. 6514 DETROIT AVENUE, SUITE 6 CLEVELAND, OH 44102	34-1881815	501(C)(3)	60,000.	0.			BENEFIT FEBRUARY 201
NEIGHBORHOOD HEALTH CARE INCORPORATED D - 3569 RIDGE ROAD - CLEVELAND, OH 44102	34-1300581	501(C)(3)	43,000.	0.			STAFFING COSTS FOR T
NEIGHBORHOOD HOUSING SERVICES OF GREATER - 5700 BROADWAY AVENUE - CLEVELAND, OH 44127	34-1166865	501(C)(3)	34,400.	0.			FORECLOSURE COUNSELI
NEIGHBORHOOD LEADERSHIP INSTITUTE 5246 BROADWAY AVENUE CLEVELAND, OH 44127	01-0621494	501(C)(3)	895,000.	0.			CONTINUANCE AS THE L
NEIGHBORHOOD PROGRESS INC. 1956 WEST 25TH STREET, SUITE 200 CLEVELAND, OH 44113	34-1611055	501(C)(3)	1,535,000.	0.			OPERATIONS AND THE S
NEIGHBORING 5930 HEISLEY ROAD MENTOR, OH 44060	34-1109253	501(C)(3)	44,896.	0.			DEVELOP THE LAKE COU
NEW AGRARIAN CENTER PO BOX 357 OBERLIN, OH 44074	52-2237568	501(C)(3)	15,000.	0.			CITY FRESH MATCHING
NEW ALTERNATIVES FOR CHILDREN 37 WEST 26TH STREET NEW YORK, NY 10010	13-3149298	501(C)(3)	40,000.	0.			EFFORTS TO CONSOLIDA
NEW AVENUES TO INDEPENDENCE, INC. 17608 EUCLID AVENUE CLEVELAND, OH 44112-1216	34-0871661	501(C)(3)	40,000.	0.			SUPPORT THE BUCKEYE

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NEW DIRECTIONS, INC. 30800 CHAGRIN BOULEVARD CLEVELAND, OH 44124	34-1313806	501(C)(3)	90,775.	0.			GENERAL SUPPORT
NEW HAMPSHIRE CHARITABLE FOUNDATION - 446 MARKET STREET - PORTSMOUTH, NH 03801	02-6005625	501(C)(3)	10,000.	0.			SUPPORT COCHECO FUND
NEW NETHERLAND INSTITUTE P.O. BOX 2536 ALBANY, NY 12220-0536	14-1672400	501(C)(3)	10,000.	0.			FRIENDS OF NEW NETHE
NORTECH 737 BOLIVAR, SUITE 1000 CLEVELAND, OH 44135-5137	34-1316549	501(C)(3)	734,000.	0.			DEVELOPMENT OF REGIO
NORTH COAST COMMUNITY HOMES, INC. 14221 BROADWAY AVENUE CLEVELAND, OH 44125-1953	34-1455487	501(C)(3)	50,250.	0.			DEVELOPMENT OF FOUR
NORTH COAST HEALTH MINISTRY 16110 DETROIT AVENUE LAKEWOOD, OH 44107-3715	34-1536257	501(C)(3)	31,295.	0.			SECOND YEAR OF THE B
NORTH EAST OHIO HEALTH SERVICES DBACONN - 24200 CHAGRIN BOULEVARD - BEACHWOOD, OH 44122-5421	34-1140997	501(C)(3)	7,500.	0.			2010-2011 STRATEGIC
NORTH UNION FARMERS MARKET 13212 SHAKER SQUARE, SUITE 201 CLEVELAND, OH 44120	34-1812026	501(C)(3)	11,000.	0.			MIGHTY LOCAVORES EDU
NORTHCOAST BEHAVIORAL HEALTHCARE SYSTEM - SOUTH CAMPUS - NORTHFIELD, OH 44067	11-1111111	GOVERNMENTAL	11,406.	0.			MUSIC THERAPY PROGRA

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NORTHEAST OHIO ALLIANCE FOR HOPE 11205 EUCLID AVE. CLEVELAND, OH 44106	34-1800954	501(C)(3)	30,000.	0.			EAST CLEVELAND ORGAN
NORTHEAST OHIO COUNCIL ON HIGHER EDUCATI - 1422 EUCLID AVENUE, SUITE 840 - CLEVELAND, OH 44115	34-0838293	501(C)(3)	230,000.	0.			TALENT DIVIDEND INIT
NORTHEAST OHIO REGIONAL ECONOMIC DEVELOP - 737 BOLIVAR ROAD, SUITE 2000 - CLEVELAND, OH 44115	34-1885407	501(C)(3)	1,207,500.	0.			TARGETED INTERNATION
NOTRE DAME COLLEGE 4545 COLLEGE ROAD SOUTH EUCLID, OH 44121	34-0714689	501(C)(3)	7,333.	0.			GENERAL SUPPORT
NUEVA LUZ URBAN RESOURCE CENTER 2226 WEST 89TH STREET CLEVELAND, OH 44102	34-1972937	501(C)(3)	43,800.	0.			GENERAL SUPPORT
OBERLIN COLLEGE OFFICE OF DEVELOPMENT OBERLIN, OH 44074-1089	34-0714363	501(C)(3)	24,296.	0.			GENERAL SUPPORT
OGLEBAY INSTITUTE OGLEBAY PARK WHEELING, WV 26003	55-0359760	501(C)(3)	230,870.	0.			OPERATING SUPPORT FO
OHIO AEROSPACE INSTITUTE 22800 CEDAR POINT ROAD BROOK PARK, OH 44142	34-1621676	501(C)(3)	7,500.	0.			2011 FIRST BUCKEYE R
OHIO CITY NEAR WEST DEVELOPMENT CORPORAT - 2525 MARKET AVENUE, SUITE A - CLEVELAND, OH 44113	34-1372076	501(C)(3)	40,000.	0.			CENTENNIAL PLANNING

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OHIO ENVIRONMENTAL COUNCIL 1207 GRANDVIEW AVENUE COLUMBUS, OH 43016	31-0805578	501(C)(3)	25,000.	0.			SECURING AND BUILDIN
OHIO GRANTMAKERS FORUM 37 WEST BROAD STREET, SUITE 800 COLUMBUS, OH 43215-4198	31-1111842	501(C)(3)	132,500.	0.			PHASE FIVE OF THE ED
OHIO IAF EDUCATION FUND C/O FRIENDLY INN SETTLEMENT CLEVELAND, OH 44104	20-8866328	501(C)(3)	37,500.	0.			GREATER CLEVELAND CO
OHIO NORTHERN UNIVERSITY 525 SOUTH MAIN STREET ADA, OH 45810	34-4429091	501(C)(3)	11,558.	0.			COLLEGE OF PHARMACY
OHIO PRESBYTERIAN RETIREMENT SERVICES FO - 1001 KINGSMILL PARKWAY - COLUMBUS, OH 43229-5819	31-1166164	501(C)(3)	21,000.	0.			BRECKENRIDGE VILLAGE
OHIO STATE UNIVERSITY FOUNDATION OSU OFFICE OF UNIVERSITY DEVELOPMENT COLUMBUS, OH 43221	31-1145986	501(C)(3)	14,191.	0.			GENERAL SUPPORT
OHIO UNIVERSITY FOUNDATION OFFICE OF DEVELOPMENT ATHENS, OH 45701	31-6402269	501(C)(3)	75,737.	0.			OHIO UNIVERSITY - GE
OHIO WESLEYAN UNIVERSITY UNIVERSITY RELATIONS OFFICE DELAWARE, OH 43015	31-4379585	501(C)(3)	52,918.	0.			GENERAL SUPPORT
OPEN DOORS ACADEMY 2460 FAIRMOUNT BOULEVARD, SUITE 202 - CLEVELAND HEIGHTS, OH 44106-3164	04-3697716	501(C)(3)	70,226.	0.			STRATEGIC GROWTH INI

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
OPERA CIRCLE, INC. 6501 LANSING AVENUE CLEVELAND, OH 44105-3751	34-1816013	501(C)(3)	20,000.	0.			PRODUCTION COSTS REL
OPERA CLEVELAND P.O. BOX 16455 ROCKY RIVER, OH 44116	34-1184816	501(C)(3)	10,931.	0.			GENERAL SUPPORT
OUR LADY OF THE WAYSIDE, INC. 38135 COLORADO AVE AVON, OH 44011	34-1020957	501(C)(3)	18,719.	0.			GENERAL SUPPORT
OVERLOOK HOUSE PO BOX 161070 ROCKY RIVER, OH 44116	34-0714472	501(C)(3)	10,823.	0.			BENEVOLENCE
PAINESVILLE ADULT BASIC AND LITERACY ED - 58 JEFFERSON STREET - PAINESVILLE, OH 44077	34-6002140	GOVERNMENTAL	14,000.	0.			SUMMER PROGRAM SUPPO
PARKWORKS, INC. 1939 WEST 25TH STREET, SUITE 200 CLEVELAND, OH 44113	34-1212421	501(C)(3)	270,771.	0.			STRATEGIC INITIATIVE
PARMADALE-ST. ANTHONY YOUTH SERVICES V - 6753 STATE ROAD - PARMA, OH 44134	34-0714572	501(C)(3)	22,793.	0.			GENERAL SUPPORT
PASSPORT PROJECT, INC. 12801 BUCKEYE ROAD CLEVELAND, OH 44120	34-1941840	501(C)(3)	15,500.	0.			PASSPORT PROJECT COM
PEACE IN THE HOOD 13512 KINSMAN AVENUE CLEVELAND, OH 44120	34-1645138	501(C)(3)	90,500.	0.			COMMUNITY EMPOWERMEN

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PEARL ROAD UNITED METHODIST CHURCH 4200 PEARL ROAD CLEVELAND, OH 44109	34-0895099	CHURCH	11,558.	0.			GENERAL SUPPORT
PEGASUS FARMS 7490 EDISON ST. NE HARTVILLE, OH 44632	34-1472997	501(C)(3)	15,000.	0.			VETERANS SALUTE! PRO
PINEY WOODS SCHOOL P.O. BOX 99 PINEY WOODS, MI 39148	64-0314538	501(C)(3)	15,022.	0.			GENERAL SUPPORT
PIONEER VALLEY CHRISTIAN SCHOOL 965 PLUMTREE ROAD SPRINGFIELD, MA 01119	04-2502941	501(C)(3)	50,000.	0.			GENERAL SUPPORT
PLANNED PARENTHOOD FEDERATION OF AMERICA - 434 WEST 33RD STREET - NEW YORK, NY 10001	13-1644147	501(C)(3)	7,750.	0.			GENERAL SUPPORT
PLANNED PARENTHOOD OF NORTHEAST OHIO - 25350 ROCKSIDE ROAD - BEDFORD HEIGHTS, OH 44146	34-1015976	501(C)(3)	321,985.	0.			GENERAL SUPPORT
PLANNED PARENTHOOD OF THE TEXAS CAPITAL - 201 BEN WHITE BLVD. - AUSTIN, TX 78704	74-1005756	501(C)(3)	10,000.	0.			GENERAL SUPPORT
PLAQUEMINES COMMUNITY C.A.R.E. CENTERS F - 8480 HIGHWAY 23 - BELLE CHASSE, LA 70037	20-3884943	501(C)(3)	40,000.	0.			BEHAVIORAL HEALTH NE
PLAYHOUSESQUARE FOUNDATION 1501 EUCLID AVENUE, SUITE 200 CLEVELAND, OH 44115-2197	23-7304942	501(C)(3)	1,168,735.	0.			THIRD-YEAR SUPPORT T

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PLEASANT HILLS UNITED METHODIST CHURCH - 13200 BAGLEY ROAD - MIDDLEBURG HEIGHTS, OH 44130	11-1111111	CHURCH	11,558.	0.			GENERAL SUPPORT
PM FOUNDATION, INC. DBA URBAN COMMUNITY - 4909 LORAIN AVENUE - CLEVELAND, OH 44102	34-6608706	501(C)(3)	11,150.	0.			GENERAL SUPPORT
POLICY MATTERS OHIO 3631 PERKINS AVENUE, SUITE 4C EAST CLEVELAND, OH 44114	34-1921881	501(C)(3)	62,000.	0.			OHIO CASH (CREATING
POLICYBRIDGE CITY CLUB BUILDING CLEVELAND, OH 44114	20-2069251	501(C)(3)	50,000.	0.			2011 INITIATIVES REL
POMONA COLLEGE FOUNDATION AND CORPORATE RELATIONS CLAREMONT, CA 917116307	95-1664112	501(C)(3)	10,000.	0.			TORCH BEARERS
POSITIVE EDUCATION PROGRAM 3100 EUCLID AVENUE CLEVELAND, OH 44115	34-1127919	501(C)(3)	306,500.	0.			CAPITAL COSTS ASSOCI
PRESIDENT AND FELLOWS OF HARVARD COLLEGE - 124 MOUNT AUBURN STREET - CAMBRIDGE, MA 02138	04-2103580	501(C)(3)	9,333.	0.			MORE FOR MISSION 201
PRESIDENTS COUNCIL FOUNDATION, INC. - 1120 CHESTER AVENUE, SUITE 200 - CLEVELAND, OH 44114	34-1943092	501(C)(3)	40,000.	0.			ENTREPRENEURS EDGE P
PRETERM CLEVELAND, INC. 12000 SHAKER BOULEVARD CLEVELAND, OH 44120-1926	23-7314836	501(C)(3)	11,000.	0.			GENERAL SUPPORT

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PROFESSIONAL FLAIR INC. DBA DANCING WHEE - 3615 EUCLID AVENUE, 3RD FLOOR - CLEVELAND, OH 44115	34-1623342	501(C)(3)	17,500.	0.			2010-2011 SEASON
PROJECT LOVE REMEMBER THE CHILDREN FOUN - 23611 CHAGRIN BLVD STE 380 - BEACHWOOD, OH 44122	34-1795459	501(C)(3)	9,250.	0.			GENERAL SUPPORT
PROJECT: LEARN, INC. 2728 EUCLID AVENUE, SUITE 200 CLEVELAND, OH 44115-2412	34-1664385	501(C)(3)	17,500.	0.			EDUCATION FIRST PRIS
PROVIDENCE HOUSE, INC. 2037 WEST 32ND STREET CLEVELAND, OH 44113	34-1336325	501(C)(3)	53,750.	0.			ANNUAL DRIVE
PURDUE UNIVERSITY ADVANCEMENT SERVICES WEST LAFAYETTE, IN 47907	35-6002041	501(C)(3)	66,156.	0.			JOHN C. MCLEAN SCHOL
RABBIT RUN COMMUNITY ARTS ASSOCIATION - P.O. BOX 235 - MADISON, OH 44057	34-1305784	501(C)(3)	40,417.	0.			STAFF RESTRUCTURING
RAINBOW BABIES & CHILDREN'S HOSPITAL OF - INSTITUTIONAL RELATIONS & DEVELOPMENT - CLEVELAND, OH 44106-5062	34-6532528	501(C)(3)	606,991.	0.			RAINBOW PARENT NETWO
RECOVERY RESOURCES 3950 CHESTER AVENUE CLEVELAND, OH 44114	34-1211116	501(C)(3)	77,906.	0.			GENERAL SUPPORT
ROCKY RIVER EDUCATIONAL FOUNDATION INC - 1101 MOREWOOD PARKWAY - ROCKY RIVER, OH 44116	34-1428131	501(C)(3)	11,000.	0.			THE MARY K. WHILHELM

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RONALD MCDONALD HOUSE OF CLEVELAND, INC. - 10415 EUCLID AVENUE - CLEVELAND, OH 44106-4709	34-1269123	501(C)(3)	285,304.	0.			TOOLS FOR TODAY AND
ROSE-MARY CENTER 19350 EUCLID AVENUE EUCLID, OH 44117	34-1267579	501(C)(3)	5,014.	0.			GENERAL SUPPORT
RUFFING MONTESSORI SCHOOL 1285 ORCHARD PARK DRIVE ROCKY RIVER, OH 441162045	34-0871936	501(C)(3)	7,000.	0.			RUFFING MONTESSORI S
S.A.W., INC. CUYAHOGA COUNTY BOARD OF MR/DD CLEVELAND, OH 44114	34-1049486	501(C)(3)	52,488.	0.			H.E.A.R PROGRAM SERV
SAINT IGNATIUS HIGH SCHOOL	34-0714500	501(C)(3)	114,759.	0.			GENERAL SUPPORT
SAINT JOSEPH ACADEMY 3430 ROCKY RIVER DRIVE, NW CLEVELAND, OH 44111-2999	34-1618516	501(C)(3)	114,000.	0.			MACD LEADERSHIP SCHO
SAINT MARTIN DE PORRES HIGH SCHOOL WORK - 6111 LAUSCHE AVE - CLEVELAND, OH 44103	30-0204919	501(C)(3)	26,000.	0.			STUDENT WORK TEAM AT
SAINT STEPHEN'S COMMUNITY HOUSE 1500 EAST 17TH AVE COLUMBUS, OH 43219-1002	31-4379568	501(C)(3)	10,000.	0.			TO SUPPORT THE STEM
SANDUSKY ERIE COUNTY COMMUNITY FDN 135 EAST WASHINGTON ROW SANDUSKY, OH 44870	34-1792862	501(C)(3)	20,000.	0.			SCHOLARSHIPS

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SANTA FE FARMERS MARKET INSTITUTE 1607 PASEO DE PERALTA SANTA FE, NM 87501	30-0124953	501(C)(3)	10,000.	0.			GENERAL SUPPORT
SANTA FE INTERNATIONAL FOLK ART MARKET - 725 CAMINO LEJO - SANTA FE, NM 87505	35-2285824	501(C)(3)	181,666.	0.			ARTISTS SPONSORSHIP
SCRANTON ROAD MINISTRIES COMMUNITY DEVE - 3095 SCRANTON ROAD - CLEVELAND, OH 44113	34-1973348	501(C)(3)	19,640.	0.			NEXT STEP COMPUTER L
SEEDS OF LITERACY 3104 WEST 25TH STREET, 3RD FLOOR CLEVELAND, OH 44109	20-0884284	501(C)(3)	50,000.	0.			GROWING STRONGER PRO
SENIOR OUTREACH SERVICES 2390 EAST 79TH STREET CLEVELAND, OH 44104	34-1346752	501(C)(3)	30,000.	0.			BRIDGE FUNDING
SERVANTS OF RELIEF FOR INCURABLE CANCER - 6707 STATE ROAD - PARMA, OH 441344595	34-0811463	501(C)(3)	32,704.	0.			GENERAL SUPPORT
SERVANTS OF THE WORD P. O. BOX 7087 ANN ARBOR, MI 48107	41-1408415	501(C)(3)	10,000.	0.			SUPPORT OF WORK WITH
SHAKER HEIGHTS LODGE NO. 45 FOP ASSOCIAT - ATTN: RON KOGAN - SHAKER HEIGHTS, OH 44122	34-1490731	501(C)(4)	5,258.	0.			GENERAL SUPPORT, SOL
SHAKTI RISING INC PO BOX 4428 SAN DIEGO, CA 92164-4428	33-0891679	501(C)(3)	6,000.	0.			GENERAL SUPPORT

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SHILOH BAPTIST CHURCH 5500 SCOVILL AVENUE CLEVELAND, OH 44104	11-1111111	CHURCH	36,454.	0.			PROFESSIONAL LANDSCA
SHORE CIVIC CENTER CORPORATION DBA SHORE - 291 E. 222ND STREET - EUCLID, OH 44123	34-1587444	501(C)(3)	15,000.	0.			CAPACITY BUILDING AN
SHOREBANK ENTERPRISE GROUP CLEVELAND DBA - 540 E. 105TH STREET - CLEVELAND, OH 44108	34-1757217	501(C)(3)	1,137,948.	0.			BUILDING A SUSTAINAB
SHRINERS HOSPITALS FOR CHILDREN 2900 ROCKY POINT DRIVE TAMPA, FL 33631-3356	36-2193608	501(C)(3)	17,422.	0.			GENERAL SUPPORT
SISTERS OF CHARITY FOUNDATION OF CLEVELA - 1228 EUCLID AVENUE, SUITE 330 - CLEVELAND, OH 44115	34-1832698	501(C)(3)	69,930.	0.			PLANNING FOR THE CEN
SISTERS OF NOTRE DAME 13000 AUBURN ROAD CHARDON, OH 44024	34-0714382	501(C)(3)	30,573.	0.			PHYSICAL EDUCATION P
SMITH COLLEGE THE SMITH FUND BOSTON, MA 02241-0429	04-1843040	501(C)(3)	245,325.	0.			THE SMITH FUND
SOCIETY OF INDUSTRIAL OFFICE REALTORS - - 1201 NEW YORK AVENUE, NW, SUITE 350 - WASHINGTON, DC 20005-6126	52-0808480	501(C)(3)	22,500.	0.			GENERAL SUPPORT - \$6
SOCIETY OF MARY 4425 WEST PINE BOULEVARD ST. LOUIS, MO 63108	43-6030717	501(C)(3)	10,000.	0.			OUR LADY OF NAZARETH

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SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	59-0454318	501(C)(3)	10,000.	0.			GENERAL SUPPORT
SOUTH EUCLID-LYNDHURST BOARD OF EDUCATIO - 5044 MAYFIELD ROAD - LYNDHURST, OH 441242690	11-1111111	GOVERNMENTAL	36,045.	0.			INFARED SOUND FIELD
SOUTHEAST FAMILY YMCA 460 NORTHFIELD ROAD BEDFORD, OH 44146	34-1919876	501(C)(3)	6,910.	0.			PROVIDE PROGRAM RESO
SPACES 2220 SUPERIOR VIADUCT CLEVELAND, OH 44113	34-1244922	501(C)(3)	83,100.	0.			2011 OPERATIONS AND
ST. CHRISTOPHER'S-BY-THE-RIVER P.O. BOX 519 GATES MILLS, OH 44040	11-1111111	CHURCH	5,500.	0.			GENERAL SUPPORT
ST. CLAIR-SUPERIOR DEVELOPMENT CORP. - 4205 ST. CLAIR AVENUE - CLEVELAND, OH 44103	34-1238020	501(C)(3)	12,500.	0.			SECOND CLEVELAND ASI
ST. DOMINIC'S PARISH 3450 NORWOOD ROAD SHAKER HTS., OH 44122	34-0745532	501(C)(3)	9,096.	0.			GENERAL SUPPORT
ST. ELIZABETH SHELTER CORPORATION 804 ALARID ST SANTA FE, NM 87505	85-0347650	501(C)(3)	25,000.	0.			GENERAL SUPPORT
ST. FRANCIS DESALES HIGH SCHOOL 4212 KARL RD COLUMBUS, OH 43224	11-1111111	CHURCH	6,000.	0.			\$5000 TO FUND THE GL

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ST. JOHN'S EPISCOPAL CHURCH 6715 GEORGETOWN PIKE MCLEAN, VA 22102-0457	11-1111111	CHURCH	10,000.	0.			GENERAL SUPPORT
ST. PAUL PARISH PO BOX 95 GENESEE DEPOT, WI 53127	11-1111111	CHURCH	7,500.	0.			GENERAL SUPPORT
ST. PAUL'S COMMUNITY OUTREACH 4427 FRANKLIN BOULEVARD CLEVELAND, OH 44113	20-2904281	501(C)(3)	20,185.	0.			SECOND-YEAR FUNDING
ST. PAUL'S EPISCOPAL CHURCH CLEVELAND HE - 2747 FAIRMOUNT BOULEVARD - CLEVELAND HEIGHTS, OH 44106	11-1111111	CHURCH	148,050.	0.			GENERAL SUPPORT
ST. VLADIMIR UKRAINIAN ORTHODOX CATHEDR - 3201 MARIONCLIFF - PARMA, OH 44134	11-1111111	CHURCH	10,270.	0.			\$9,000 - GENERAL SUP
STANFORD GRADUATE SCHOOL OF BUSINESS - OFFICE OF DEVELOPMENT - STANFORD, CA 943055015	94-1156365	501(C)(3)	8,000.	0.			GENERAL SUPPORT
STANFORD UNIVERSITY OFFICE OF DEVELOPMENT STANFORD, CA 943056076	94-1156365	501(C)(3)	6,000.	0.			GENERAL SUPPORT
STELLA MARIS, INC. 1320 WASHINGTON AVENUE CLEVELAND, OH 441132384	34-0896181	501(C)(3)	36,686.	0.			IMPLEMENT AN ELECTRO
STRAWBERRY BANKE MUSEUM PO BOX 300 PORTSMOUTH, NH 03801	02-0260158	501(C)(3)	5,500.	0.			GENERAL SUPPORT

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SUICIDE PREVENTION EDUCATION ALLIANCE (- 29425 CHAGRIN BLVD, SUITE 306 - CLEVELAND, OH 44122	34-1724365	501(C)(3)	6,250.	0.			GENERAL SUPPORT
SUITE 1300 SERVICES, INC. 1422 EUCLID AVENUE, SUITE 1300 CLEVELAND, OH 44115-2001	30-0096415	501(C)(3)	1,120,500.	0.			2011 OPERATING COSTS
TASK FORCE ON VIOLENT CRIME DBA PARTNERS - 2239 EAST 14 STREET - CLEVELAND, OH 44115	34-1464549	501(C)(3)	226,900.	0.			CONTINUANCE AS THE L
TED E BEAR HOLLOW INC 7811 FARNAM DRIVE OMAHA, NE 68114	47-0838482	501(C)(3)	40,000.	0.			EXPANSION OF MENTAL
TELLURIDE FOUNDATION P.O. BOX 4222 TELLURIDE, CO 81435	84-1530768	501(C)(3)	10,000.	0.			GENERAL SUPPORT
TEXARTS ASSOCIATION FOR VISUAL & PERFOR - P O BOX 342263 - AUSTIN, TX 78734	86-1150456	501(C)(3)	10,000.	0.			GENERAL SUPPORT
THE A.M. MCGREGOR HOME 14900 PRIVATE DRIVE EAST CLEVELAND, OH 44112	34-0714356	501(C)(3)	110,698.	0.			GENERAL SUPPORT FROM
THE ALTENHEIM WEST SIDE DEUTSCHER FRAUEN - DBA THE ALTENHEIM - STRONGSVILLE, OH 441366150	34-0726068	501(C)(3)	38,817.	0.			GENERAL SUPPORT
THE BOBBY TRIPODI FOUNDATION INC. DBA C - 5905 BRECKSVILLE ROAD - INDEPENDENCE, OH 44131	34-1945499	501(C)(3)	113,000.	0.			GENERAL SUPPORT

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THE CENTER FOR COMMUNITY SOLUTIONS 1501 EUCLID AVENUE, SUITE 310 CLEVELAND, OH 44115-1702	34-0714723	501(C)(3)	217,140.	0.			AIDS FUNDING COLLABO
THE CHILDREN'S HOSPITAL AT THE CLEVELAND - THE CLEVELAND CLINIC/W14 - CLEVELAND, OH 44195	34-0714585	501(C)(3)	7,500.	0.			GENERAL SUPPORT
THE CHURCH HOME 2230 EUCLID AVENUE CLEVELAND, OH 44115-2499	34-0714658	501(C)(3)	10,698.	0.			GENERAL SUPPORT
THE CITY CLUB OF CLEVELAND 850 EUCLID AVENUE, 2ND FLOOR CLEVELAND, OH 44114	34-0144897	501(C)(3)	8,670.	0.			EDUCATIONAL LECTURES
THE CITY MISSION 5310 CARNEGIE AVENUE CLEVELAND, OH 44103	34-0760586	501(C)(3)	46,359.	0.			ASSIST EFFORTS TO LA
THE CLEVELAND CLINIC FOUNDATION INSTITUTIONAL RELATIONS AND DEVELOP CLEVELAND, OH 44195	34-0714585	501(C)(3)	436,211.	0.			ACCELERATING SUSTAIN
THE CLEVELAND INSTITUTE OF ART 11141 EAST BOULEVARD CLEVELAND, OH 44106	34-0714334	501(C)(3)	206,831.	0.			CAPITAL CAMPAIGN
THE CLEVELAND INSTITUTE OF MUSIC 11021 EAST BOULEVARD CLEVELAND, OH 44106	34-0714600	501(C)(3)	38,098.	0.			GENERAL SUPPORT
THE CLEVELAND INTERNATIONAL FILM FESTIVA - 2510 MARKET AVE - CLEVELAND, OH 44113-3434	34-1262368	501(C)(3)	46,600.	0.			ORGANIZATIONAL CAPAC

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THE CLEVELAND MODERN DANCE ASSOCIATION D - 13110 SHAKE SQUARE, SUITE 106 - CLEVELAND, OH 44120	34-6561006	501(C)(3)	78,500.	0.			CAPACITY BUILDING EF
THE CLEVELAND MUSEUM OF ART 11150 EAST BOULEVARD CLEVELAND, OH 44106-1797	34-0714336	501(C)(3)	1,097,359.	0.			CONTEMPORARY ART GAL
THE CLEVELAND MUSEUM OF NATURAL HISTORY - ONE WADE OVAL DRIVE - CLEVELAND, OH 44106-1767	34-0714338	501(C)(3)	747,084.	0.			VISUAL EFFECTS SYSTE
THE CLEVELAND MUSIC SCHOOL SETTLEMENT DB - 11125 MAGNOLIA DRIVE - CLEVELAND, OH 44106	34-0714339	501(C)(3)	14,812.	0.			GENERAL SUPPORT IN M
THE CLEVELAND PLAY HOUSE 1901 EAST 13TH STREET, SUITE 200 CLEVELAND, OH 44114	34-6515260	501(C)(3)	270,258.	0.			THIRD-YEAR SUPPORT T
THE CLEVELAND POPS ORCHESTRA 24000 MERCANTILE ROAD, SUITE 8 BEACHWOOD, OH 44122	34-1769835	501(C)(3)	6,666.	0.			STRATEGIC PLAN DEVEL
THE CLEVELAND SOCIETY FOR THE BLIND DB - 1909 EAST 101ST STREET - CLEVELAND, OH 44106	34-0714652	501(C)(3)	1,237,385.	0.			FUND FOR THE FUTURE
THE COLLEGE OF WOOSTER 1189 BEALL AVENUE WOOSTER, OH 44691	34-0714654	501(C)(3)	20,000.	0.			\$5,000 FOR WOOSTER F
THE COMMUNITY PARTNERSHIP FOR ARTS AND C - TOWER PRESS BUILDING - CLEVELAND, OH 44114	34-1936190	501(C)(3)	308,453.	0.			THIRD-YEAR SUPPORT T

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THE DIVERSITY CENTER OF NORTHEAST OHIO - 3659 GREEN ROAD, SUITE 220 - CLEVELAND, OH 44122	20-1966761	501(C)(3)	6,500.	0.			SUPPORT FOR THE HUMA
THE ELEANOR B. RAINEY MEMORIAL INSTITUT - 1705 E. 55TH STREET - CLEVELAND, OH 44103	34-6555952	501(C)(3)	126,000.	0.			STAGING THE FUTURE:
THE FELLOWSHIP P O BOX 96105 WASHINGTON, DC 20090	36-3256096	501(C)(3)	6,343.	0.			GENERAL SUPPORT
THE FINE ARTS ASSOCIATION 38660 MENTOR AVENUE WILLOUGHBY, OH 44094-7797	34-0834212	501(C)(3)	26,600.	0.			COSTS ASSOCIATED WIT
THE FIRST CHURCH OF CHRIST, SCIENTIST - ESTATE AND TRUST ADMINISTRATION - BOSTON, MA 02115-3195	11-1111111	CHURCH	275,829.	0.			BUILD ENDOWMENT IN F
THE FIRST TEE OF CLEVELAND 3841 WASHINGTON PARK BOULEVARD NEWBURGH HTS, OH 44105-3178	34-1915692	501(C)(3)	12,800.	0.			GENERAL SUPPORT AND
THE FOUNDATION CENTER 79 FIFTH AVENUE, 2ND FLOOR NEW YORK, NY 10003-3076	13-1837418	501(C)(3)	167,087.	0.			2011 PROGRAMS AND OP
THE FREE MEDICAL CLINIC OF GREATER CLEV - 12201 EUCLID AVENUE - CLEVELAND, OH 44106-4399	23-7078501	501(C)(3)	211,824.	0.			SECOND PHASE OF ITS
THE GATHERING PLACE 23300 COMMERCE PARK BEACHWOOD, OH 44122-5811	34-1879035	501(C)(3)	105,550.	0.			TARGETED OUTREACH, M

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE GOLDEN AGE CENTERS OF GREATER CLEVE - 12200 FAIRHILL ROAD - CLEVELAND, OH 44120	34-0796438	501(C)(3)	54,563.	0.			THE 2010 AND BEYOND
THE HATTIE LARLHAM FOUNDATION, INC. - 9772 DIAGONAL ROAD, BOX 1200 - MANTUA, OH 44255-9128	34-1696794	501(C)(3)	33,046.	0.			GENERAL SUPPORT
THE HELEN MOSS BREAST CANCER RESEARCH FO - 9619 LAKESHORE BLVD. - BRATENAHL, OH 44108	34-7125327	501(C)(3)	12,500.	0.			SOCIETY OF INTEGRATI
THE HIRAM HOUSE 33775 HIRAM TRAIL CHAGRIN FALLS, OH 44022	34-0714352	501(C)(3)	5,015.	0.			GENERAL SUPPORT
THE HOLDEN ARBORETUM 9500 SPERRY ROAD KIRTLAND, OH 440945172	34-0750346	501(C)(3)	40,780.	0.			GENERAL SUPPORT
THE LAKELAND FOUNDATION LAKELAND COMMUNITY COLLEGE KIRTLAND, OH 44094	34-1369714	501(C)(3)	122,840.	0.			CAPACITY BUILDING AN
THE LEGAL AID SOCIETY OF CLEVELAND 1223 WEST SIXTH STREET CLEVELAND, OH 44113	34-0866026	501(C)(3)	25,000.	0.			LAW AND SOCIAL WORK
THE LITERACY COOPERATIVE OF GREATER CLEV - 1331 EUCLID AVENUE - CLEVELAND, OH 44115	90-0453660	501(C)(3)	351,200.	0.			2011 PROGRAM SUPPORT
THE LIVING DESERT 47-900 PERTOLA AVENUE PALM DESERT, CA 92260	95-3385354	501(C)(3)	7,000.	0.			GENERAL SUPPORT - \$2

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE MANDEL JEWISH COMMUNITY CENTER OF CL - 26001 SOUTH WOODLAND ROAD - BEACHWOOD, OH 44122	34-0714439	501(C)(3)	10,000.	0.			2012 LEONARD KRIEGER
THE MONTEFIORE FOUNDATION ONE DAVID N MYERS PARKWAY BEACHWOOD, OH 44122	34-1788055	501(C)(3)	114,198.	0.			INTEGRATED APPROACH
THE MUSICAL ARTS ASSOCIATION 11001 EUCLID AVENUE CLEVELAND, OH 44106	34-0714468	501(C)(3)	1,078,480.	0.			BUILD THE CLEVELAND
THE OHIO FOUNDATION OF INDEPENDENT COLLE - 250 EAST BROAD STREET, SUITE 1700 - COLUMBUS, OH 43215	31-4441082	501(C)(3)	75,000.	0.			THE BRIDGES PROGRAM;
THE OHIO STATE UNIVERSITY 205 BRICKER HALL COLUMBUS, OH 43210	11-1111111	GOVERNMENTAL	102,869.	0.			GENERAL SUPPORT - TH
THE OLD STONE FOUNDATION DBA OLD STONE E - 91 PUBLIC SQUARE - CLEVELAND, OH 44113	34-1333218	501(C)(3)	40,250.	0.			GENERAL SUPPORT IN H
THE REFUGEE RESPONSE 1600 MIDLAND BUILDING CLEVELAND, OH 44115	30-0594051	501(C)(3)	47,450.	0.			GENERAL SUPPORT IN H
THE RID-ALL FOUNDATION 14000 CHRISTINE AVE CLEVELAND, OH 44105	90-0511047	501(C)(3)	10,000.	0.			CONSTRUCTION OF THE
THE ROCK AND ROLL HALL OF FAME AND MUSEU - 1100 ROCK AND ROLL BOULEVARD - CLEVELAND, OH 44114-1022	34-1520995	501(C)(3)	229,095.	0.			NEW STAFF POSITION -

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE ROTARY FOUNDATION ONE ROTARY CENTER EVANSTON, IL 60201	36-3245072	501(C)(3)	50,000.	0.			SUPPORT ERADICATION
THE SAGE COLLEGES 65 1ST STREET TROY, NY 12180	14-1338488	501(C)(3)	14,668.	0.			GENERAL SUPPORT
THE SALVATION ARMY GREATER CLEVELAND CHAPTER CLEVELAND, OH 44101-0847	13-3485289	501(C)(3)	94,155.	0.			ADOPT-A-FAMILY PROGR
THE SHAKER ONE HUNDRED, INC. 3400 LEE ROAD SHAKER HEIGHTS, OH 44120	34-6463612	501(C)(3)	5,258.	0.			GENERAL SUPPORT
THE SPANISH AMERICAN COMMITTEE FOR A BET - 4407 LORAIN AVENUE - CLEVELAND, OH 44113	34-1028559	501(C)(3)	53,284.	0.			BRIDGE FUNDING FOR I
THE SUBURBAN TEMPLE 22401 CHAGRIN BLVD. BEACHWOOD, OH 44122	11-1111111	CHURCH	17,149.	0.			GENERAL SUPPORT - KO
THE TEMPLE-TIFERETH ISRAEL 26000 SHAKER BOULEVARD BEACHWOOD, OH 44122	34-0714713	CHURCH	41,500.	0.			ANNUAL CAMPAIGN
THE THREE-CORNER-ROUND PACK OUTFIT, INC. - 13685 COUNTY LINE ROAD - CHAGRIN FALLS, OH 44022-4007	34-6003267	501(C)(3)	25,782.	0.			GENERAL SUPPORT FOR
THE UNITED WAY OF LAKE COUNTY, INC. - 9285 PROGRESS PARKWAY - MENTOR, OH 44060-1884	34-1105038	501(C)(3)	8,900.	0.			GENERAL SUPPORT

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THE UNIVERSITY OF CINCINNATI FOUNDATION - PO BOX 19970 - CINCINNATI, OH 45219-0970	31-0896555	501(C)(3)	10,500.	0.			SUPPORT THE BUSINESS
THE UNIVERSITY OF DENVER UNIVERSITY ADVANCEMENT DENVER, CO 80208	11-1111111	GOVERNMENTAL	10,000.	0.			RENOVATION OF THE AC
THE VISITING NURSE ASSOCIATION OF CLEVEL - 2500 EAST 22ND STREET - CLEVELAND, OH 44115-3204	34-0714722	501(C)(3)	11,430.	0.			GENERAL SUPPORT
THOMAS B. FORDHAM INSTITUTE 37 W. BROAD STREET, SUITE 400 COLUMBUS, OH 43215	31-1816446	501(C)(3)	10,000.	0.			FACILITATING THE PAR
THRESHOLD FOUNDATION PO BOX 29903 SAN FRANCISCO, CA 94110	13-3028214	501(C)(3)	13,850.	0.			2011 SUSTAINABLE PLA
TOWARDS EMPLOYMENT INCORPORATED 1255 EUCLID AVENUE, SUITE 300 CLEVELAND, OH 44115-1807	34-1578831	501(C)(3)	77,250.	0.			IMPLEMENTATION OF IT
TRANSITIONAL HOUSING, INC. 1545 WEST 25TH STREET CLEVELAND, OH 44113-3103	34-1424555	501(C)(3)	28,500.	0.			EMPLOYMENT EDUCATION
TRINITY CATHEDRAL 2230 EUCLID AVENUE CLEVELAND, OH 44115-2405	34-0714658	CHURCH	29,694.	0.			GENERAL SUPPORT
TRINITY CHRISTIAN ACADEMY 979 MARY DUNN ROAD BARNSTABLE, MA 02630	04-2426644	501(C)(3)	25,000.	0.			GENERAL SUPPORT

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TRUST FOR PUBLIC LAND OHIO STATE OFFICE CLEVELAND, OH 44115	23-7222333	501(C)(3)	32,750.	0.			ACQUISITION AND CONV
UCLA FOUNDATION 10920 WILTSHIRE BLVD. LOS ANGELES, CA 90095-6516	95-2250801	501(C)(3)	6,000.	0.			NEUROLOGY RESEARCH B
UNIFORMS FOR KIDS, INC. P.O. BOX 22614 CLEVELAND, OH 44122	31-1515530	501(C)(3)	10,000.	0.			GENERAL SUPPORT
UNITED CEREBRAL PALSY ASSOCIATION OF NA - 380 WASHINGTON AVENUE - ROOSEVELT, NY 115751899	11-1723782	501(C)(3)	14,668.	0.			GENERAL SUPPORT
UNITED CEREBRAL PALSY OF GREATER CLEVELA - IRIS S. AND BERT L. WOLSTEIN CENTER - CLEVELAND, OH 44106-4701	34-0753561	501(C)(3)	14,000.	0.			UCP AT 60: ADVANCING
UNITED NEGRO COLLEGE FUND, INC. 8260 WILLOW OAKS CORPORATE DRIVE FAIRFAX, VA 22031-8044	13-1624241	501(C)(3)	15,272.	0.			GENERAL SUPPORT
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE, 11TH FLOOR NEW YORK, NY 10038	13-1760110	501(C)(3)	22,000.	0.			GENERAL SUPPORT
UNITED WAY OF GREATER CLEVELAND 1331 EUCLID AVENUE, 3RD FLOOR CLEVELAND, OH 44115-1854	34-6516654	501(C)(3)	912,828.	0.			GENERAL SUPPORT
UNIVERSITY CIRCLE INCORPORATED 10831 MAGNOLIA DRIVE CLEVELAND, OH 44106-1887	34-0823464	501(C)(3)	53,886.	0.			STAFF CAPACITY FOR G

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY HOSPITALS HEALTH SYSTEM GEAUG - 13207 RAVENNA ROAD - CHARDON, OH 44024	34-0816492	501(C)(3)	20,000.	0.			IMPLEMENTATION OF TH
UNIVERSITY HOSPITALS HEALTH SYSTEM, INC. - INSTITUTIONAL RELATIONS & DEVELOPMENT - CLEVELAND, OH 44106-5000	34-0714775	501(C)(3)	141,750.	0.			RESEARCH ON THE TREA
UNIVERSITY HOSPITALS OF CLEVELAND INSTITUTIONAL RELATIONS & DEVELOPMENT - CLEVELAND, OH 44106-5000	34-1567805	501(C)(3)	3,625,347.	0.			GENERAL SUPPORT
UNIVERSITY OF AKRON FOUNDATION 302 BUCHTEL MALL AKRON, OH 44325	34-6575496	501(C)(3)	85,000.	0.			INNOVATION FUND FOR
UNIVERSITY OF COLORADO FOUNDATION 369 UCB BOULDER, CO 80309	84-6049811	501(C)(3)	6,000.	0.			GENERAL SUPPORT
UNIVERSITY OF MINNESOTA DEPT. OF ECOLOGY, EVOLUTION AND BEH ST. PAUL, MN 55108	41-6042488	501(C)(3)	60,000.	0.			RESEARCH ON THE ECOL
UNIVERSITY OF NOTRE DAME 1100 GRACE HALL NOTRE DAME, IN 46556	35-0868188	501(C)(3)	5,500.	0.			GENERAL SUPPORT
UNIVERSITY OF PITTSBURGH 4200 FIFTH AVENUE PITTSBURGH, PA 15260	25-0965591	GOVERNMENTAL	62,661.	0.			THE SCHOOL OF MEDICI
UNIVERSITY SCHOOL 20701 BRANTLEY ROAD SHAKER HEIGHTS, OH 44122	34-0714720	501(C)(3)	58,657.	0.			COURSE ON ENTREPRENE

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UNIVERSITY SETTLEMENT, INC. 4800 BROADWAY AVENUE CLEVELAND, OH 44127-1012	34-0714776	501(C)(3)	39,700.	0.			MAGIC JOHNSON EMPOWE
UP WITH PEOPLE 6830 BROADWAY, UNIT A DENVER, CO 80221	95-2563102	501(C)(3)	7,500.	0.			PERFORMANCES AT CLEV
URBAN LEAGUE OF CLEVELAND 2930 PROSPECT AVENUE CLEVELAND, OH 44115	34-0720563	501(C)(3)	100,000.	0.			TO SUPPORT EXPANDING
VASSAR COLLEGE 124 RAYMOND AVENUE POUGHKEEPSIE, NY 12604	14-1338587	501(C)(3)	6,000.	0.			ANNUAL FUND
VERB BALLETS 3445 WARRENSVILLE CENTER ROAD SHAKER HEIGHTS, OH 44122	34-1645238	501(C)(3)	65,000.	0.			CONSOLIDATION OF THE
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH STREET CLEVELAND, OH 44103-4451	34-0714650	501(C)(3)	130,181.	0.			EFFORTS TO BECOME A
VOICES FOR OHIO'S CHILDREN 3634 EUCLID AVENUE, SUITE 101 CLEVELAND, OH 44115	34-1941907	501(C)(3)	167,819.	0.			2009-2010 ADVOCACY A
VOLUNTEERS OF AMERICA OF GREATER OHIO - 8225 BRECKSVILLE ROAD, SUITE 206 - CLEVELAND, OH 441411362	34-0861121	501(C)(3)	32,605.	0.			PURCHASE OF BEDS FOR
WASHINGTON BACH CONSORT 1010 VERMONT AVENUE, N.W. WASHINGTON, DC 20005	52-1107948	501(C)(3)	5,500.	0.			GENERAL SUPPORT

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WEST PARK COMMUNITY COALITION INC. 11897 BELLAIRE ROAD CLEVELAND, OH 44135	34-1838005	501(C)(3)	18,000.	0.			WEST PARK COMMUNITY
WEST SHORE UNITARIAN-UNIVERSALIST CHURCH - 20401 HILLIARD BOULEVARD - ROCKY RIVER, OH 44116	11-1111111	CHURCH	50,131.	0.			GENERAL SUPPORT
WEST SIDE CATHOLIC CENTER 3135 LORAIN AVENUE CLEVELAND, OH 44113	34-1244687	501(C)(3)	54,250.	0.			IDENTIFICATION CRISI
WESTERN RESERVE HISTORICAL SOCIETY 10825 EAST BOULEVARD CLEVELAND, OH 44106	34-0714724	501(C)(3)	359,548.	0.			GENERAL SUPPORT
WESTERN RESERVE LAND CONSERVANCY P.O. BOX 314 NOVELTY, OH 44072	34-1571233	501(C)(3)	21,184.	0.			GENERAL SUPPORT
WESTSHORE MONTESSORI ASSOCIATION 26536 DETROIT ROAD WESTLAKE, OH 44145-2305	34-1003607	501(C)(3)	7,000.	0.			MARIE RICHARDSON SCH
WESTSIDE INDUSTRIAL RETENTION AND EXPANS - 4855 WEST 130TH STREET, SUITE 1 - CLEVELAND, OH 44135-5137	34-1596116	501(C)(3)	352,000.	0.			THREE ECONOMIC DEVEL
WHEATON COLLEGE 26 EAST MAIN STREET NORTON, MA 02766	04-2103638	501(C)(3)	25,000.	0.			ANNUAL FUND
WILLOUGHBY UNITED METHODIST CHURCH 15 PUBLIC SQUARE WILLOUGHBY, OH 44094	11-1111111	CHURCH	21,000.	0.			REPAIR OF THE CHURCH

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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WOMENSAFE, INC. 12041 RAVENNA ROAD CHARDON, OH 44024	34-1341527	501(C)(3)	30,922.	0.			COSTS ASSOCIATED WIT
WOODROW WILSON NATIONAL FELLOWSHIP FOUN - PO BOX 5281 - PRINCETON, NJ 08543	21-0703075	501(C)(3)	115,000.	0.			IMPLEMENTATION OF TH
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256	20-2370934	501(C)(3)	22,250.	0.			GENERAL SUPPORT
WRIGHT STATE UNIVERSITY FOUNDATION, INC - ALLYN HALL, ROOM 108 - DAYTON, OH 45435	23-7019799	501(C)(3)	10,000.	0.			SUPPORT WRIGHT STEPP
YALE UNIVERSITY OFFICE DEVELOPMENT NEW HAVEN, CT 06521	06-0646973	501(C)(3)	9,750.	0.			YALE ALUMNI FUND 201
YMCA OF GREATER CLEVELAND 2200 PROSPECT AVENUE, SUITE 900 CLEVELAND, OH 44115-2697	34-0714728	501(C)(3)	57,850.	0.			GENERAL SUPPORT TO W
YOUNG AUDIENCES OF NORTHEAST OHIO 13110 SHAKER SQUARE, SUITE C203 CLEVELAND, OH 44120-2313	34-1241756	501(C)(3)	305,825.	0.			CORE SUPPORT, ARTWOR
YOUNG MEN'S CHRISTIAN ASSOCIATION - LAK - 16915 DETROIT AVE. - LAKEWOOD, OH 44107	34-1919876	501(C)(3)	15,022.	0.			GENERAL SUPPORT
YOUNGSTOWN STATE UNIVERSITY FOUNDATION - 606 WICK AVE - YOUNGSTOWN, OH 44502	34-6576610	501(C)(3)	20,000.	0.			TO SUPPORT THE STEM

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
YOUTH CHALLENGE 800 SHARON DRIVE WESTLAKE, OH 44145	34-1396825	501(C)(3)	56,978.	0.			YOUTH LEADERSHIP AND
YOUTH EXCELLENCE PERFORMING ARTS WORKSH - 1084 SEVENTH ST - AKRON, OH 44306	34-1967561	501(C)(3)	15,000.	0.			ONE-WEEK SUMMER PERF
YOUTH OPPORTUNITIES UNLIMITED 1361 EUCLID AVENUE CLEVELAND, OH 44115	34-1381135	501(C)(3)	475,500.	0.			2010-2011 PROGRAMMIN
YWCA OF CLEVELAND 4019 PROSPECT AVENUE CLEVELAND, OH 44103	34-0714800	501(C)(3)	97,889.	0.			NIA (NURTURING INDEP
ZANE STATE COLLEGE 1555 NEWARK ROAD ZANESVILLE, OH 43701	31-1106338	501(C)(3)	20,000.	0.			TO SUPPORT THE DEVEL
ZYGOTE PRESS, INC. 1410 EAST 30TH STREET CLEVELAND, OH 44114	34-1830215	501(C)(3)	10,000.	0.			PURCHASE OF NEW TECH

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Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
SCHOLARSHIPS	356	803,604.	0.		
SPECIAL ASSIST TO INDIGENT INDIVIDUALS-SHELTER	7	11,367.	0.		
SPECIAL ASSIT TO INDIGENT INDIVIDUALS-UTILITIES	5	2,755.	0.		

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE I, PART I, LINE 2: PROCEDURE FOR MONITORING OF GRANTS: THE CLEVELAND FOUNDATION REQUIRES GRANT RECIPIENTS TO SUBMIT SCHEDULED NARRATIVE AND FINANCIAL PROGRESS REPORTS ON ACTIVITY RELATED TO THE GRANT ON THE FOUNDATION'S GRANT REPORTING FORMS, AS SCHEDULED IN THEIR GRANT AWARD LETTER. GRANT REPORTS ARE AN INTEGRAL PART OF OUR MONITORING AND EVALUATION PROCESS. THE REPORTS ARE REVIEWED BY FOUNDATION STAFF WHO FOLLOW-UP IF THERE ARE QUESTIONS OR ISSUES IDENTIFIED BY THIS REVIEW. WE HAVE FOUND THESE FORMS SERVE AS A VALUABLE LEARNING TOOL FOR FOUNDATION STAFF AND THE GRANTEE ORGANIZATION. A CLOSING EVALUATION IS PERFORMED ONCE

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Part IV Supplemental Information

THE FINAL REPORT IS COMPLETE.

A LIMITED NUMBER OF GRANTS MISSING EINS WILL DEFAULT TO "11-1111111".

THE ORGANIZATION WAS UNABLE TO GATHER THESE VARIOUS EINS.

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**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

2011

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

Open to Public Inspection

▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization

THE CLEVELAND FOUNDATION

Employer identification number

34-0714588

Part I Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. <input type="checkbox"/> First-class or charter travel <input type="checkbox"/> Travel for companions <input type="checkbox"/> Tax indemnification and gross-up payments <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Housing allowance or residence for personal use <input type="checkbox"/> Payments for business use of personal residence <input type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2	
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III. <input type="checkbox"/> Compensation committee <input checked="" type="checkbox"/> Independent compensation consultant <input type="checkbox"/> Form 990 of other organizations <input checked="" type="checkbox"/> Written employment contract <input checked="" type="checkbox"/> Compensation survey or study <input checked="" type="checkbox"/> Approval by the board or compensation committee		
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
a	Receive a severance payment or change-of-control payment?	4a	X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a	The organization?	5a	X
b	Any related organization?	5b	X
If "Yes" to line 5a or 5b, describe in Part III.			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a	The organization?	6a	X
b	Any related organization?	6b	X
If "Yes" to line 6a or 6b, describe in Part III.			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	X
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	8	X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

AMENDED RETURN

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name	(i)	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 RONALD B. RICHARD	(i)	458,875.	0.	27,193.	64,356.	23,250.	573,674.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 ROBERT E. ECKARDT	(i)	210,342.	0.	3,049.	25,867.	23,048.	262,306.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 KATE A. ASBECK	(i)	244,516.	0.	2,322.	18,412.	16,113.	281,363.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 CYNTHIA V. SCHULZ	(i)	173,909.	0.	1,625.	20,736.	23,356.	219,626.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 INDIA LEE	(i)	137,171.	0.	1,223.	14,989.	16,697.	170,080.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

AMENDED RETURN

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN: IN 2011, ONE
OF THE ORGANIZATION'S OFFICERS PARTICIPATED IN A SUPPLEMENTAL EXECUTIVE
RETIREMENT PLAN ("SERP"). THE OFFICER AND ANY OTHER PARTICIPANT IN THE
ORGANIZATION'S RETIREMENT PLAN (A TAX-QUALIFIED 403(B) PLAN COVERING A
BROAD RANGE OF EMPLOYEES) DESIGNATED BY THE BOARD OF DIRECTORS IS ELIGIBLE
FOR BENEFITS UNDER SERP. THE PURPOSE OF THE SERP IS TO PROVIDE BENEFITS TO
SERP PARTICIPANTS ON THE SAME BASIS AS ARE PROVIDED TO ALL EMPLOYEES UNDER
THE RETIREMENT PLAN IN THE SITUATIONS WHERE AMOUNTS ALLOCATED UNDER THE
RETIREMENT PLAN ARE LIMITED BY RULES APPLICABLE TO THE 403(B) PLAN
(RESULTING IN A "PREVENTED ALLOCATION"). EACH YEAR AN AMOUNT EQUAL TO
105.5% OF THE SERP PARTICIPANT'S PREVENTED ALLOCATION IS CREDITED TO HIS
ACCOUNT UNDER THE SERP. BECAUSE THIS AMOUNT IS IMMEDIATELY VESTED AND
TAXABLE, A PARTIAL DISTRIBUTION IS MADE TO THE PARTICIPANT AS NECESSARY FOR
PAYMENT OF CURRENT TAXES. FOLLOWING RETIREMENT, DEATH, OR OTHER
TERMINATION OF EMPLOYMENT, THE REMAINING SERP ACCOUNT (WITH EARNINGS
CREDITED AT A RATE DETERMINED WITH REFERENCE TO THE RETIREMENT PLAN) IS
DISTRIBUTED TO THE PARTICIPANT IN TWO INSTALLMENTS. NO FUNDS ARE SET ASIDE
FOR PAYMENT OF SERP BENEFITS; IT IS COMPLETELY UNFUNDED AND EACH

AMENDED RETURN

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PARTICIPANT IS AN UNSECURED CREDITOR OF THE ORGANIZATION.

AMENDED RETURN

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2011

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Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organizations answered "Yes" on Form
990, Part IV, lines 29 or 30.
▶ Attach to Form 990.**

Name of the organization **THE CLEVELAND FOUNDATION** Employer identification number **34-0714588**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	62	3,961,219.	SEE PART II
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests	X	1	2,106,153.	SEE PART II
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29** 1

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	X	
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) (2011)

AMENDED RETURN

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization

THE CLEVELAND FOUNDATION

Employer identification number

34-0714588

FORM 990, PART I, ITEM K, OTHER ORGANIZATION TYPE:

SEE SCH O, PART VI, LINE 7A

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

CLEVELAND, NOW AND FOR GENERATIONS TO COME, BY WORKING TOGETHER WITH
OUR DONORS TO BUILD COMMUNITY ENDOWMENT, ADDRESS NEEDS THROUGH
GRANTMAKING, AND PROVIDE LEADERSHIP ON KEY COMMUNITY ISSUES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

ISSUES.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

CHARITABLE PURPOSES OF THE CLEVELAND FOUNDATION, AND MANY OF THESE
GRANTS ALIGN WITH THE FOREGOING STRATEGIC INITIATIVES.

IN TOTAL, THE LARGEST AREAS OF GRANTMAKING IN 2011 ARE EDUCATION (25%
OF GRANTS), SOCIAL SERVICES, INCLUDING YOUTH PROGRAMS (19%), HEALTH
(19%), ARTS AND CULTURE (13%), NEIGHBORHOODS (10%) AND ECONOMIC
DEVELOPMENT (10%).

FORM 990, PART VI, SECTION A, LINE 6: THE CLEVELAND FOUNDATION IS A

COMMUNITY FOUNDATION COMPRISED OF MULTIPLE TRUSTS AND OHIO NONPROFIT
CORPORATIONS, ALL OF WHICH ARE TREATED AS ONE TAX EXEMPT CHARITY FOR

FEDERAL TAX PURPOSES. THE NONPROFIT CORPORATIONS THAT ARE PART OF THE

CLEVELAND FOUNDATION EACH HAVE MEMBERS WHO ARE THE SAME INDIVIDUALS WHO

FROM TIME TO TIME ARE SERVING AS DIRECTORS OF THOSE ORGANIZATIONS. THE

AMENDED RETURN

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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MEMBERS HAVE A RIGHT UNDER THEIR RESPECTIVE NONPROFIT CORPORATION'S GOVERNING INSTRUMENTS AND UNDER OHIO NONPROFIT CORPORATION LAW TO PARTICIPATE IN THE NONPROFIT CORPORATION'S GOVERNANCE.

FORM 990, PART VI, SECTION A, LINE 7A: THE CLEVELAND FOUNDATION IS A COMMUNITY FOUNDATION COMPRISED OF MULTIPLE TRUSTS AND OHIO NONPROFIT CORPORATIONS, ALL OF WHICH ARE TREATED AS ONE TAX EXEMPT CHARITY FOR FEDERAL TAX PURPOSES. UNDER THE INSTRUMENTS FOR THE TRUSTS, VARIOUS MEMBERS OF THE DISTRIBUTION COMMITTEE OF THE CLEVELAND FOUNDATION ARE APPOINTED BY DESIGNATED PUBLIC AND CIVIC OFFICIAL APPOINTING AUTHORITIES, VARIOUS MEMBERS ARE APPOINTED BY A COMMITTEE OF THE TRUSTEE BANKS FOR THE TRUSTS AND SOME MEMBERS ARE APPOINTED BY THE DISTRIBUTION COMMITTEE ITSELF. IN THE CASE OF THE NONPROFIT CORPORATIONS THAT ARE PART OF THE CLEVELAND FOUNDATION, THE MEMBERS UNDER OHIO NONPROFIT CORPORATION LAW ARE ASSIGNED THE AUTHORITY TO ELECT THE DIRECTORS; HOWEVER, THESE DIRECTORS MUST BE THE SAME INDIVIDUALS APPOINTED FROM TIME TO TIME TO SERVE AS DISTRIBUTION COMMITTEE MEMBERS UNDER SOME OF THE TRUSTS THAT ARE A PART OF THE CLEVELAND FOUNDATION.

FORM 990, PART VI, SECTION B, LINE 11: MANAGEMENT PREPARES THE FORM 990, THEN REVIEWS THE PREPARED FORM 990 WITH ITS OUTSIDE AUDITORS AND ITS OUTSIDE COUNSEL. THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS THEN MEETS TO CONDUCT A THOROUGH REVIEW OF THE FORM 990 AND ALL SCHEDULES. MEMBERS OF THE ORGANIZATION'S MANAGEMENT, REPRESENTATIVES OF ITS OUTSIDE AUDITORS, AND ITS OUTSIDE LEGAL COUNSEL ARE ALL PRESENT AT THE AUDIT COMMITTEE MEETING. FOLLOWING THE MEETING, A COPY OF THE RETURN IS PROVIDED TO ALL MEMBERS OF THE BOARD OF DIRECTORS PRIOR TO THE RETURN BEING FILED WITH THE IRS.

AMENDED RETURN

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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FORM 990, PART VI, SECTION B, LINE 12C: THE CLEVELAND FOUNDATION MAINTAINS A CONFLICT OF INTEREST POLICY GOVERNING THE PARTICIPATION OF THE FOUNDATION'S MEMBERS, DIRECTORS, COMMITTEE MEMBERS, DISTRIBUTION COMMITTEE MEMBERS (COLLECTIVELY "DIRECTORS") AND OFFICERS IN MATTERS IN WHICH THEY MAY HAVE A CONFLICT OF INTEREST. THE CLEVELAND FOUNDATION MAINTAINS ANOTHER CONFLICT OF INTEREST POLICY GOVERNING EMPLOYEES AND STAFF. THE CONFLICT OF INTEREST POLICY FOR DIRECTORS AND OFFICERS REQUIRES AN ANNUAL DISCLOSURE STATEMENT LISTING POTENTIAL CONFLICTS BY EACH OF THE FOUNDATION DIRECTORS AND OFFICERS. THESE DISCLOSURE STATEMENTS ARE KEPT BY THE FOUNDATION'S CORPORATE SECRETARY. BEFORE EACH MEETING, USING THE ANNUAL DISCLOSURE STATEMENTS, THE CORPORATE SECRETARY PROVIDES TO ALL DIRECTORS AND OFFICERS A LIST OF THE CONFLICTS PRESENTED AT THAT MEETING BASED ON THE MATTERS SET ON THE MEETING'S AGENDA. DIRECTORS AND OFFICERS ARE ALSO ASKED AT THE MEETING TO REPORT ANY NEW POTENTIAL CONFLICTS IN ADDITION TO THOSE IDENTIFIED BY THE CORPORATE SECRETARY.

EXCEPT IN THE LIMITED CASE NOTED BELOW, DIRECTORS AND OFFICERS WITH A CONFLICT OF INTEREST UNDER THE FOUNDATION'S POLICY, MUST: (I) DISCLOSE THEIR POTENTIAL CONFLICT OF INTEREST AT THE MEETING (THIS IS OFTEN ALREADY DONE BY THE CORPORATE SECRETARY); (II) PRESENT ANY RELEVANT INFORMATION CONCERNING THE MATTER INVOLVING THE CONFLICT, IF REQUESTED; AND (III) RECUSE THEMSELVES FROM THE MEETING FOR THE DISCUSSION AND VOTE ON THE MATTER PRESENTING THE CONFLICT. IN LIMITED CASES INVOLVING THE APPROVAL OF GRANT DISTRIBUTIONS BY THE FOUNDATION WHERE DIRECTORS OR OFFICERS HAVE CERTAIN LIMITED POTENTIAL CONFLICTS OF INTEREST WITH A PROPOSED GRANT RECIPIENT, THE DIRECTORS OF OFFICERS MUST: (I) DISCLOSE THEIR POTENTIAL CONFLICT OF INTEREST AT THE MEETING (THIS IS OFTEN ALREADY DONE BY THE CORPORATE SECRETARY); AND (II) ABSTAIN FROM VOTING ON THE MATTER. IN

AMENDED RETURN

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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ADDITION TO THE FOREGOING, UNDER THE FOUNDATION'S CONFLICT OF INTEREST POLICY, NO ORGANIZATION WITH WHICH ANY DIRECTOR OR OFFICER IS CONNECTED, DIRECTLY OR INDIRECTLY THROUGH FAMILY, BUSINESS, OR INVESTMENT, MAY RECEIVE ANY SPECIAL CONSIDERATION WHATSOEVER BY THE FOUNDATION FOR SUCH ORGANIZATION'S GRANT APPLICATION, AND NO VARIATION IN THE FOUNDATION'S PROCEDURES OR STANDARDS FOR PROCESSING GRANTS SHALL BE PERMITTED FOR SUCH ORGANIZATION.

FORM 990, PART VI, SECTION B, LINE 15: THE COMPENSATION OF THE CLEVELAND FOUNDATION'S CEO IS SET BY THE BOARD AFTER REVIEW OF COMPARABLE DATA REGARDING COMPENSATION PAID BY SIMILAR COMMUNITY FOUNDATIONS AND CHARITABLE ORGANIZATIONS FOR POSITIONS FUNCTIONALLY COMPARABLE TO THE CEO OF THE CLEVELAND FOUNDATION. THE BOARD TYPICALLY REVIEWS BOTH COMPENSATION DATA COMPILED BY INDEPENDENT THIRD PARTY CONSULTANTS AS WELL AS INFORMATION COMPILED INTERNALLY BY THE FOUNDATION'S DIRECTOR OF HUMAN RESOURCES. AFTER REVIEW AND DISCUSSION OF THE COMPARABILITY DATA AND EVALUATIVE INFORMATION ABOUT HOW WELL THE CEO ACHIEVED HIS AND THE FOUNDATION'S GOALS, THE BOARD CONSIDERS AND SETS THE SALARY FOR THE FOUNDATION'S CEO IN EXECUTIVE SESSION. THE BOARD'S DECISION IS CONTEMPORANEOUSLY DOCUMENTED.

THE COMPENSATION OF OTHER OFFICERS OR KEY EMPLOYEES OF THE CLEVELAND FOUNDATION IS SET USING A SIMILAR PROCESS. EACH YEAR, THE FOUNDATION'S DIRECTOR OF HUMAN RESOURCES COMPILES MARKET DATA FOR THE FOUNDATION'S OFFICER AND KEY EMPLOYEE POSITIONS AND, AFTER OBTAINING THE CEO'S EVALUATION OF PERFORMANCE OF EACH INDIVIDUAL, MAKES A RECOMMENDATION TO THE BOARD FINANCE AND ADMINISTRATION COMMITTEE FOR ANNUAL ADJUSTMENTS TO THE OFFICERS' AND KEY EMPLOYEES' COMPENSATION. THE COMMITTEE CONSIDERS AND APPROVES (OR MODIFIES AND APPROVES) THE RECOMMENDATIONS OF THE DIRECTOR OF

AMENDED RETURN

Name of the organization THE CLEVELAND FOUNDATION	Employer identification number 34-0714588
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HUMAN RESOURCES IN EXECUTIVE SESSION, TAKING INTO ACCOUNT, IN THE CASE OF OFFICERS AND KEY EMPLOYEES, EVALUATIVE INFORMATION ABOUT THEIR PERFORMANCE.

FORM 990, PART VI, SECTION C, LINE 19: THE CLEVELAND FOUNDATION'S AUDITED FINANCIAL STATEMENTS AND FORM 990 ARE AVAILABLE ON THE FOUNDATION'S WEBSITE. THE FOUNDATION ADVISES INTERESTED MEMBERS OF THE PUBLIC ON ITS WEBSITE THAT THEY MAY OBTAIN COPIES OF THE FOUNDATION'S CONFLICT OF INTEREST POLICIES FOR DIRECTORS, OFFICERS, AND STAFF BY CONTACTING THE FOUNDATION'S VICE PRESIDENT FOR CORPORATE GOVERNANCE AND ADMINISTRATION, AND THE WEBSITE PROVIDES THE VICE PRESIDENT'S PHONE NUMBER AND A DIRECT LINK TO THE VICE PRESIDENT'S ELECTRONIC MAIL ADDRESS. THE FOUNDATION'S WEBSITE ALSO DIRECTS INTERESTED MEMBERS OF THE PUBLIC TO THE APPROPRIATE SECTION OF THE OHIO SECRETARY OF STATE FOR THE MOST RECENT VERSION OF THE ARTICLES OF INCORPORATION FOR THE CORPORATE COMPONENTS OF THE FOUNDATION.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

NET UNREALIZED LOSSES ON INVESTMENTS:	-41,331,154.
RETURN OF PRIOR YEAR GRANTS	254,849.
TOTAL TO FORM 990, PART XI, LINE 5	-41,076,305.

FORM 990, PART XII, LINE 1, OTHER ACCOUNTING METHOD:
MODIFIED ACCRUAL

THE FORM 990 IS BEING AMENDED TO INCLUDE FORMS 926 FOR TRANSFERS TO ALL WEATHER PORTFOLIO LTD, CLOUGH OFFSHORE FUND LTD, K2 OVERSEAS INVESTORS I, AND VALIANT CAPITAL PARTNERS OFFSHORE LTD WHICH WERE INADVERTENTLY EXCLUDED WITH THE ORIGINAL FILING. THIS FILING IS PURSUANT TO THE DELINQUENT INTERNATIONAL INFORMATION RETURN SUBMISSION PROCESS. SEE

AMENDED RETURN

SCHEDULE R
(Form 990)
Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships
▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047
2011
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Name of the organization **THE CLEVELAND FOUNDATION** Employer identification number **34-0714588**

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
SHERWICK FUND - 34-6526395 1422 EUCLID AVE., SUITE 1300 CLEVELAND, OH 44115	GRANT MAKING	OHIO	501(C)(3)	11A, TYPE I	THE CLEVELAND FOUNDATION	X	
ALTON F. AND CARRIE DAVIS FUND - 34-1298881 1422 EUCLID AVE., SUITE 1300 CLEVELAND, OH 44115	GRANT MAKING	OHIO	501(C)(3)	11A, TYPE I	THE CLEVELAND FOUNDATION	X	
HIGLEY FUND OF THE CLEVELAND FOUNDATION - 34-1784955, 1422 EUCLID AVE., SUITE 1300, CLEVELAND, OH 44115	GRANT MAKING	OHIO	501(C)(3)	11A, TYPE I	THE CLEVELAND FOUNDATION	X	
CITY OF CLEVELAND'S CABLE TV MINORITY - 34-1832689, 1422 EUCLID AVE., SUITE 1300, CLEVELAND, OH 44115	GRANT MAKING	OHIO	501(C)(3)	11A, TYPE I	THE CLEVELAND FOUNDATION	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule R (Form 990) 2011

AMENDED RETURN

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

		Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c	X	
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Sale of assets to related organization(s)	1f		X
g Purchase of assets from related organization(s)	1g		X
h Exchange of assets with related organization(s)	1h		X
i Lease of facilities, equipment, or other assets to related organization(s)	1i		X
j Lease of facilities, equipment, or other assets from related organization(s)	1j		X
k Performance of services or membership or fundraising solicitations for related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations by related organization(s)	1l		X
m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1m		X
n Sharing of paid employees with related organization(s)	1n		X
o Reimbursement paid to related organization(s) for expenses	1o		X
p Reimbursement paid by related organization(s) for expenses	1p	X	
q Other transfer of cash or property to related organization(s)	1q		X
r Other transfer of cash or property from related organization(s)	1r		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) SHERWICK FUND	P	101,419.	CASH
(2)			
(3)			
(4)			
(5)			
(6)			

