

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning**, 2012, and ending**

Name of foundation

The W. E. Bliss Foundation R59605007

Number and street (or P O box number if mail is not delivered to street address)

c/o JPMorgan Chase Bank, N.A., 10 S. Dearborn St.

Room/suite

Mail Suite: IL1-0111

City or town

Chicago

State ZIP code

IL 60603-2300

G Check all that apply☐ Initial return☐ Final return☒ Address change☐ Initial Return of a former public charity☐ Amended return☐ Name change**H** Check type of organization☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 1,271,591.

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

(Part I, column (d) must be on cash basis)

A Employer identification number

34-6514091

B Telephone number (see the instructions)

(312) 732-1101

C If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)				
	2	Cl <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	735.	735.		
	4	Dividends and interest from securities	27,936.	27,936.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	14,806.			
	b	Gross sales price for all assets on line 6a	356,258.			
	7	Capital gain net income (from Part IV, line 2)		14,806.		
	8	Net short-term capital gain			0.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less Cost of goods sold					
c	Gross profit/(loss) (att sch)					
11	Other income (attach schedule)					
	Return of Capital	4,784.	4,784.			
12	Total. Add lines 1 through 11	48,261.	48,261.	0.		
ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	1,381.	1,381.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) L-16b Stmt	2,000.	0.	0.	2,000.
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) FOREIGN TAX PAID	322.	322.	0.	0.
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
		FILING FEE	200.	0.	0.	200.
	24	Total operating and administrative expenses. Add lines 13 through 23	3,903.	1,703.	0.	2,200.
25	Contributions, gifts, grants paid	95,700.			95,700.	
26	Total expenses and disbursements. Add lines 24 and 25	99,603.	1,703.	0.	97,900.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-51,342.				
b	Net investment income (if negative, enter -0-)		46,558.			
c	Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing		60,274.	69,036.	69,036.
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule)				
	c	Investments — corporate bonds (attach schedule)				
	LIABILITIES	11	Investments — land, buildings, and equipment, basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments — mortgage loans				
13		Investments — other (attach schedule) L-13 Stmt	1,206,624.	1,105,243.	1,202,555.	
14		Land, buildings, and equipment, basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe)				
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,266,898.	1,174,279.	1,271,591.	
17		Accounts payable and accrued expenses				
18		Grants payable				
NEUTRAL ASSETS	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds	1,266,898.	1,174,279.		
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30	Total net assets or fund balances (see instructions)	1,266,898.	1,174,279.			
31	Total liabilities and net assets/fund balances (see instructions)	1,266,898.	1,174,279.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,266,898.
2	Enter amount from Part I, line 27a	2	-51,342.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,215,556.
5	Decreases not included in line 2 (itemize) See Other Decreases Stmt	5	41,277.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,174,279.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 725.488 Sh. Blackrock Funds High Yield		P	04/04/11	02/02/12
b 307.897 Sh. Blackrock Funds High Yield		P	10/31/11	06/07/12
c 2544.194 Sh. Blackrock Funds High Yield		P	04/04/11	06/07/12
d 409.419 Sh. Dreyfus/Laurel Funds		P	02/02/12	06/07/12
e See Columns (a) thru (d)				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,564.		5,695.	-131.
b 2,343.		2,294.	49.
c 19,361.		19,972.	-611.
d 5,593.		5,871.	-278.
e See Columns (e) thru (h)		316,666.	15,777.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-131.
b			49.
c			-611.
d			-278.
e See Columns (i) thru (l)			15,777.

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	14,806.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	-1,637.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	101,910.	1,283,691.	0.079388
2010	155,002.	1,326,141.	0.116882
2009	78,130.	1,178,154.	0.066316
2008	33,930.	817,095.	0.041525
2007	102,602.	884,004.	0.116065

2 Total of line 1, column (d)	2	0.420176
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.084035
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,247,567.
5 Multiply line 4 by line 3	5	104,839.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	466.
7 Add lines 5 and 6	7	105,305.
8 Enter qualifying distributions from Part XII, line 4	8	97,900.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	931.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	931.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	931.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	9,365.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	9,365.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,434.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 1,000. Refunded	11	7,434.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>OH</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>JPMORGAN CHASE BANK, NA</u> Telephone no <u>(330) 742-6720</u> Located at <u>6 Federal Plaza West</u> <u>Youngstown</u> <u>OH</u> ZIP + 4 <u>44503</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	Yes	No	
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country	16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5 b**

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

If 'Yes' to 6b, file Form 8870

X

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7 b****b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK, NA 10 S. DEARBORN ST, MAIL SUITE: 111-0111 CHICAGO IL 60603-2300	TRUSTEE AS REQUIRED 40.00	1,381.	0.	0.
ALICE MAE SCHMUTZ YOUNGSTOWN OH 44503	APPOINTING COMMITTEE 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	NONE 0.00			

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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

Part IX A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

Part IX B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
	0.
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3	None

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,266,565.
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,266,565.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,266,565.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	18,998.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,247,567.
6 Minimum investment return. Enter 5% of line 5	6	62,378.

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

1 Minimum investment return from Part X, line 6		1	62,378.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	931.	
b Income tax for 2012 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c		931.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		61,447.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		61,447.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7		61,447.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	97,900.
b Program-related investments — total from Part IX-B	1 b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	97,900.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,900.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				61,447.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007	15,254.			
b From 2008	0.			
c From 2009	38,425.			
d From 2010	90,811.			
e From 2011	101,910.			
f Total of lines 3a through e	246,400.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 97,900.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus	97,900.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	61,447.			61,447.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	282,853.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	282,853.			
10 Analysis of line 9:				
a Excess from 2008	0.			
b Excess from 2009	0.			
c Excess from 2010	83,043.			
d Excess from 2011	101,910.			
e Excess from 2012	97,900.			

N/A

4942(1)(5)

(4) Gross investment income

[illegible]

NONE

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year "SEE ATTACHED SCHEDULE" VARIOUS CHARITIES YOUNGSTOWN OH 44501		N/A	SEE ATTACHED SCHEDULE	95,700.
Total			3 a	95,700.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a N/A					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			3	735.	
4 Dividends and interest from securities			3	27,936.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			3	14,806.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Return of Capital			3	4,784.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				48,261.	
13 Total. Add line 12, columns (b), (d), and (e)				13	48,261.

(See worksheet in line 13 instructions to verify calculations)

Part XVI:B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

STANCORP BASIS ADJUSTMENT DUE TO SALE	40,080.
OTHER BASIS ADJUSTMENTS	1,197.
Total	41,277.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
3574.646 Sh. Eaton Vance Mutual Funds	P	06/22/10	06/07/12
1290.332 Sh. Eaton Vance Mutual Funds	P	04/29/10	02/02/12
50 Sh. Ishares Tr S&P Midcap 400 Index	P	09/14/09	02/02/12
1744.584 JPM Infl Managed Bond Select	P	07/14/11	02/02/12
749.156 Sh. JPMorgan Asia Equity Fund	P	05/15/09	06/22/12
1694.489 Sh. JPMorgan International Currency	P	02/02/12	06/07/12
2149.75 Sh. JPMorgan TR I	P	05/19/11	08/14/12
433.82 Sh. JPMorgan TR I	P	02/02/12	08/14/12
750.745 Sh. JPMorgan Large Cap Growth Fund	P	05/19/11	02/02/12
839.605 Sh. JPMorgan US Real Estate Fund	P	03/17/09	02/02/12
3182.979 Sh. JPMorgan High Yield Bond Fund	P	02/20/07	06/07/12
6178.443 Sh. JPMorgan Short Duration Bond	P	02/13/09	02/02/12
572.49 Sh. Thornburg Value Fund	P	10/22/09	07/19/12
224.356 Sh. JPMorgan Realty Income Fund	P	09/24/10	02/02/12
308 Sh. Vanguard Emerging Market Vipers	P	09/24/10	02/02/12
22.553 Sh. Victory Portfolios	P	01/27/11	02/02/12
2075.647 Sh. Victory Portfolios	P	05/19/11	02/02/12
LONG-TERM CAPITAL GAIN DISTRIBUTIONS	P	01/01/11	12/31/12

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
31,886.		30,957.	929.
12,903.		13,419.	-516.
4,769.		3,400.	1,369.
18,667.		18,562.	105.
21,051.		19,897.	1,154.
18,267.		18,894.	-627.
21,669.		26,872.	-5,203.
4,373.		4,247.	126.
17,290.		16,614.	676.
14,618.		6,057.	8,561.
24,700.		24,498.	202.
67,901.		65,862.	2,039.
17,083.		17,610.	-527.
2,461.		2,019.	442.
13,383.		13,809.	-426.
348.		365.	-17.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,027.		33,584.	-1,557.
9,047.		0.	9,047.
Total		316,666.	15,777.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			929.
			-516.
			1,369.
			105.
			1,154.
			-627.
			-5,203.
			126.
			676.
			8,561.
			202.
			2,039.
			-527.
			442.
			-426.
			-17.
			-1,557.
			9,047.
Total			15,777.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WM G. BARTH & ASSOCI	PREPARATION OF 990PF	2,000.	0.	0.	2,000.
Total		2,000.	0.	0.	2,000.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
HARTFORD CAPITAL APPRECIATION FUND	34,836.	41,207.
JOHN HANCOCK FUNDS III DISCIPLINED	26,068.	26,049.
JPMORGAN LARGE CAP GROWTH FUND SELECT	22,549.	26,497.
JPMORGAN TAX AWARE EQUITY	49,514.	71,192.
MANNING & NAPIER FUND INC.	42,089.	38,454.
NEUBERGER BERMAN MULTI CAP	17,218.	18,757.
PARNASSUS EQUITY FUND	17,065.	17,483.
PRIMECAP ODYSSEY FUNDS	37,526.	41,414.
VICTORY PORTFOLIOS	19,014.	22,513.
ISHARES CORE S&P MID-CAP	31,089.	36,917.
JPM MARKET EXPANSION INDEX FUND	17,792.	28,865.
ARTISAN INT'L VALUE FUND INV.	32,483.	43,801.
ISHARES MSCI EAFE INDEX FUND	17,241.	20,128.
JPM INT'L VALUE FUND SELECT	43,446.	42,039.
T. ROWE PRICE OVERSEAS STOCK FUND	40,168.	38,799.
ABERDEEN ASIA PACIFIC EX JAPAN	24,453.	23,858.
ISHARES MSCI ALL COUNTRY ASIA INDEX	21,064.	24,874.
MATTHEWS PACIFIC TIGER FUND	19,339.	23,201.
JOHN HANCOCK II-EMERGING MARKETS	14,100.	15,042.
VANGUARD EMERGING MARKET ETF	13,092.	13,003.
ARBITRAGE FUNDS - I	24,654.	24,116.
EATON VANCE MUT FUNDS GB MACRO	25,355.	24,736.
GATEWAY FUND - Y	25,190.	26,010.
JPM REALTY INCOME FUND	10,398.	13,437.
HIGHBRIDGE DYNAMIC COMM STRATEGY	26,470.	19,448.
SPDR GOLD TRUST	20,260.	25,599.
JPM STR INC OPPORTUNITY FUND	33,841.	37,987.
EATON VANCE FLOATING RATE I	36,589.	37,803.
JPM HIGH YIELD FUND SELECT	29,955.	39,038.
JPMORGAN SHORT DURATION BOND FUND	175,437.	177,052.
JPM TR I INFL MANAGED BOND FUND	37,780.	38,383.
VANGUARD FI SECS F INTR TRM CP	44,276.	45,273.
BLACKROCK HIGH YIELD BOND FUND	36,424.	39,553.
JPM INT'L CURRENCY INCOME FUND	19,046.	19,251.
DREYFUS LAUREL EMERGING MARKETS	19,422.	20,776.
Total	<u>1,105,243.</u>	<u>1,202,555.</u>

Supporting Statement of:

Form 990-T, pl/Line 5, Column (A)

Description	Amount
STANCORP MEMBERS, LLC ORDINARY BUSINESS LOSS	-82.
Total	<u>-82.</u>

Form 990-PF - Part XV - Line 3a - Grants And Contributions Paid During The Year

The W.E. Bliss Foundation (34-6514091)

For the year ended December 31, 2012

DONEE - NOTE A	AMOUNT	CLASS OF ACTIVITY				GENERAL WELFARE	NOTE B
		RELIGIOUS	CHARITABLE	EDUCATIONAL	SCIENTIFIC		
OTHER THAN CASH - SEE ATTACHED SCHEDULE							
American Cancer Society, Mahoning County Unit - Youngstown, Ohio	\$100 00					\$100 00	
American Heart Association - Eastern Ohio Chapter	100 00					100 00	
Beatitude House	2,000 00					2,000.00	
Boys and Girls Club of Youngstown	1,000 00					1,000 00	
Butler Institute of American Art	1,000 00					1,000 00	
Children's International Summer Villages, Inc.	100 00					100 00	
Children's Museum of the Valley (OH WOW!!!)	5,000.00				5,000 00		
Difference Makers	1,000.00					1,000 00	
Easter Seal Society	200 00					200.00	
Junior Achievement of Mahoning Valley	1,500.00					1,500 00	
SUBTOTALS	\$12,000.00	\$0 00	\$0.00	\$0.00	\$5,000.00	\$7,000.00	

NOTE A - NO RELATIONSHIP EXISTS BETWEEN DONOR AND DONEE UNLESS SO STATED IN THIS COLUMN.

NOTE B - REPRESENTS CONTRIBUTIONS TO GENERAL ACTIVITIES OF DONEE UNLESS OTHERWISE STATED IN THIS COLUMN

Form 990-PF - Part XV - Line 3a - Grants And Contributions Paid During The Year

The W E Bliss Foundation (34-6514091)

For the year ended December 31, 2012

DONEE - NOTE A	AMOUNT	CLASS OF ACTIVITY					NOTE B
		RELIGIOUS	CHARITABLE	EDUCATIONAL	SCIENTIFIC	GENERAL WELFARE	
OTHER THAN CASH - SEE ATTACHED SCHEDULE							
Habitat for Humanity	500 00					500 00	
Henry H. Stambaugh Association	5,000.00					5,000.00	
Mahoning Valley Historical Society	52,000 00					52,000.00	
Mill Creek Children's Center	1,000.00					1,000 00	
Ohio Foundation of Independent Colleges	500 00			500.00			
Send a Kid to Camp	100 00					100 00	
Trinity United Methodist Church	500 00	500 00					
United Methodist Community Center	1,000.00					1,000 00	
United Negro College Fund	100.00			100 00			
SUBTOTALS	\$72,700.00	\$500 00	\$0 00	\$600.00	\$5,000.00	\$66,600 00	

NOTE A - NO RELATIONSHIP EXISTS BETWEEN DONOR AND DONEE UNLESS SO STATED IN THIS COLUMN.

NOTE B - REPRESENTS CONTRIBUTIONS TO GENERAL ACTIVITIES OF DONEE UNLESS OTHERWISE STATED IN THIS COLUMN

Form 990-PF - Part XV - Line 3a - Grants And Contributions Paid During The Year

The W.E. Bliss Foundation (34-6514091)

For the year ended December 31, 2012

DONEE - NOTE A	AMOUNT	RELIGIOUS	CHARITABLE	CLASS OF ACTIVITY		GENERAL WELFARE	NOTE B
				EDUCATIONAL	SCIENTIFIC		
OTHER THAN CASH - SEE ATTACHED SCHEDULE							
United Way of Mahoning Valley	2,000 00					2,000 00	
YMCA of Youngstown	500 00					500 00	
Youngstown Area Goodwill	1,000 00					1,000.00	
Youngstown Hearing and Speech Center	2,000 00					2,000 00	
YSU Foundation	15,000 00					15,000 00	
Youngstown Playhouse	500 00					500 00	
Youngstown Symphony Society	2,000 00					2,000.00	
TOTALS	\$95,700 00	\$500 00	\$0 00	\$600 00	\$5,000 00	\$89,600 00	

NOTE A - NO RELATIONSHIP EXISTS BETWEEN DONOR AND DONEE UNLESS SO STATED IN THIS COLUMN

NOTE B - REPRESENTS CONTRIBUTIONS TO GENERAL ACTIVITIES OF DONEE UNLESS OTHERWISE STATED IN THIS COLUMN