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POSTMARK DATE JAN 09 2014

Form 990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning MAR 1, 2012, and ending FEB 28, 2013

Name of foundation <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>		A Employer identification number <b>41-6012063</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>30 E. SEVENTH ST, SUITE 2000</b>	Room/suite	B Telephone number <b>6512280935</b>
City or town, state, and ZIP code <b>ST PAUL, MN 55101-4930</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 9,556,613.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	38,213.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	280,766.	255,796.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	161,731.			STATEMENT 1
	b Gross sales price for all assets on line 6a	1,540,984.			
	7 Capital gain net income (from Part IV, line 2)		285,459.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less cost of goods sold				
	c Gross profit or (loss)				
	11 Other income		35,270.		STATEMENT 3
	12 Total. Add lines 1 through 11	480,710.	576,525.	0.	
	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	40,892.	6,723.	0.	32,669.
	c Other professional fees				
	17 Interest		695.		
	18 Taxes STMT 5	4,773.	4,266.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,475.	35,543.	0.	1,475.
	24 Total operating and administrative expenses. Add lines 13 through 23	47,140.	47,227.	0.	34,144.
	25 Contributions, gifts, grants paid	397,000.			396,000.
	26 Total expenses and disbursements. Add lines 24 and 25	444,140.	47,227.	0.	430,144.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	36,570.			
	b Net investment income (if negative, enter -0-)		529,298.		
	c Adjusted net income (if negative, enter -0-)			0.	

223501 12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		245,144.		
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 7	4,623,628.	4,899,613.	5,866,943.
	c	Investments - corporate bonds	STMT 8	2,230,362.	2,266,093.	2,554,445.
11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	1,031,814.	1,001,812.	1,135,225.	
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation					
15	Other assets (describe )					
16	Total assets (to be completed by all filers)		8,130,948.	8,167,518.	9,556,613.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe )				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	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 <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		8,130,948.	8,167,518.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		8,130,948.	8,167,518.		
31	Total liabilities and net assets/fund balances		8,130,948.	8,167,518.		

**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	8,130,948.
2	Enter amount from Part I, line 27a	2	36,570.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	8,167,518.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,167,518.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENTS</b>			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>1,540,984.</b>		<b>1,255,525.</b>	<b>285,459.</b>

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<b>285,459.</b>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<b>285,459.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	<b>13,673.</b>

**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 (col. (b) divided by col. (c))
2011	410,310.	8,488,304.	.048338
2010	340,522.	8,095,953.	.042061
2009	380,545.	7,020,352.	.054206
2008	457,135.	7,368,164.	.062042
2007	410,059.	9,391,709.	.043662

2 Total of line 1, column (d)	2	<b>.250309</b>
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	<b>.050062</b>
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	<b>8,929,019.</b>
5 Multiply line 4 by line 3	5	<b>447,005.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>5,293.</b>
7 Add lines 5 and 6	7	<b>452,298.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>430,144.</b>

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	10,586.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,586.
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	10,586.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,300.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	10,250.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,550.	
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	4,964.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 4,964. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
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)? If "Yes," complete Part XIV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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**Part VII-A Statements Regarding Activities** (continued)

<b>11</b> 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
<b>12</b> 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
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>NONE</b>	13	X	
<b>14</b> The books are in care of ► <b>FIDUCIARY COUNSELLING, INC.</b> Telephone no. ► <b>651-228-0935</b> Located at ► <b>30 E. SEVENTH ST, STE 2000, ST. PAUL, MN</b> ZIP+4 ► <b>55101-4930</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
<b>16</b> 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? 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	Yes	No X

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

		Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
<b>1a</b> 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 type="checkbox"/> Yes <input checked="" 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>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b	
<b>c</b> 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?		1c	X
<b>2</b> 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)):			
<b>a</b> 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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►			
<b>3a</b> 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>b</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.)	N/A	3b	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
<b>b</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?		4b	X

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

5a During the year did the foundation pay or incur any amount to:

- |   |   |
|---|---|
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (3) Provide a grant to an individual for travel, study, or other similar purposes?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?                | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ☐

5b

X

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?

**SEE STATEMENT 11**

☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3** Five highest-paid independent contractors for professional services. 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 0

**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 N/A	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,131,503.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	933,491.
d	Total (add lines 1a, b, and c)	1d	9,064,994.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,064,994.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	135,975.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,929,019.
6	Minimum investment return. Enter 5% of line 5	6	446,451.

**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	446,451.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	10,586.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,586.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	435,865.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	435,865.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	435,865.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	430,144.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	430,144.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	430,144.

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.

Form 990-PF (2012)

**CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION**

Form 990-PF (2012)

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**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				435,865.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			396,245.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 430,144.				
a Applied to 2011, but not more than line 2a			396,245.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				33,899.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				401,966.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

**CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION**

Form 990-PF (2012)

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**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

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

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:  
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2012

(b) 2011

Prior 3 years

(c) 2010

(d) 2009

(e) Total

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**ROBERT J. SIVERTSEN BY ATTRIBUTION OF WIFE, SARAH-MAUD SIVERTSEN**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

**SCHEDULE ATTACHED**

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

c Any submission deadlines:

**SCHEDULE ATTACHED**

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

**SCHEDULE ATTACHED**

CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION

Form 990-PF (2012)

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**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE ATTACHED				397,000.
<b>Total</b>			<b>3a</b>	397,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2013

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
American Civil Liberties Union of Minnesota	450 North Syndicate Street, Suite 230 St. Paul, MN 55104	Yes	General operating support	2/14/2013	\$500.00
American University in Cairo	420 Fifth Avenue, 3rd Floor New York, NY 10018-2729	Yes	General operating support	2/14/2013	\$1,000.00
Americans United for the Separation of Church and State	1301 K Street NW Ste. 850, East Tower Washington, DC 20005	Yes	General operating support	2/14/2013	\$1,000.00
Animal Sanctuary of St. Croix Valley	PO Box 847 Stillwater, MN 55082	Yes	General operating support	2/14/2013	\$1,000.00
Compatible Technology	800 Transfer Road, Suite 6 St. Paul, MN 55114	Yes	General operating support	2/14/2013	\$5,000.00
Courage Center	3915 Golden Valley Road Golden Valley, MN 55422	Yes	General operating support	2/14/2013	\$500.00
Dodge Nature Center	365 West Marie Avenue West St. Paul, MN 55118	Yes	General operating support	2/14/2013	\$1,000.00
Forest History Society	701 Wm. Vickers Avenue Durham, NC 27701-3162	Yes	General operating support	2/14/2013	\$5,000.00

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2013

Grantee Organization	Address	Public Charity Purpose	Date	Amount
Greater Twin Cities United Way	404 South Eighth Street Minneapolis, MN 55404-1084	Yes General operating support	2/14/2013	\$1,000.00
Heartland Symphony Orchestra	PO Box 241 Little Falls, MN 56345	Yes General operating support	2/14/2013	\$1,000.00
Hill Museum & Manuscript Library	Saint John's University Box 7300 Collegeville, MN 56321	Yes designated for the Malta Study Center in honor of Joseph S. Micallef.	2/14/2013	\$5,000.00
House of Hope Presbyterian Church	797 Summit Avenue St. Paul, MN 55105	Yes General operating support	2/14/2013	\$50,000.00
Land Stewardship Project	821 East 35th Street, Suite 200 Minneapolis, MN 55407-2102	Yes General operating support	2/14/2013	\$500.00
Landmark Center	75 West Fifth Street, Suite 404 St. Paul, MN 55102	Yes General operating support	5/15/2012	\$10,000.00
Landmark Center	75 West Fifth Street, Suite 404 St. Paul, MN 55102	Yes General operating support	2/14/2013	\$500.00
Lindbergh Foundation	2150 Third Avenue North, Suite 310 Anoka, MN 55303-2200	Yes General operating support	2/14/2013	\$5,000.00
Macalester College	1600 Grand Avenue St. Paul, MN 55105-1899	Yes General operating support	2/14/2013	\$1,000.00

**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

**Contributions Paid for Year End 2/28/2013**

Grantee Organization	Address	Public Charity Purpose	Date	Amount
Metropolitan Opera Association	Development Office 70 Lincoln Center New York, NY 10023	Yes General operating support	9/19/2012	\$500.00
Metropolitan Opera Association	Development Office 70 Lincoln Center New York, NY 10023	Yes General operating support	2/14/2013	\$2,500.00
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	Yes General operating support	2/14/2013	\$1,000.00
Minnesota Historical Society	345 Kellogg Boulevard West St. Paul, MN 55102-1906	Yes Endowment fund/general operating support	2/14/2013	\$31,000.00
Minnesota Land Trust	2356 University Avenue West, Suite 240 St. Paul, MN 55114	Yes General operating support	2/14/2013	\$500.00
Minnesota Landscape Arboretum Foundation	3675 Arboretum Drive Chaska, MN 55318-9613	Yes General operating support	2/14/2013	\$500.00
Minnesota NARAL Foundation	2300 Myrtle Ave, Suite 120 St. Paul, MN 55114	Yes General operating support	2/14/2013	\$500.00
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	Yes General operating support	2/14/2013	\$2,000.00
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes 2013 opera broadcast sponsorships/birthday honor	2/14/2013	\$35,800.00

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2013

Grantee Organization	Address	Public Charity Purpose	Date	Amount
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes William Kling Endowment	2/14/2013	\$50,000.00
Montana State University Foundation	P.O. Box 172750 Bozeman, MT 59717	Yes \$5,000.00 is designated for the Shakespeare in the Schools in honor of Elise R. Donohue, and \$5,000.00 is designated for the Elise Event	2/14/2013	\$10,000.00
Morrison County Animal Humane Society	200 7th Avenue NE Little Falls, MN 56345	Yes General operating support	2/14/2013	\$10,000.00
Morrison County Historical Society	2151 Lindbergh Drive South Little Falls, MN 56345-0239	Yes General operating support	2/14/2013	\$10,000.00
Music Forward	1275 Prospect Avenue Brooklyn, NY 11218	Yes General operating support	2/14/2013	\$10,000.00
Nature Conservancy - Minnesota Chapter	1101 West River Parkway, Suite 200 Minneapolis, MN 55415	Yes General operating support	2/14/2013	\$29,200.00
Nature Conservancy - Minnesota Chapter	1101 West River Parkway, Suite 200 Minneapolis, MN 55415	Yes Conservation of Sandvol property in Morrison City or general fund if not needed	2/14/2013	\$25,000.00
Oakland Cemetery Association	927 Jackson Street St. Paul, MN 55117-5076	Yes General operating support	2/14/2013	\$1,000.00
Ordway Center for The Performing Arts	345 Washington Street St. Paul, MN 55102	Yes General operating support	2/14/2013	\$1,000.00



**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

Contributions Paid for Year End 2/28/2013

Grantee Organization	Address	Public Charity Purpose	Date	Amount
Planned Parenthood of Minnesota	1965 Ford Parkway St. Paul, MN 55116	Yes General operating support	2/14/2013	\$25,000.00
Population Action International	1300 19th Street NW, Second Floor Washington, DC 20036	Yes General operating support	2/14/2013	\$1,000.00
Population Institute	107 Second Street NE Washington, DC 20002	Yes General operating support	2/14/2013	\$1,000.00
Public Art Saint Paul	351 Kellogg Boulevard East St. Paul, MN 55101	Yes General operating support	2/14/2013	\$1,000.00
Ramsey County Historical Society	323 Landmark Center, 75 West 5th Street St. Paul, MN 55102	Yes General operating support	2/14/2013	\$1,000.00
Saint Paul Chamber Orchestra	The Hamm Building 408 St. Peter Street, Third Floor St. Paul, MN 55102	Yes General operating support	2/14/2013	\$1,000.00
Scandia Valley Fire Department	3518 320th Street Cushing, MN 56443	Yes General operating support	2/14/2013	\$2,000.00
Scandia Valley First Response Team	40260 County Road 7 Cushing, MN 56443	Yes General operating support	2/14/2013	\$2,000.00

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2013

Grantee Organization	Address	Public Charity Purpose	Date	Amount
Schubert Club	302 Landmark Center 75 West Fifth Street St. Paul, MN 55102	Yes General operating support	2/14/2013	\$10,000.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes General operating support	2/14/2013	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE, #500 Minneapolis, MN 55455-2010	Yes Colonial Dames Foreign Student Scholarship Fund	2/14/2013	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes General operating support for the Raptor Center	2/14/2013	\$500.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes General operating support	2/14/2013	\$25,000.00
Vashon-Maury Island Land Trust	PO Box 2031 Vashon, WA 98070	Yes General operating support	2/14/2013	\$10,000.00
VirteoRetinal Surgery Foundation	7760 France Ave. S, Suite 310 Minneapolis, MN 55435	Yes General operating support	2/14/2013	\$5,000.00
Weyerhaeuser Family Foundation	30 East Seventh Street, Suite 2000 St. Paul, MN 55101	No General operating support	2/14/2013	\$1,000.00
<b>Grand Totals</b>				<b>\$397,000.00</b>

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	280,766.	
		18	161,731.	
	0.		442,497.	0
				13
				442,497

(See worksheet in line 13 instructions to verify calculations.)

2012.04040 CHARLES A WEYERHAEUSER MEMO 560001

## Form 990-PF (2012)

Part XVII

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

Form 990-PF (2012)

**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

**2012**

Name of the organization

CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION

Employer identification number

41-6012063

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (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**

☐ 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) (2012)

Name of organization <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number <b>41-6012063</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROSENBERRY CHARITABLE TERM TRUST 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	1969 IRR TRUST #2 SMWS 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	\$ 28,213.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION

Employer identification number

41-6012063

**Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	



**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD	P	01/29/10	06/29/12
b	PIMCO EMERGING MARKETS CURRENCY FD	P	02/26/10	06/29/12
c	PIMCO EMERGING MARKETS CURRENCY FD	P	03/31/10	06/29/12
d	PIMCO EMERGING MARKETS CURRENCY FD	P	04/30/10	06/29/12
e	PIMCO EMERGING MARKETS CURRENCY FD	P	05/27/10	06/29/12
f	PIMCO EMERGING MARKETS CURRENCY FD	P	05/28/10	06/29/12
g	PIMCO EMERGING MARKETS CURRENCY FD	P	06/30/10	06/29/12
h	PIMCO EMERGING MARKETS CURRENCY FD	P	07/30/10	06/29/12
i	BARON ASSET FUND	P	11/17/00	06/29/12
j	BARON ASSET FUND	P	11/23/04	06/29/12
k	EII GLOBAL PROPERTY FUND	P	05/16/07	06/29/12
l	OAKMARK SELECT FD	P	04/18/06	06/29/12
m	OAKMARK SELECT FD	P	12/14/06	06/29/12
n	OAKMARK SELECT FD	P	12/14/06	06/29/12
o	PIMCO EMERGING MARKETS CURRENCY FD	P	04/18/06	06/29/12

(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	338.	330.	8.
b	326.	321.	5.
c	352.	354.	-2.
d	337.	339.	-2.
e	44,710.	42,976.	1,734.
f	314.	301.	13.
g	394.	377.	17.
h	391.	391.	0.
i	12,571.	14,016.	-1,445.
j	24,464.	24,504.	-40.
k	7,985.	10,562.	-2,577.
l	35,973.	40,039.	-4,066.
m	5,302.	5,834.	-532.
n	16,725.	18,403.	-1,678.
o	186,035.	193,682.	-7,647.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			8.
b			5.
c			-2.
d			-2.
e			1,734.
f			13.
g			17.
h			0.
i			-1,445.
j			-40.
k			-2,577.
l			-4,066.
m			-532.
n			-1,678.
o			-7,647.

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

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD	P	05/31/06	06/29/12
b	PIMCO EMERGING MARKETS CURRENCY FD	P	06/30/06	06/29/12
c	PIMCO EMERGING MARKETS CURRENCY FD	P	07/31/06	06/29/12
d	PIMCO EMERGING MARKETS CURRENCY FD	P	08/31/06	06/29/12
e	PIMCO EMERGING MARKETS CURRENCY FD	P	09/29/06	06/29/12
f	PIMCO EMERGING MARKETS CURRENCY FD	P	01/31/07	06/29/12
g	PIMCO EMERGING MARKETS CURRENCY FD	P	12/31/07	06/29/12
h	PIMCO EMERGING MARKETS CURRENCY FD	P	09/30/08	06/29/12
i	PIMCO EMERGING MARKETS CURRENCY FD	P	10/31/08	06/29/12
j	PIMCO EMERGING MARKETS CURRENCY FD	P	11/28/08	06/29/12
k	PIMCO EMERGING MARKETS CURRENCY FD	P	12/10/08	06/29/12
l	PIMCO EMERGING MARKETS CURRENCY FD	P	12/10/08	06/29/12
m	PIMCO EMERGING MARKETS CURRENCY FD	P	12/31/08	06/29/12
n	PIMCO EMERGING MARKETS CURRENCY FD	P	01/30/09	06/29/12
o	PIMCO EMERGING MARKETS CURRENCY FD	P	02/27/09	06/29/12

(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 999.		1,028.	-29.
b 1,091.		1,116.	-25.
c 1,011.		1,046.	-35.
d 1,089.		1,129.	-40.
e 1,107.		1,137.	-30.
f 1,097.		1,138.	-41.
g 1,211.		1,253.	-42.
h 754.		764.	-10.
i 980.		843.	137.
j 846.		695.	151.
k 3,602.		2,881.	721.
l 2,002.		1,602.	400.
m 728.		604.	124.
n 628.		498.	130.
o 589.		450.	139.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-29.
b			-25.
c			-35.
d			-40.
e			-30.
f			-41.
g			-42.
h			-10.
i			137.
j			151.
k			721.
l			400.
m			124.
n			130.
o			139.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD	P	03/31/09	06/29/12
b	PIMCO EMERGING MARKETS CURRENCY FD	P	04/30/09	06/29/12
c	PIMCO EMERGING MARKETS CURRENCY FD	P	05/29/09	06/29/12
d	PIMCO EMERGING MARKETS CURRENCY FD	P	06/30/09	06/29/12
e	PIMCO EMERGING MARKETS CURRENCY FD	P	07/31/09	06/29/12
f	PIMCO EMERGING MARKETS CURRENCY FD	P	08/31/09	06/29/12
g	PIMCO EMERGING MARKETS CURRENCY FD	P	09/30/09	06/29/12
h	PIMCO EMERGING MARKETS CURRENCY FD	P	10/30/09	06/29/12
i	PIMCO EMERGING MARKETS CURRENCY FD	P	11/30/09	06/29/12
j	PIMCO EMERGING MARKETS CURRENCY FD	P	12/31/09	06/29/12
k	<del>SELECTED AMERICAN SHARES CL D</del>	P	<del>04/18/06</del>	<del>06/29/12</del>
l	VANGUARD PRIMECAP CORE FD	P	04/18/06	06/29/12
m	PIMCO EMERGING MARKETS BOND FD	P	08/31/10	06/29/12
n	PIMCO EMERGING MARKETS CURRENCY FD	P	08/31/10	06/29/12
o	BARON ASSET FUND	P	09/10/10	06/29/12

	(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	546.		432.	114.
b	526.		442.	84.
c	710.		639.	71.
d	508.		462.	46.
e	497.		468.	29.
f	439.		417.	22.
g	406.		395.	11.
h	440.		427.	13.
i	378.		375.	3.
j	404.		397.	7.
k	59,985.		59,945.	40.
l	47,388.		40,808.	6,580.
m	1,083.		1,034.	49.
n	383.		379.	4.
o	965.		933.	32.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			114.
b			84.
c			71.
d			46.
e			29.
f			22.
g			11.
h			13.
i			3.
j			7.
k			40.
l			6,580.
m			49.
n			4.
o			32.

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

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS BOND FD	P	09/10/10	06/29/12
b	PIMCO EMERGING MARKETS CURRENCY FD	P	09/10/10	06/29/12
c	PIMCO EMERGING MARKETS BOND FD	P	09/30/10	06/29/12
d	PIMCO EMERGING MARKETS CURRENCY FD	P	09/30/10	06/29/12
e	LOOMIS SAYLES BOND INSTL	P	10/18/10	06/29/12
f	PIMCO EMERGING MARKETS BOND FD	P	10/15/10	06/29/12
g	PIMCO EMERGING MARKETS CURRENCY FD	P	10/15/10	06/29/12
h	PIMCO EMERGING MARKETS BOND FD	P	10/29/10	06/29/12
i	PIMCO EMERGING MARKETS CURRENCY FD	P	10/29/10	06/29/12
j	PIMCO EMERGING MARKETS CURRENCY FD	P	11/30/10	06/29/12
k	VANGUARD PRIMECAP CORE FD	P	12/28/10	06/29/12
l	PIMCO EMERGING MARKETS CURRENCY FD	P	12/31/10	06/29/12
m	PIMCO EMERGING MARKETS CURRENCY FD	P	01/31/11	06/29/12
n	PIMCO EMERGING MARKETS CURRENCY FD	P	02/08/11	06/29/12
o	LOOMIS SAYLES BOND INSTL	P	02/10/11	06/29/12

(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 16,754.		15,939.	815.
b 84,665.		84,941.	-276.
c 1,249.		1,211.	38.
d 491.		509.	-18.
e 2,217.		2,210.	7.
f 77,311.		75,986.	1,325.
g 64,845.		68,747.	-3,902.
h 1,585.		1,552.	33.
i 705.		741.	-36.
j 842.		854.	-12.
k 3,229.		3,136.	93.
l 856.		890.	-34.
m 751.		781.	-30.
n 20,990.		22,015.	-1,025.
o 65,660.		65,406.	254.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			815.
b			-276.
c			38.
d			-18.
e			7.
f			1,325.
g			-3,902.
h			33.
i			-36.
j			-12.
k			93.
l			-34.
m			-30.
n			-1,025.
o			254.

2 Capital gain net income or (net capital loss) .... { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD	P	02/28/11	06/29/12
b	PIMCO EMERGING MARKETS BOND FD	P	04/29/11	06/29/12
c	PIMCO EMERGING MARKETS BOND FD	P	05/31/11	06/29/12
d	PIMCO EMERGING MARKETS BOND FD	P	06/30/11	06/29/12
e	PIMCO EMERGING MARKETS BOND FD	P	07/29/11	06/29/12
f	LOOMIS SAYLES BOND INSTL	P	08/23/11	06/29/12
g	PIMCO EMERGING MARKETS BOND FD	P	08/31/11	06/29/12
h	PIMCO EMERGING MARKETS CURRENCY FD	P	09/30/11	06/29/12
i	PIMCO EMERGING MARKETS BOND FD	P	10/31/11	06/29/12
j	PIMCO EMERGING MARKETS CURRENCY FD	P	10/31/11	06/29/12
k	PIMCO EMERGING MARKETS BOND FD	P	11/30/11	06/29/12
l	PIMCO EMERGING MARKETS CURRENCY FD	P	11/30/11	06/29/12
m	VANGUARD PRIMECAP CORE FD	P	12/27/11	06/29/12
n	PIMCO EMERGING MARKETS BOND FD	P	12/30/11	06/29/12
o	PIMCO EMERGING MARKETS CURRENCY FD	P	12/30/11	06/29/12

(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	676.	709.	-33.
b	2,371.	2,260.	111.
c	2,290.	2,198.	92.
d	2,319.	2,225.	94.
e	2,212.	2,148.	64.
f	4,623.	4,608.	15.
g	2,114.	2,052.	62.
h	615.	602.	13.
i	1,855.	1,792.	63.
j	481.	490.	-9.
k	1,903.	1,814.	89.
l	554.	548.	6.
m	3,368.	3,229.	139.
n	1,982.	1,902.	80.
o	620.	603.	17.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-33.
b			111.
c			92.
d			94.
e			64.
f			15.
g			62.
h			13.
i			63.
j			-9.
k			89.
l			6.
m			139.
n			80.
o			17.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

2

3

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS BOND FD	P	01/31/12	06/29/12
b	PIMCO EMERGING MARKETS CURRENCY FD	P	01/31/12	06/29/12
c	LOOMIS SAYLES BOND INSTL	P	02/22/12	06/29/12
d	PIMCO EMERGING MARKETS BOND FD	P	02/29/12	06/29/12
e	PIMCO EMERGING MARKETS CURRENCY FD	P	02/29/12	06/29/12
f	LOOMIS SAYLES BOND INSTL	P	03/23/12	06/29/12
g	PIMCO EMERGING MARKETS BOND FD	P	03/30/12	06/29/12
h	PIMCO EMERGING MARKETS CURRENCY FD	P	03/30/12	06/29/12
i	LOOMIS SAYLES BOND INSTL	P	04/23/12	06/29/12
j	PIMCO EMERGING MARKETS BOND FD	P	04/30/12	06/29/12
k	<del>PIMCO EMERGING MARKETS CURRENCY FD</del>	<del>P</del>	<del>04/30/12</del>	<del>06/29/12</del>
l	PIMCO EMERGING MARKETS BOND FD	P	05/31/12	06/29/12
m	PIMCO EMERGING MARKETS CURRENCY FD	P	05/31/12	06/29/12
n	PIMCO EMERGING MARKETS CURRENCY FD	P	06/29/12	07/03/12
o	EII GLOBAL PROPERTY FUND	P	05/16/07	08/29/12

	(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	1,608.		1,568.	40.
b	449.		457.	-8.
c	4,157.		4,181.	-24.
d	1,743.		1,733.	10.
e	490.		508.	-18.
f	4,198.		4,239.	-41.
g	1,869.		1,860.	9.
h	532.		549.	-17.
i	4,130.		4,163.	-33.
j	1,792.		1,798.	-6.
k	494.		509.	-15.
l	1,943.		1,899.	44.
m	501.		486.	15.
n	489.		486.	3.
o	13,985.		17,861.	-3,876.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 40.
b			** -8.
c			** -24.
d			** 10.
e			** -18.
f			** -41.
g			** 9.
h			** -17.
i			** -33.
j			** -6.
k			** -15.
l			** 44.
m			** 15.
n			** 3.
o			-3,876.

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

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	OAKMARK SELECT FD	P	12/14/06	08/29/12
b	VANGUARD PRIMECAP CORE FD	P	04/18/06	08/29/12
c	PIMCO EMERGING MARKETS BOND FD	P	09/10/10	08/29/12
d	THIRD AVENUE REAL ESTATE	P	08/30/11	08/29/12
e	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	03/19/12	08/29/12
f	PIMCO EMERGING MARKETS BOND FD	P	06/29/12	08/29/12
g	PIMCO EMERGING MARKETS BOND FD	P	07/31/12	08/29/12
h	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	08/17/12	08/29/12
i	PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	P	05/27/10	02/19/13
j	DODGE & COX INTL STOCK FUND	P	04/18/06	02/19/13
k	<del>DODGE &amp; COX INTL STOCK FUND</del>	<del>P</del>	<del>12/28/07</del>	<del>02/19/13</del>
l	DODGE & COX INTL STOCK FUND	P	12/28/07	02/19/13
m	DODGE & COX INTL STOCK FUND	P	12/28/07	02/19/13
n	EII GLOBAL PROPERTY FUND	P	05/16/07	02/19/13
o	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	P	12/13/07	02/19/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,000.		6,357.	-357.
b	5,985.		4,925.	1,060.
c	2,464.		2,265.	199.
d	23,985.		20,462.	3,523.
e	976.		980.	-4.
f	2,078.		2,008.	70.
g	1,442.		1,438.	4.
h	3,009.		3,034.	-25.
i	6,402.		5,298.	1,104.
j	1,894.		2,077.	-183.
k	4,605.		5,852.	-1,247.
l	1,254.		1,593.	-339.
m	4,232.		5,378.	-1,146.
n	19,985.		23,615.	-3,630.
o	1,100.		1,347.	-247.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-357.
b			1,060.
c			199.
d			** 3,523.
e			** -4.
f			** 70.
g			** 4.
h			** -25.
i			1,104.
j			-183.
k			-1,247.
l			-339.
m			-1,146.
n			-3,630.
o			-247.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	P	12/28/09	02/19/13
b	SOURCE CAP INC	P	01/21/83	02/19/13
c	SOURCE CAP INC	P	01/27/83	02/19/13
d	TEMPLETON INST FOREIGN SM COS	P	12/19/07	02/19/13
e	ARTISAN INTL VALUE FUND	P	10/05/10	02/19/13
f	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	P	12/28/10	02/19/13
g	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	09/14/11	02/19/13
h	PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	P	12/28/11	02/19/13
i	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	02/17/12	02/19/13
j	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	03/19/12	02/19/13
k	CLEARWATER SMALL COMPANIES FUND	P	08/29/12	02/19/13
l	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	10/17/12	02/19/13
m	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	11/19/12	02/19/13
n	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	12/19/12	02/19/13
o	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	12/19/12	02/19/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,979.		2,679.	300.
b 41,558.		27,183.	14,375.
c 71,433.		46,434.	24,999.
d 25,875.		25,611.	264.
e 23,874.		18,680.	5,194.
f 6,908.		6,623.	285.
g 26,251.		24,663.	1,588.
h 3,566.		2,945.	621.
i 1,894.		1,786.	108.
j 887.		843.	44.
k 10,806.		10,000.	806.
l 3,121.		3,070.	51.
m 3,216.		3,152.	64.
n 617.		603.	14.
o 985.		962.	23.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			300.
b			14,375.
c			24,999.
d			264.
e			5,194.
f			285.
g			1,588.
h			621.
i			108.
j			** 44.
k			** 806.
l			** 51.
m			** 64.
n			** 14.
o			** 23.

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



**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	12/19/12	02/19/13
b	THIRD AVENUE REAL ESTATE	P	12/18/12	02/19/13
c	THIRD AVENUE REAL ESTATE	P	12/18/12	02/19/13
d	ARTISAN INTL VALUE FUND	P	12/19/12	02/19/13
e	ARTISAN INTL VALUE FUND	P	12/19/12	02/19/13
f	ARTISAN INTL VALUE FUND	P	12/19/12	02/19/13
g	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	P	12/27/12	02/19/13
h	TEMPLETON INST FOREIGN SM COS	P	12/27/12	02/19/13
i	CLEARWATER SMALL COMPANIES FUND	P	12/28/12	02/19/13
j	CLEARWATER SMALL COMPANIES FUND	P	12/28/12	02/19/13
k	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	01/17/13	02/19/13
l	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	P	09/07/12	02/19/13
m	WASH SALES	P	VARIOUS	VARIOUS
n	LONG TERM CAPITAL GAIN DISTRIBUTION	P		
o	ROUNDING TO BOOK ADJ	P		

(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 21,839.		21,338.	501.
b 16,950.		16,210.	740.
c 21,035.		20,116.	919.
d 919.		870.	49.
e 103.		98.	5.
f 2,103.		1,991.	112.
g 7,998.		7,655.	343.
h 4,110.		3,828.	282.
i 3,524.		3,150.	374.
j 23,670.		21,154.	2,516.
k 3,115.		3,096.	19.
l 3,060.		3,009.	51.
m 83.			83.
n 150,678.			150,678.
o 1.		1.	0.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 501.
b			** 740.
c			** 919.
d			** 49.
e			** 5.
f			** 112.
g			** 343.
h			** 282.
i			** 374.
j			** 2,516.
k			** 19.
l			** 51.
m			** 83.
n			** 150,678.
o			** 0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**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 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SHORT TERM GAIN/LOSS THRU CPOF I				
b LONG TERM GAIN/LOSS THRU CPOF I		P		
c SEC. 1231 GAIN/LOSS THRU CPOF I		P		
d SEC. 1256 GAIN/LOSS THRU CPOF I		P		
e SHORT TERM GAIN/LOSS THRU CPOF II		P		
f LONG TERM GAIN/LOSS THRU CPOF II		P		
g SEC. 1231 GAIN/LOSS THRU CPOF II		P		
h SEC. 1256 GAIN/LOSS THRU CPOF II		P		
i SHORT TERM GAIN/LOSS THRU CPOF III		P		
j LONG TERM GAIN/LOSS THRU CPOF III		P		
k SEC. 1231 GAIN/LOSS THRU CPOF III		P		
l SEC. 1256 GAIN/LOSS THRU CPOF III		P		
m SHORT TERM GAIN/LOSS THRU CPOF IV		P		
n LONG TERM GAIN/LOSS THRU CPOF IV		P		
o SEC. 1231 GAIN/LOSS THRU CPOF IV		P		

(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 193.			193.
b 41,966.			41,966.
c 294.			294.
d		16.	-16.
e 570.			570.
f 44,079.			44,079.
g 1,547.			1,547.
h		558.	-558.
i 346.			346.
j 5,744.			5,744.
k 48.			48.
l		2.	-2.
m 104.			104.
n 402.			402.
o		9.	-9.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 193.
b			41,966.
c			** 294.
d			** -16.
e			** 570.
f			44,079.
g			** 1,547.
h			** -558.
i			** 346.
j			5,744.
k			** 48.
l			** -2.
m			** 104.
n			402.
o			** -9.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	285,459.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	13,673.

\*\* (SHORT-TERM)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/29/10	06/29/12

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
338.	330.	0.	0.	8.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	02/26/10	06/29/12

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
326.	321.	0.	0.	5.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	03/31/10	06/29/12

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
352.	354.	0.	0.	-2.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	337.	339.	0.	0.	-2.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	44,710.	42,976.	0.	0.	1,734.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	314.	301.	0.	0.	13.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	394.	377.	0.	0.	17.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	391.	391.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BARON ASSET FUND	12,571.	14,016.	0.	0.	-1,445.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BARON ASSET FUND	24,464.	24,504.	0.	0.	-40.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EII GLOBAL PROPERTY FUND	7,985.	10,562.	0.	0.	-2,577.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
OAKMARK SELECT FD	35,973.	40,039.	0.	0.	-4,066.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
OAKMARK SELECT FD	5,302.	5,834.	0.	0.	-532.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
OAKMARK SELECT FD	16,725.	18,403.	0.	0.	-1,678.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	186,035.	193,682.	0.	0.	-7,647.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	999.	1,028.	0.	0.	-29.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,091.	1,116.	0.	0.	-25.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,011.	1,046.	0.	0.	-35.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,089.	1,129.	0.	0.	-40.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,107.	1,137.	0.	0.	-30.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,097.	1,138.	0.	0.	-41.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	1,211.	1,253.	0.	0.	-42.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	754.	764.	0.	0.	-10.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	980.	843.	0.	0.	137.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	846.	695.	0.	0.	151.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	3,602.	2,881.	0.	0.	721.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	2,002.	1,602.	0.	0.	400.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	728.	604.	0.	0.	124.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	628.	498.	0.	0.	130.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	589.	450.	0.	0.	139.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	546.	432.	0.	0.	114.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	526.	442.	0.	0.	84.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	710.	639.	0.	0.	71.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	508.	462.	0.	0.	46.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	497.	468.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	439.	417.	0.	0.	22.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	406.	395.	0.	0.	11.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	440.	427.	0.	0.	13.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	378.	375.	0.	0.	3.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	404.	397.	0.	0.	7.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SELECTED AMERICAN SHARES CL D	59,985.	59,945.	0.	0.	40.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD PRIMECAP CORE FD	47,388.	40,808.	0.	0.	6,580.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,083.	1,034.	0.	0.	49.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	383.	379.	0.	0.	4.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BARON ASSET FUND	965.	933.	0.	0.	32.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	16,754.	15,939.	0.	0.	815.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	84,665.	84,941.	0.	0.	-276.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,249.	1,211.	0.	0.	38.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	491.	509.	0.	0.	-18.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	2,217.	2,210.	0.	0.	7.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	77,311.	75,986.	0.	0.	1,325.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	64,845.	68,747.	0.	0.	-3,902.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,585.	1,552.	0.	0.	33.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	705.	741.	0.	0.	-36.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	842.	854.	0.	0.	-12.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD PRIMECAP CORE FD	3,229.	3,136.	0.	0.	93.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	856.	890.	0.	0.	-34.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	751.	781.	0.	0.	-30.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	20,990.	22,015.	0.	0.	-1,025.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	65,660.	65,406.	0.	0.	254.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	676.	709.	0.	0.	-33.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,371.	2,260.	0.	0.	111.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,290.	2,198.	0.	0.	92.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,319.	2,225.	0.	0.	94.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,212.	2,148.	0.	0.	64.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	4,623.	4,608.	0.	0.	15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,114.	2,052.	0.	0.	62.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	615.	602.	0.	0.	13.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,855.	1,792.	0.	0.	63.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	481.	490.	0.	0.	-9.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,903.	1,814.	0.	0.	89.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	554.	548.	0.	0.	6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD PRIMECAP CORE FD	3,368.	3,229.	0.	0.	139.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,982.	1,902.	0.	0.	80.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	620.	603.	0.	0.	17.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,608.	1,568.	0.	0.	40.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	449.	457.	0.	0.	-8.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	4,157.	4,181.	0.	0.	-24.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,743.	1,733.	0.	0.	10.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	490.	508.	0.	0.	-18.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	4,198.	4,239.	0.	0.	-41.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,869.	1,860.	0.	0.	9.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	532.	549.	0.	0.	-17.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	4,130.	4,163.	0.	0.	-33.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,792.	1,798.	0.	0.	-6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	494.	509.	0.	0.	-15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,943.	1,899.	0.	0.	44.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	501.	486.	0.	0.	15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	489.	486.	0.	0.	3.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EII GLOBAL PROPERTY FUND	13,985.	17,861.	0.	0.	-3,876.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
OAKMARK SELECT FD	6,000.	6,357.	0.	0.	-357.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD PRIMECAP CORE FD	5,985.	4,925.	0.	0.	1,060.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,464.	2,265.	0.	0.	199.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THIRD AVENUE REAL ESTATE	23,985.	20,462.	0.	0.	3,523.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	976.	980.	0.	0.	-4.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	2,078.	2,008.	0.	0.	70.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	1,442.	1,438.	0.	0.	4.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	3,009.	3,034.	0.	0.	-25.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	6,402.	5,298.	0.	0.	1,104.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
DODGE & COX INTL STOCK FUND	1,894.	2,077.	0.	0.	-183.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
DODGE & COX INTL STOCK FUND	4,605.	5,852.	0.	0.	-1,247.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
DODGE & COX INTL STOCK FUND	1,254.	1,593.	0.	0.	-339.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
DODGE & COX INTL STOCK FUND	4,232.	5,378.	0.	0.	-1,146.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EII GLOBAL PROPERTY FUND	19,985.	23,615.	0.	0.	-3,630.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	1,100.	1,347.	0.	0.	-247.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	2,979.	2,679.	0.	0.	300.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SOURCE CAP INC	41,558.	27,183.	0.	0.	14,375.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SOURCE CAP INC	71,433.	46,434.	0.	0.	24,999.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON INST FOREIGN SM COS	25,875.	25,611.	0.	0.	264.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ARTISAN INTL VALUE FUND	23,874.	18,680.	0.	0.	5,194.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	6,908.	6,623.	0.	0.	285.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	26,251.	24,663.	0.	0.	1,588.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	3,566.	2,945.	0.	0.	621.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	1,894.	1,786.	0.	0.	108.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	887.	843.	0.	0.	44.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CLEARWATER SMALL COMPANIES FUND	10,806.	10,000.	0.	0.	806.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	3,121.	3,070.	0.	0.	51.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	3,216.	3,152.	0.	0.	64.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	617.	603.	0.	0.	14.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	985.	962.	0.	0.	23.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	21,839.	21,338.	0.	0.	501.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THIRD AVENUE REAL ESTATE	16,950.	16,210.	0.	0.	740.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THIRD AVENUE REAL ESTATE	21,035.	20,116.	0.	0.	919.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ARTISAN INTL VALUE FUND	919.	870.	0.	0.	49.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ARTISAN INTL VALUE FUND	103.	98.	0.	0.	5.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ARTISAN INTL VALUE FUND	2,103.	1,991.	0.	0.	112.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	7,998.	7,655.	0.	0.	343.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON INST FOREIGN SM COS	4,110.	3,828.	0.	0.	282.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CLEARWATER SMALL COMPANIES FUND	3,524.	3,150.	0.	0.	374.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CLEARWATER SMALL COMPANIES FUND	23,670.	21,154.	0.	0.	2,516.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	3,115.	3,096.	0.	0.	19.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	3,060.	3,009.	0.	0.	51.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WASH SALES	83.	0.	0.	0.	83.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL GAIN DISTRIBUTION	150,678.	29,021.	0.	0.	121,657.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ROUNDING TO BOOK ADJ	1.	0.	0.	0.	1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF I	193.	193.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF I	41,966.	41,966.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF I	294.	294.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF I	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM GAIN/LOSS THRU CPOF II	570.	570.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM GAIN/LOSS THRU CPOF II	44,079.	44,079.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC. 1231 GAIN/LOSS THRU CPOF II	1,547.	1,547.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC. 1256 GAIN/LOSS THRU CPOF II	0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
346.	346.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,744.	5,744.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
48.	48.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM GAIN/LOSS THRU CPOF IV	104.	104.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM GAIN/LOSS THRU CPOF IV	402.	402.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC. 1231 GAIN/LOSS THRU CPOF IV	0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	161,731.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	275,391.	0.	275,391.
ROCK ISLAND COMPANY	6.	0.	6.
SHORT TERM CAPITAL GAIN DISTRIBUTIONS	5,369.	0.	5,369.
TOTAL TO FM 990-PF, PART I, LN 4	280,766.	0.	280,766.



FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CPOF #45-0463589	0.	0.	0.
ORDINARY INCOME/LOSS	0.	228.	0.
RENTAL	0.	-3.	0.
INTEREST	0.	1,455.	0.
DIVIDENDS	0.	6,449.	0.
ROYALTY	0.	1.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	141.	0.
CANCELLATION OF DEBT	0.	21.	0.
OTHER INCOME/LOSS	0.	544.	0.
LESS: UBTI	0.	-573.	0.
CPOF II #20-2825162	0.	0.	0.
ORDINARY INCOME/LOSS	0.	210.	0.
RENTAL	0.	-127.	0.
OTHER RENTAL INCOME/LOSS	0.	87.	0.
INTEREST	0.	3,460.	0.
ORDINARY DIVIDENDS	0.	14,553.	0.
ROYALTIES	0.	24.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	-233.	0.
CANCELLATION OF DEBT	0.	22.	0.
OTHER INCOME/LOSS	0.	879.	0.
LESS: UBTI	0.	-675.	0.
CPOF III #26-2251284	0.	0.	0.
ORDINARY INCOME/LOSS	0.	926.	0.
NET RENTAL	0.	-1.	0.
OTHER RENTAL	0.	30.	0.
INTEREST	0.	2,892.	0.
ORDINARY DIVIDENDS	0.	3,313.	0.
ROYALTIES	0.	173.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	407.	0.
OTHER INCOME/LOSS	0.	959.	0.
LESS: UBTI	0.	-1,146.	0.
CPOF IV #45-2978316	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-95.	0.
INTEREST	0.	153.	0.
DIVIDENDS	0.	469.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	2.	0.
OTHER INCOME/LOSS	0.	683.	0.
LESS: UBTI	0.	42.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	35,270.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
* ACCOUNTING AND TAX SERVICE	40,742.	6,648.	0.	32,594.
** AUDIT FEE	150.	75.	0.	75.
* ALLOCATED 20% TO INVESTMENT INCOME & 80% TO DISBURSEMENTS FOR CHARITABLE PURPOSES	0.	0.	0.	0.
** ALLOCATED 50% TO INVESTMENT INCOME AND 50% TO CHARITABLE PURPOSES	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	40,892.	6,723.	0.	32,669.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 Q2 FEDERAL EXCISE TAX PAYMENT	2,100.	0.	0.	0.
2012 Q3 FEDERAL EXCISE TAX PAYMENT	2,100.	0.	0.	0.
2012 Q4 UBTI PAYMENT	123.	0.	0.	0.
2011 UBTI EXTENSION PAYMENT	200.	0.	0.	0.
2011 NY EXTENSION PAYMENT	250.	0.	0.	0.
FOREIGN TAXES	0.	4,050.	0.	0.
FOREIGN TAX THRU CPOF	0.	108.	0.	0.
FOREIGN TAX THRU CPOF II	0.	41.	0.	0.
FOREIGN TAX THRU CPOF III	0.	66.	0.	0.
FOREIGN TAX THRU CPOF IV	0.	1.	0.	0.
TO FORM 990-PF, PG 1, LN 18	4,773.	4,266.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
*MISC STATE FILING FEES	25.	0.	0.	25.
MEMBERSHIP FEE - MINNESOTA COUNCIL ON FOUNDATIONS	1,450.	0.	0.	1,450.
CPOF #45-0463589	0.	0.	0.	0.
SEC. 179 DEDUCTION	0.	1.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	149.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	8,076.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	58.	0.	0.
OTHER DEDUCTIONS	0.	75.	0.	0.
CPOF II #20-2825162	0.	0.	0.	0.
SEC. 179 DEDUCTION	0.	3.	0.	0.
ROYALTY DEDUCTIONS	0.	14.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	502.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,699.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	69.	0.	0.
OTHER DEDUCTIONS	0.	88.	0.	0.
CPOF III #26-2251284	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	161.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	117.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,694.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	132.	0.	0.
OTHER DEDUCTIONS	0.	277.	0.	0.
CPOF IV #45-2978316	0.	0.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	3.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	4,194.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	47.	0.	0.
OTHER DEDUCTIONS	0.	3.	0.	0.
SPELL CAPITAL MEZZANINTE PARTNERS SBIC #37-1661465	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	181.	0.	0.
*100% ALLOCATED TO DISBURSEMENT FOR CHARITABLE PURPOSES	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,475.	35,543.	0.	1,475.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CASH RESERVES	303,160.	303,160.
OAKMARK SELECT FD	219,696.	263,120.
SELECTED AMERICAN SHARES CL D	238,832.	259,511.
SOURCE CAPITAL INC	254,418.	390,280.
VANGUARD PRIMECAP CORE FD	201,308.	264,806.
BARON ASSET FUND	202,655.	263,430.
CLEARWATER SMALL COMPANIES FUND	552,453.	677,271.
ARTISAN INTL VALUE FUND	152,236.	193,131.
DODGE & COX INTL STOCK FUND	290,447.	285,389.
AMERICAN EUROPACIFIC GR CL FD CLASS F2	220,328.	384,028.
TEMPLETON INST FOREIGN SM COS	258,088.	392,224.
EATON VANCE PARAMETRIC T-M EMERGING MKTS	216,877.	239,039.
TOUCHSTONE EMERGING MARKETS FUND CL I	205,429.	240,068.
ROCK ISLAND COMPANY	500.	811.
EII GLOBAL PROPERTY FUND	478,756.	484,260.
THIRD AVENUE REAL ESTATE	314,796.	477,247.
HUSSMAN STRATEGIC GROWTH	249,536.	198,315.
PIMCO ALL ASSET INST CLASS	540,098.	550,853.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,899,613.	5,866,943.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE TOTAL RETURN BOND FD CL I	384,005.	389,625.
LOOMIS SAYLES BOND INSTL	804,456.	989,504.
PIMCO EMERGING MARKETS BOND FD	362,342.	412,084.
PIMCO EMERGING MARKETS CURRENCY FD	0.	0.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	715,290.	763,232.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,266,093.	2,554,445.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLEARWATER PRIVATE OPP FD	COST	275,861.	299,270.
CLEARWATER PRIVATE OPP FD II	COST	379,477.	484,840.
CLEARWATER PRIVATE OPP FD III	COST	248,475.	252,767.
CLEARWATER PRIVATE OPP FD IV	COST	38,000.	38,349.
SPELL MEZZANINE PARTNERS SBIC LP	COST	60,000.	60,000.
ROUNDING ADJ	COST	-1.	-1.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,001,812.	1,135,225.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
LUCY ROSENBERY JONES 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	PRESIDENT/DIRECTOR 1.00	0.	0. 0.
ROBERT J. SIVERTSEN 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	VICE PRES/DIRECTOR 1.00	0.	0. 0.
JOSEPH S. MICALLEF 332 MINNESOTA STREET, STE 3090 ST. PAUL, MN 55101	SECR/TREAS/DIRECTOR 1.00	0.	0. 0.
CHARLES W. ROSENBERY, II 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIR/AST SECR/AST TRS 1.00	0.	0. 0.
ELISE R. DONOHUE 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR 1.00	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0. 0.

GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

GRANTEE'S ADDRESS30 EAST SEVENTH STREET, SUITE 2000  
ST PAUL, MN 55101

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	
1,000.	02/22/12	1,000.	05/15/13

PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANTMAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

DATES OF REPORTS BY GRANTEE

ANNUAL REPORT AVAILABLE AFTER MAY 15, 2013

ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

GRANTEE'S ADDRESS30 EAST SEVENTH STREET, SUITE 2000  
ST PAUL, MN 55101

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
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1,000.	02/14/13	
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PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANTMAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

DATES OF REPORTS BY GRANTEE

ANNUAL REPORT WILL BE AVAILABLE AFTER MAY 15, 2014

ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

**THE CHARLES A. WEYERHAEUSER MEMORIAL FOUNDATION**

30 E. Seventh Street, Suite 2000  
St. Paul, MN 55101-4930

41-6012063

2012 ANNUAL RETURN

Form 990-PF, Part XV, Line-2, Supplementary Information

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**Grant Criteria and other information**

Written requests for grants should be addressed to Lucy Rosenberry Jones, President, The Charles A. Weyerhaeuser Memorial Foundation, 30 E. Seventh Street, Suite 2000, St. Paul, MN 55101-4930. Telephone: (612) 228-0935.

Applications need not be submitted in any particular form. Proposals are considered throughout the year, and a letter advising of the decision of the Directors will be sent to the applicant as promptly as possible.



# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

*Do not complete Part II unless* you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension--check this box and complete

Part I only ☐

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Type or print  File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number (EIN) or  <b>41-6012063</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>30 E. SEVENTH ST, SUITE 2000</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code: For a foreign address, see instructions. <b>ST PAUL, MN 55101-4930</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

### FIDUCIARY COUNSELLING, INC.

- The books are in the care of ► **30 E. SEVENTH ST, STE 2000 - ST. PAUL, MN 55101-4930**  
Telephone No. ► **651-228-0935** FAX No. ► **651-228-0776**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **OCTOBER 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year \_\_\_\_\_ or  
► ☒ tax year beginning **MAR 1, 2012**, and ending **FEB 28, 2013**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	15,550
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	5,300.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	10,250.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number (EIN) or <b>41-6012063</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>30 E. SEVENTH ST, SUITE 2000</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>ST PAUL, MN 55101-4930</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**FIDUCIARY COUNSELLING, INC.**

• The books are in the care of **30 E. SEVENTH ST, STE 2000 - ST. PAUL, MN 55101-4930**  
Telephone No. **651-228-0935** FAX No. **651-228-0776**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **JANUARY 15, 2014**  
5 For calendar year **MAR 1, 2012**, or other tax year beginning **MAR 1, 2012**, and ending **FEB 28, 2013**  
6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

7 State in detail why you need the extension  
**THE TAXPAYER IS A PARTNER IN NUMEROUS PARTNERSHIPS AND DUE TO THE COMPLEXITIES INVOLVED REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	15,250.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	15,250.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Heathell** Title **CRA** Date **10-14-13**

Form 8868 (Rev. 1-2013)