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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 08-01-2012 , and ending 07-31-2013

Name of foundation
ZIMMEL FAMILY FOUNDATION

A Employer identification number
13-3596015

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O KOLBRENNER ALEX - 15 VALLEY DRIVE

B Telephone number (see instructions)
(203) 869-3199

City or town, state, and ZIP code
GREENWICH, CT 06831

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,154,313

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*		**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	**1** Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	88	88		
	4 Dividends and interest from securities	76,706	76,706		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	523,656			
	b Gross sales price for all assets on line 6a 2,996,091				
	7 Capital gain net income (from Part IV, line 2)		523,656		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	600,450	600,450		
Operating and Administrative Expenses	**13** Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	9,500	9,500		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,109	1,109		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,861	16,861		0
	24 **Total operating and administrative expenses.** Add lines 13 through 23	27,470	27,470		0
	25 Contributions, gifts, grants paid	51,000			51,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	78,470	27,470		51,000
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	521,980			
	b **Net investment income** (if negative, enter -0-)		572,980		
	c **Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	105,893	896,713	896,713
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,652,713	2,324,729	2,257,600
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,758,606	3,221,442	3,154,313
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 (attach schedule)			
	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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,758,606	3,221,442	
	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** (see page 17 of the instructions)	2,758,606	3,221,442	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,758,606	3,221,442	

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	2,758,606
2	Enter amount from Part I, line 27a	2	521,980
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,280,586
5	Decreases not included in line 2 (itemize) ▶	5	59,144
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,221,442

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

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	523,656
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) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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 page 18 of 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	200,000	2,843,457	0 070337
2010	256,425	5,466,732	0 046906
2009	897,540	6,249,264	0 143623
2008	572,720	6,240,621	0 091773
2007	1,058,760	8,441,324	0 125426

2	**Total** of line 1, column (d).	2	0 478065
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 095613
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,011,362
5	Multiply line 4 by line 3.	5	287,925
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,730
7	Add lines 5 and 6.	7	293,655
8	Enter qualifying distributions from Part XII, line 4.	8	51,000

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	11,460
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	11,460
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	11,460
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	21
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	9,481
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NJ			
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*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶KOLBRENNER ALEXANDER LLC Telephone no ▶(203) 869-3199

Located at ▶15 VALLEY DRIVE GREENWICH CT ZIP +4 ▶06831

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JOSEPH R ZIMMEL 159 PARSONAGE ROAD GREENWICH, CT 06830	TRUSTEE 0 00	0	0	0
JOSEPH R ZIMMEL 159 PARSONAGE ROAD GREENWICH, CT 06830	CFO/PRESIDENT 0 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶ 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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES ITS PRIMARY PURPOSE IS TO SUPPORT BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL	0
2 REVENUE CODE SECTION 501(C)(3)	0
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶ 0

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	2,772,457
b	Average of monthly cash balances	1b	284,763
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,057,220
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	3,057,220
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,858
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,011,362
6	**Minimum investment return.** Enter 5% of line 5	6	150,568

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	150,568
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,460		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,460
3	Distributable amount before adjustments Subtract line 2c from line 1			3	139,108
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	139,108
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	139,108

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	51,000
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	51,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	51,000

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				139,108
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . 644,566				
b From 2008. . . . 262,891				
c From 2009. . . . 589,115				
d From 2010. . . .				
e From 2011. . . . 58,777				
f **Total** of lines 3a through e.	1,555,349			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 51,000				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				51,000
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).)*	88,108			88,108
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,467,241			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	556,458			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	910,783			
10 Analysis of line 9				
a Excess from 2008. . . 262,891				
b Excess from 2009. . . 589,115				
c Excess from 2010. . .				
d Excess from 2011. . . 58,777				
e Excess from 2012. . .				

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2a 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					

Part XV Supplementary Information (Complete this part only if the organization 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))

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% greater interest

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
STANWICH CONGREGATIONAL CHURCH 202 TACONIC ROAD GREENWICH, CT 06831	NONE	PUBLIC CHARITY	SEE ATTACHED FOOTNOTE	1,000
ROGERS MEMORIAL HOSPITAL FOUNDATION 34700 VALLEY ROAD OCONOMOWOC, WI 53066	NONE	PUBLIC CHARITY	SEE ATTACHED FOOTNOTE	50,000
Total . . . . ▶ **3a**				51,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	88	
4 Dividends and interest from securities. . . .			14	76,706	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					523,656
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		76,794	523,656

13 **Total.** Add line 12, columns (b), (d), and (e). 13 600,450

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
8	GAINS FROM THE SALE OF SECURITIES

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following 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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-01-29 | ******
Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
MAX KOLBRENNER	MAX KOLBRENNER			P01206344
Firm's name	KOLBRENNER & ALEXANDER LLC		Firm's EIN 06-0991495	
Firm's address	15 VALLEY DRIVE GREENWICH, CT 068315205		Phone no (203) 869-3199	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LOWES COMPANIES INC CMN	P	2009-09-11	2012-08-07
LOWES COMPANIES INC CMN	P	2009-09-25	2012-08-07
LOWES COMPANIES INC CMN	P	2010-06-21	2012-08-08
LOWES COMPANIES INC CMN	P	2009-09-25	2012-08-08
LOWES COMPANIES INC CMN	P	2010-06-21	2012-08-15
LOWES COMPANIES INC CMN	P	2010-10-06	2012-08-15
LOWES COMPANIES INC CMN	P	2010-08-02	2012-08-15
LOWES COMPANIES INC CMN	P	2011-03-03	2012-08-15
EQUINIX INC CMN	P	2009-09-11	2012-09-13
FACEBOOK, INC CMN CLASS A	P	2012-05-23	2012-09-17
URBAN OUTFITTERS INC CMN	P	2011-09-06	2012-10-01
AMERICAN TOWER CORPORATION CMN	P	2009-09-11	2012-11-08
HALLIBURTON COMPANY CMN	P	2009-12-21	2012-11-08
DEVON ENERGY CORPORATION (NEW) CMN	P	2011-03-21	2012-11-14
DEVON ENERGY CORPORATION (NEW) CMN	P	2011-07-11	2012-11-14
DEVON ENERGY CORPORATION (NEW) CMN	P	2011-07-18	2012-11-14
ST JUDE MEDICAL INC CMN	P	2011-02-16	2012-11-19
ST JUDE MEDICAL INC CMN	P	2012-02-09	2012-11-19
ST JUDE MEDICAL INC CMN	P	2009-10-22	2012-11-19
ST JUDE MEDICAL INC CMN	P	2010-06-29	2012-11-19
ST JUDE MEDICAL INC CMN	P	2010-12-02	2012-11-19
URBAN OUTFITTERS INC CMN	P	2011-09-07	2012-12-11
CME GROUP INC CMN CLASS A	P	2009-09-11	2012-12-11
URBAN OUTFITTERS INC CMN	P	2011-09-06	2012-12-11
AMERICAN TOWER CORPORATION CMN	P	2009-09-11	2012-12-13
ORACLE CORPORATION CMN	P	2009-09-11	2012-12-13
ORACLE CORPORATION CMN	P	2007-10-25	2012-12-13
MARRIOTT INTERNATIONAL, INC CMN CLASS A	P	2011-08-05	2012-12-21
ABBVIE INC CMN	P	2012-03-30	2013-01-07
URBAN OUTFITTERS INC CMN	P	2011-10-31	2013-01-11

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URBAN OUTFITTERS INC CMN	P	2011-09-07	2013-01-11
MASTERCARD INCORPORATED CMN CLASS A	P	2010-05-13	2013-01-14
URBAN OUTFITTERS INC CMN	P	2011-10-31	2013-02-08
URBAN OUTFITTERS INC CMN	P	2011-11-21	2013-02-08
URBAN OUTFITTERS INC CMN	P	2012-01-11	2013-02-08
CME GROUP INC CMN CLASS A	P	2009-09-11	2013-02-13
CME GROUP INC CMN CLASS A	P	2009-10-14	2013-02-13
CME GROUP INC CMN CLASS A	P	2010-08-30	2013-02-13
CME GROUP INC CMN CLASS A	P	2010-11-04	2013-02-13
CME GROUP INC CMN CLASS A	P	2011-10-28	2013-02-13
AVON PRODUCTS INC CMN	P	2011-07-18	2013-02-21
AVON PRODUCTS INC CMN	P	2010-11-02	2013-02-21
AVON PRODUCTS INC CMN	P	2011-07-18	2013-02-22
XILINX INCORPORATED CMN	P	2010-10-13	2013-02-27
EQUINIX INC CMN	P	2009-09-11	2013-02-28
GOOGLE, INC CMN CLASS A	P	2011-01-26	2013-02-28
CBRE GROUP INC CMN	P	2009-11-11	2013-03-08
CBRE GROUP INC CMN	P	2009-09-11	2013-03-08
CHIPOTLE MEXICAN GRILL, INC CMN	P	2012-08-03	2013-04-15
ABBVIE INC CMN	P	2012-06-15	2013-04-17
ABBVIE INC CMN	P	2012-03-30	2013-04-17
ABBVIE INC CMN	P	2012-06-19	2013-04-17
GOOGLE, INC CMN CLASS A	P	2011-01-26	2013-04-18
ACTIVISION BLIZZARD INC CMN	P	2012-11-20	2013-04-18
VERTEX PHARMACEUTICALS INC CMN	P	2012-12-11	2013-04-18
LAS VEGAS SANDS CORP CMN	P	2012-08-03	2013-04-19
VERTEX PHARMACEUTICALS INC CMN	P	2012-12-11	2013-04-19
TEVA PHARMACEUTICAL IND LTD ADS	P	2007-11-01	2013-04-22
LAS VEGAS SANDS CORP CMN	P	2012-08-06	2013-04-22
LAS VEGAS SANDS CORP CMN	P	2012-08-03	2013-04-22

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LAS VEGAS SANDS CORP CMN	P	2012-08-14	2013-04-22
TEVA PHARMACEUTICAL IND LTD ADS	P	2011-08-09	2013-04-23
TEVA PHARMACEUTICAL IND LTD ADS	P	2007-11-01	2013-04-23
TEVA PHARMACEUTICAL IND LTD ADS	P	2010-12-10	2013-04-23
ACTIVISION BLIZZARD INC CMN	P	2012-11-20	2013-04-26
METLIFE, INC CMN	P	2012-02-24	2012-08-02
METLIFE, INC CMN	P	2012-02-28	2012-08-02
METLIFE, INC CMN	P	2012-02-27	2012-08-02
COMCAST CORPORATION CMN CLASS A VOTING	P	2012-06-04	2012-08-03
ADOBE SYSTEMS INC CMN	P	2010-10-29	2012-08-07
COMCAST CORPORATION CMN CLASS A VOTING	P	2012-06-04	2012-08-07
ADOBE SYSTEMS INC CMN	P	2010-11-01	2012-08-07
WILLIAMS-SONOMA, INC CMN	P	2012-01-20	2012-09-04
WILLIAMS-SONOMA, INC CMN	P	2012-01-20	2012-09-05
LOWES COMPANIES INC CMN	P	2011-12-21	2012-09-06
WALT DISNEY COMPANY (THE) CMN	P	2011-08-16	2012-09-10
SIMON PROPERTY GROUP INC CMN	P	2011-09-23	2012-09-11
WALT DISNEY COMPANY (THE) CMN	P	2011-08-16	2012-09-11
WALT DISNEY COMPANY (THE) CMN	P	2011-10-12	2012-09-11
P G & E CORPORATION CMN	P	2010-08-19	2012-09-14
P G & E CORPORATION CMN	P	2010-10-12	2012-09-14
WILLIAMS-SONOMA, INC CMN	P	2012-01-20	2012-09-14
WILLIAMS-SONOMA, INC CMN	P	2012-02-27	2012-09-14
ALTERA CORP CMN	P	2011-10-25	2012-09-20
WALGREEN CO CMN	P	2012-07-23	2012-09-24
AMERIPRISE FINANCIAL, INC CMN	P	2011-03-24	2012-09-26
TEXTRON INC DEL CMN	P	2012-01-23	2012-09-26
TEXTRON INC DEL CMN	P	2012-01-20	2012-09-26
LOWES COMPANIES INC CMN	P	2011-12-21	2012-09-28
APPLE, INC CMN	P	2012-05-30	2012-09-28

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SUNTRUST BANKS INC $1 00 PAR CMN	P	2011-05-17	2012-10-02
SUNTRUST BANKS INC $1 00 PAR CMN	P	2010-12-22	2012-10-02
SUNTRUST BANKS INC $1 00 PAR CMN	P	2010-12-20	2012-10-02
SUNTRUST BANKS INC $1 00 PAR CMN	P	2010-12-21	2012-10-02
SUNTRUST BANKS INC $1 00 PAR CMN	P	2010-12-23	2012-10-02
WELLPOINT, INC CMN	P	2012-06-12	2012-10-02
CHEVRON CORPORATION CMN	P	2011-09-29	2012-10-03
CHEVRON CORPORATION CMN	P	2011-09-23	2012-10-03
CHEVRON CORPORATION CMN	P	2011-09-28	2012-10-03
CELGENE CORPORATION CMN	P	2012-04-26	2012-10-05
CELGENE CORPORATION CMN	P	2011-05-17	2012-10-05
SPRINT CORPORATION CMN	P	2011-03-03	2012-10-11
SPRINT CORPORATION CMN	P	2009-07-28	2012-10-11
MYLAN INC CMN	P	2011-12-14	2012-10-12
AT&T INC CMN	P	2012-04-23	2012-10-12
AT&T INC CMN	P	2012-03-05	2012-10-12
SPRINT CORPORATION CMN	P	2011-03-03	2012-10-15
TIME WARNER INC CMN	P	2012-06-19	2012-10-22
SPRINT CORPORATION CMN	P	2011-03-03	2012-10-25
JPMORGAN CHASE & CO CMN	P	2006-05-18	2012-10-25
BANK OF AMERICA CORP CMN	P	2012-01-23	2012-10-25
P G & E CORPORATION CMN	P	2010-12-03	2012-11-01
P G & E CORPORATION CMN	P	2010-10-12	2012-11-01
ORACLE CORPORATION CMN	P	2012-09-28	2012-11-08
QUALCOMM INC CMN	P	2012-07-19	2012-11-08
QUALCOMM INC CMN	P	2012-06-16	2012-11-08
TRANSOCEAN LTD CMN	P	2011-12-01	2012-11-09
TRANSOCEAN LTD CMN	P	2012-01-10	2012-11-09
OCCIDENTAL PETROLEUM CORP CMN	P	2011-12-12	2012-11-14
OCCIDENTAL PETROLEUM CORP CMN	P	2011-04-01	2012-11-14

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OCCIDENTAL PETROLEUM CORP CMN	P	2010-05-27	2012-11-14
PNC FINANCIAL SERVICES GROUP CMN	P	2012-07-31	2012-11-15
JOHNSON & JOHNSON CMN	P	2012-01-30	2012-11-19
LOWES COMPANIES INC CMN	P	2012-01-11	2012-11-21
LOWES COMPANIES INC CMN	P	2011-12-21	2012-11-21
MYLAN INC CMN	P	2011-12-14	2012-11-27
MYLAN INC CMN	P	2012-02-28	2012-11-27
MICROSOFT CORPORATION CMN	P	2012-04-05	2012-11-28
MICROSOFT CORPORATION CMN	P	2011-04-27	2012-11-28
MARTIN MARIETTA MATERIALS,INC CMN	P	2012-09-13	2012-11-29
U S BANCORP CMN	P	2010-06-18	2012-12-06
U S BANCORP CMN	P	2010-05-24	2012-12-06
FREEPORT-MCMORAN COPPER & GOLD CMN	P	2012-07-19	2012-12-06
CHEVRON CORPORATION CMN	P	2011-09-29	2012-12-06
THE TRAVELERS COMPANIES, INC CMN	P	2006-05-18	2012-12-10
JOHNSON & JOHNSON CMN	P	2012-03-05	2012-12-18
JOHNSON & JOHNSON CMN	P	2012-01-30	2012-12-18
U S BANCORP CMN	P	2010-06-21	2012-12-19
JPMORGAN CHASE & CO CMN	P	2006-05-18	2012-12-19
U S BANCORP CMN	P	2010-06-18	2012-12-19
EASTMAN CHEM CO CMN	P	2012-06-07	2012-12-26
VARIAN MEDICAL SYSTEMS INC CMN	P	2012-06-06	2013-01-02
VARIAN MEDICAL SYSTEMS INC CMN	P	2012-05-02	2013-01-02
JOHNSON & JOHNSON CMN	P	2012-03-05	2013-01-03
CHEVRON CORPORATION CMN	P	2012-06-19	2013-01-04
VARIAN MEDICAL SYSTEMS INC CMN	P	2012-06-06	2013-01-07
NORTHEAST UTILITIES CMN	P	2012-05-08	2013-01-10
PFIZER INC CMN	P	2011-10-07	2013-01-14
TRANSOCEAN LTD CMN	P	2012-06-21	2013-01-14
TRANSOCEAN LTD CMN	P	2012-01-10	2013-01-14

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(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)
J M SMUCKER CO CMN	P	2012-03-28	2013-01-15
PPL CORPORATION CMN	P	2011-04-12	2013-01-16
TRANSOCEAN LTD CMN	P	2012-06-21	2013-01-16
TRANSOCEAN LTD CMN	P	2012-06-21	2013-01-17
XCEL ENERGY INC CMN	P	2012-01-03	2013-01-17
MYLAN INC CMN	P	2012-02-28	2013-01-18
MYLAN INC CMN	P	2012-06-05	2013-01-18
HALLIBURTON COMPANY CMN	P	2011-12-01	2013-01-25
HALLIBURTON COMPANY CMN	P	2011-12-14	2013-01-25
CISCO SYSTEMS, INC CMN	P	2012-07-31	2013-01-29
AMERICAN ELECTRIC POWER INC CMN	P	2012-02-23	2013-01-29
AMERICAN ELECTRIC POWER INC CMN	P	2010-06-16	2013-01-29
AMERIPRISE FINANCIAL, INC CMN	P	2011-08-16	2013-02-01
AMERIPRISE FINANCIAL, INC CMN	P	2011-03-24	2013-02-01
CELGENE CORPORATION CMN	P	2012-04-26	2013-02-01
CELGENE CORPORATION CMN	P	2012-06-04	2013-02-01
AMERICAN ELECTRIC POWER INC CMN	P	2012-02-23	2013-02-05
AMERICAN ELECTRIC POWER INC CMN	P	2012-06-05	2013-02-05
CISCO SYSTEMS, INC CMN	P	2012-07-31	2013-02-07
CISCO SYSTEMS, INC CMN	P	2012-10-12	2013-02-07
MASCO CORPORATION CMN	P	2012-02-24	2013-02-12
DIRECTV CMN	P	2012-06-22	2013-02-13
PROCTER & GAMBLE COMPANY (THE) CMN	P	2012-01-17	2013-02-15
EVEREST RE GROUP LTD CMN	P	2009-04-06	2013-02-15
PROCTER & GAMBLE COMPANY (THE) CMN	P	2012-01-17	2013-02-15
URBAN OUTFITTERS INC CMN	P	2012-07-17	2013-02-19
NORTHEAST UTILITIES CMN	P	2012-05-08	2013-02-21
XCEL ENERGY INC CMN	P	2012-01-03	2013-02-21
NORTHEAST UTILITIES CMN	P	2012-09-14	2013-02-21
XCEL ENERGY INC CMN	P	2012-06-05	2013-02-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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P G & E CORPORATION CMN	P	2013-01-14	2013-02-21
XCEL ENERGY INC CMN	P	2012-04-11	2013-02-21
LAM RESEARCH CORP CMN	P	2012-03-08	2013-02-22
LAM RESEARCH CORP CMN	P	2012-03-07	2013-02-22
OCCIDENTAL PETROLEUM CORP CMN	P	2012-01-03	2013-02-25
OCCIDENTAL PETROLEUM CORP CMN	P	2011-12-12	2013-02-25
J M SMUCKER CO CMN	P	2012-03-28	2013-02-25
J M SMUCKER CO CMN	P	2012-04-09	2013-02-25
OCCIDENTAL PETROLEUM CORP CMN	P	2011-04-23	2013-02-25
U S BANCORP CMN	P	2010-06-21	2013-03-04
TRANSOCEAN LTD CMN	P	2012-10-04	2013-03-05
TRANSOCEAN LTD CMN	P	2012-06-21	2013-03-05
TRANSOCEAN LTD CMN	P	2012-08-07	2013-03-05
DISH NETWORK CORPORATION CMN CLASS A	P	2012-11-19	2013-03-12
MORGAN STANLEY CMN	P	2011-12-16	2013-03-14
MORGAN STANLEY CMN	P	2011-11-01	2013-03-14
U S BANCORP CMN	P	2010-06-21	2013-03-14
U S BANCORP CMN	P	2010-12-13	2013-03-14
TRANSOCEAN LTD CMN	P	2012-10-04	2013-03-14
JPMORGAN CHASE & CO CMN	P	2006-07-20	2013-03-21
JPMORGAN CHASE & CO CMN	P	2006-05-18	2013-03-21
WALGREEN CO CMN	P	2012-07-23	2013-03-26
MORGAN STANLEY CMN	P	2011-12-16	2013-03-28
CHIPOTLE MEXICAN GRILL, INC CMN	P	2012-12-26	2013-04-11
GENERAL MOTORS COMPANY CMN	P	2012-09-10	2013-04-11
GENERAL MOTORS COMPANY CMN	P	2012-10-03	2013-04-11
CHIPOTLE MEXICAN GRILL, INC CMN	P	2012-08-20	2013-04-11
DUKE ENERGY CORPORATION CMN	P	2013-02-21	2013-04-12
DUKE ENERGY CORPORATION CMN	P	2012-11-19	2013-04-12
DUKE ENERGY CORPORATION CMN	P	2012-06-04	2013-04-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CF INDUSTRIES HOLDINGS, INC CMN	P	2013-01-15	2013-04-18
AT&T INC CMN	P	2012-04-23	2013-04-18
NORFOLK SOUTHERN CORPORATION CMN	P	2013-01-22	2013-04-18
AT&T INC CMN	P	2012-04-23	2013-04-18
VERTEX PHARMACEUTICALS INC CMN	P	2012-01-11	2013-04-19
CHIPOTLE MEXICAN GRILL, INC CMN	P	2012-12-26	2013-04-19
VERTEX PHARMACEUTICALS INC CMN	P	2012-05-31	2013-04-19
VERTEX PHARMACEUTICALS INC CMN	P	2012-03-01	2013-04-19
VERTEX PHARMACEUTICALS INC CMN	P	2012-11-20	2013-04-24
BED BATH & BEYOND INC CMN	P	2012-09-28	2013-04-24
AT&T INC CMN	P	2012-04-23	2013-04-24
VERTEX PHARMACEUTICALS INC CMN	P	2012-11-19	2013-04-24
VERTEX PHARMACEUTICALS INC CMN	P	2012-05-31	2013-04-24
MERCK & CO , INC CMN	P	2010-06-28	2013-04-25
PFIZER INC CMN	P	2011-10-07	2013-04-25
KIMBERLY-CLARK CORP	P	2013-06-26	2013-07-01
BOEING CO	P	2013-05-30	2013-06-04
GENERAL ELECTRIC CO	P	2013-05-30	2013-06-04
AT&T INC	P	2013-05-30	2013-06-04
MERCK AND CO INC	P	2013-05-30	2013-06-04
PHILIP MORRIS INTERNATIONAL	P	2013-05-30	2013-06-04
THE TRAVELERS COMPANIES INC	P	2013-05-30	2013-06-04
JP MORGAN CHASE & CO	P	2013-05-30	2013-06-04
DTE ENERGY CO	P	2013-05-29	2013-06-03
COMERICA INC	P	2013-05-29	2013-06-03
BED BATH & BEYOND INC	P	2013-05-29	2013-06-03
C R BARD INC	P	2013-05-29	2013-06-03
PFIZER INC	P	2013-05-29	2013-06-03
GENERAL DYNAMICS CORP	P	2013-05-29	2013-06-03
ALTERA CORP	P	2013-05-29	2013-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LAM RESEARCH CORP	P	2013-05-29	2013-06-03
ADOBE SYSTEMS INC	P	2013-05-29	2013-06-03
MASCO CORP	P	2013-05-29	2013-06-03
HALLIBURTON CO	P	2013-05-29	2013-06-03
HARTFORD FINANCIAL SERVICES GROUP INC	P	2013-05-29	2013-06-03
LOWES COMPANIES INC	P	2013-05-29	2013-06-03
MGM RESORTS INTERNATIONAL	P	2013-05-29	2013-06-03
CAPITAL ONE FINANCIAL CORP	P	2013-05-29	2013-06-03
P G & E CORPORATION	P	2013-05-29	2013-06-03
ORACLE CORP	P	2013-05-29	2013-06-03
OCCIDENTAL PETROLEUM CORP	P	2013-05-29	2013-06-03
EASTMAN CHEMICAL CO	P	2013-05-29	2013-06-03
E M C CORP MASS	P	2013-05-29	2013-06-03
TOLL BROTHERS INC	P	2013-05-29	2013-06-03
TEXTRON INC	P	2013-05-29	2013-06-03
BANK OF AMERICA CORP	P	2013-05-29	2013-06-03
SOUTHWESTERN ENERGY CO	P	2013-05-29	2013-06-03
SPRINT NEXTEL CORP	P	2013-05-29	2013-06-03
DEVON ENERGY CORP	P	2013-05-29	2013-06-03
UNITEDHEALTH GROUP INC	P	2013-05-29	2013-06-03
EVEREST RE GROUP LTD	P	2013-05-29	2013-06-03
PPL CORP	P	2013-05-29	2013-06-03
AVALONBAY COMMUNITIES INC	P	2013-05-29	2013-06-03
WASTE MANAGEMENT INC	P	2013-05-29	2013-06-03
SIMON PROPERTY GROUP INC	P	2013-05-29	2013-06-03
SUNTRUST BANKS INC	P	2013-05-29	2013-06-03
VERTEX PHARMACEUTICALS INC	P	2013-05-29	2013-06-03
WALGREEN CO	P	2013-05-29	2013-06-03
WALMART STORES INC	P	2013-05-29	2013-06-03
GOOGLE INC	P	2013-05-29	2013-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
VIACOM INC	P	2013-05-29	2013-06-03
CBS CORP	P	2013-05-29	2013-06-03
SLM CORP	P	2013-05-29	2013-06-03
AETNA INC	P	2013-05-29	2013-06-03
EXELON CORP	P	2013-05-29	2013-06-03
ANHEUSER BUSCH INBEV SA/NV	P	2013-05-29	2013-06-03
COVIDIEN PLC NEW	P	2013-05-29	2013-06-03
LYONDELLBASELL INDUSTRIES AF SCA	P	2013-05-29	2013-06-03
CITIGROUP INC	P	2013-05-29	2013-06-03
AMERICAN TOWER CORPORATION	P	2013-05-29	2013-06-03
PRUDENTIAL FINANCIAL INC	P	2013-05-29	2013-06-03
EXXON MOBIL CORP	P	2013-05-29	2013-06-03
JUNIPER NETWORKS INC	P	2013-05-29	2013-06-03
BP PLC	P	2013-05-29	2013-06-03
L BRANDS, INC	P	2013-05-29	2013-06-03
AMERICAN INTERNATIONAL GROUP INC	P	2013-05-29	2013-06-03
LIBERTY GLOBAL INC	P	2013-05-29	2013-06-03
INTERCONTINENTAL EXCHANGE INC	P	2013-05-29	2013-06-03
CF INDUSTRIES HOLDINGS INC	P	2013-05-29	2013-06-03
MONDELEZ INTERNATIONAL-W/I	P	2013-05-29	2013-06-03
DIRECTV	P	2013-05-29	2013-06-03
JPM INTL CURRENCY INCOME FD	P	2013-07-22	2013-07-23
ISHARES CORE TOT US BND MKT ETF	P		2013-05-31
AMERICAN EXPRESS CO	P	2013-05-29	2013-06-03
AMAZON COM INC	P	2013-05-29	2013-06-03
ABBOTT LABORATORIES	P	2013-05-29	2013-06-03
APPLE INC	P	2013-05-29	2013-06-03
HALLIBURTON CO	P	2013-05-29	2013-06-03
PRAXAIR INC	P	2013-05-29	2013-06-03
PEPSICO INC	P	2013-05-29	2013-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
NIKE INC B	P	2013-05-29	2013-06-03
PROCTER & GAMBLE CO	P	2013-05-29	2013-06-03
NORTHERN TRUST CORP	P	2013-05-29	2013-06-03
ORACLE CORP	P	2013-05-29	2013-06-03
QUALCOMM INC	P	2013-05-29	2013-06-03
COSTCO WHOLESALE CORP	P	2013-05-29	2013-06-03
HONEYWELL INTERNATIONAL INC	P	2013-05-29	2013-06-03
VERTEX PHARMACEUTICALS INC	P	2013-05-29	2013-06-03
FEDEX CORP	P	2013-05-29	2013-06-03
SCHLUMBERGER LTD	P	2013-05-29	2013-06-03
XILINX CORP	P	2013-05-29	2013-06-03
MARRIOTT INTERNATIONAL INC	P	2013-05-29	2013-06-03
CROWN CASTLE INTERNATIONAL CORP	P	2013-05-29	2013-06-03
EQUINIX INC	P	2013-05-29	2013-06-03
SANOFI	P	2013-05-29	2013-06-03
GOOGLE INC	P	2013-05-29	2013-06-03
ACTIVISION BLIZZARD INC	P	2013-05-29	2013-06-03
RACKSPACE HOSTING INC	P	2013-05-29	2013-06-03
NETAPP INC	P	2013-05-29	2013-06-03
AMERICAN TOWER CORPORATION	P	2013-05-29	2013-06-03
PVH CORPORATION	P	2013-05-29	2013-06-03
CBRE GROUP INC	P	2013-05-29	2013-06-03
MASTERCARD INC	P	2013-05-29	2013-06-03
CHIPOTLE MEXICAN GRILL	P	2013-05-29	2013-06-03
INTERCONTINENTAL EXCHANGE INC	P	2013-05-29	2013-06-03
SALESFORCE COM INC	P	2013-05-29	2013-06-03
PRICELINE COM INC	P	2013-05-29	2013-06-03
DOLLAR GENERAL CORP	P	2013-05-29	2013-06-03
CENTURYLINK INC	P	2013-05-15	2013-05-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
208		171	37
4,261		3,446	815
2,935		2,552	383
1,377		1,114	263
188		158	30
3,322		2,802	520
3,054		2,385	669
1,634		1,597	37
3,412		1,512	1,900
4,247		6,261	-2,014
5,518		3,742	1,776
1,051		491	560
1,535		1,517	18
913		1,577	-664
2,955		4,346	-1,391
1,773		2,627	-854
3,179		4,204	-1,025
3,179		3,824	-645
822		792	30
893		918	-25
1,072		1,205	-133
2,721		1,763	958
4,517		4,660	-143
2,527		1,654	873
1,833		842	991
1,332		961	371
2,030		1,351	679
2,748		2,070	678
3,399		3,121	278
1,839		1,186	653

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,267		1,335	932
3,665		1,663	2,002
43		28	15
2,687		1,614	1,073
4,392		2,487	1,905
1,706		1,645	61
2,843		3,097	-254
4,549		4,065	484
3,980		4,118	-138
1,422		1,382	40
1,413		1,910	-497
3,400		4,813	-1,413
1,145		1,550	-405
2,720		1,966	754
1,485		623	862
3,210		2,475	735
2,573		1,141	1,432
1,127		538	589
3,382		2,980	402
2,208		1,729	479
5,123		3,917	1,206
1,291		1,015	276
3,068		2,475	593
4,116		3,276	840
2,214		1,127	1,087
2,227		1,615	612
3,531		1,795	1,736
3,601		4,158	-557
2,401		1,762	639
1,867		1,346	521

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,721		1,996	725
2,575		2,570	5
682		788	-106
4,166		5,819	-1,653
2,271		1,733	538
536		642	-106
1,008		1,218	-210
4,570		5,484	-914
2,484		2,088	396
647		563	84
2,353		1,972	381
1,779		1,551	228
1,608		1,366	242
2,007		1,681	326
1,743		1,585	158
1,083		704	379
4,413		3,125	1,288
2,528		1,642	886
1,032		680	352
1,729		1,798	-69
1,815		1,953	-138
1,572		1,226	346
3,323		2,940	383
3,017		3,143	-126
2,495		2,379	116
2,862		3,062	-200
1,297		1,104	193
1,997		1,657	340
4,301		3,690	611
4,687		4,011	676

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
455		448	7
654		663	-9
426		406	20
625		612	13
1,449		1,468	-19
3,632		4,208	-576
117		93	24
1,406		1,086	320
2,929		2,330	599
1,845		1,709	136
642		482	160
559		423	136
1,284		1,021	263
2,731		2,306	425
1,181		1,014	167
2,003		1,733	270
1,082		820	262
6,956		5,766	1,190
2,890		2,269	621
3,289		3,412	-123
3,307		2,612	695
2,826		3,205	-379
1,476		1,628	-152
3,063		3,120	-57
1,550		1,463	87
3,100		3,129	-29
418		389	29
1,718		1,506	212
972		1,178	-206
2,094		2,956	-862

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
150		163	-13
4,005		4,392	-387
5,664		5,380	284
3,082		2,389	693
68		52	16
2,149		1,584	565
626		534	92
2,493		2,899	-406
2,629		2,549	80
4,744		4,655	89
2,633		1,947	686
254		192	62
3,841		4,315	-474
2,758		2,423	335
2,715		1,642	1,073
2,194		2,005	189
283		262	21
389		286	103
2,408		2,375	33
2,040		1,478	562
2,140		1,515	625
862		710	152
3,305		2,971	334
2,753		2,522	231
8,924		8,431	493
1,618		1,301	317
2,348		2,166	182
3,739		2,600	1,139
937		762	175
496		366	130

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,775		4,367	408
3,020		2,741	279
496		403	93
2,426		1,972	454
2,879		2,944	-65
2,071		1,718	353
1,987		1,480	507
2,893		2,660	233
1,229		961	268
5,043		3,887	1,156
1,892		1,603	289
1,712		1,279	433
3,894		2,603	1,291
1,678		1,501	177
305		223	82
5,279		3,390	1,889
3,105		2,633	472
1,215		1,046	169
695		528	167
2,022		1,768	254
3,467		2,045	1,422
2,689		2,458	231
2,686		2,322	364
3,256		2,012	1,244
3,070		2,795	275
6,056		4,428	1,628
2,541		2,238	303
1,347		1,320	27
3,934		3,630	304
954		960	-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,349		3,277	72
3,845		3,569	276
376		367	9
2,295		2,209	86
248		269	-21
1,075		1,178	-103
2,034		1,779	255
1,757		1,535	222
2,316		2,933	-617
3,639		2,552	1,087
421		370	51
105		90	15
2,262		2,113	149
4,495		4,515	-20
2,180		1,443	737
1,408		1,006	402
882		620	262
4,141		3,204	937
3,429		2,956	473
1,471		1,294	177
2,990		2,635	355
6,056		4,351	1,705
3,372		2,300	1,072
339		290	49
5,793		4,551	1,242
3,862		3,187	675
5,080		4,467	613
3,793		3,582	211
2,845		2,374	471
5,836		5,438	398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,563		4,347	-784
492		399	93
3,614		3,278	336
2,196		1,782	414
329		149	180
2,881		2,318	563
247		180	67
5,341		2,546	2,795
480		252	228
2,543		2,394	149
3,092		2,578	514
1,360		704	656
1,601		1,201	400
1,567		1,177	390
2,939		1,802	1,137
1,449		1,511	-62
11,882		8,311	3,571
23,778		17,897	5,881
5,447		5,422	25
8,962		8,103	859
2,685		2,567	118
5,747		3,769	1,978
20,575		15,485	5,090
10,401		10,148	253
5,799		5,080	719
7,351		6,529	822
8,444		7,884	560
18,072		13,472	4,600
7,254		6,178	1,076
11,192		11,167	25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,143		7,181	1,962
6,282		4,697	1,585
5,470		3,270	2,200
15,751		11,400	4,351
7,725		6,652	1,073
12,873		8,076	4,797
8,390		7,161	1,229
3,957		3,490	467
10,152		10,553	-401
3,654		3,540	114
7,577		6,421	1,156
6,107		4,024	2,083
13,361		12,659	702
3,667		3,575	92
4,833		4,036	797
19,789		11,259	8,530
11,755		10,617	1,138
4,267		4,304	-37
16,503		21,374	-4,871
10,706		8,911	1,795
8,909		5,215	3,694
6,489		5,826	663
9,086		8,960	126
7,820		6,379	1,441
6,007		5,055	952
10,512		7,437	3,075
3,520		1,888	1,632
14,191		10,651	3,540
7,088		6,973	115
7,852		5,197	2,655

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
9,173		7,177	1,996
8,566		4,705	3,861
16,262		10,026	6,236
12,330		9,596	2,734
6,797		6,634	163
10,347		8,746	1,601
5,097		5,163	-66
4,983		3,769	1,214
19,867		16,169	3,698
5,255		4,742	513
16,841		12,393	4,448
34,062		29,267	4,795
5,049		6,778	-1,729
11,156		10,854	302
6,853		7,079	-226
13,124		9,649	3,475
9,725		8,887	838
4,114		3,030	1,084
6,172		6,903	-731
6,849		6,221	628
6,242		4,826	1,416
30,185		30,103	82
885,639		815,900	69,739
28,800		18,456	10,344
15,927		11,466	4,461
11,504		9,020	2,484
55,881		29,391	26,490
13,938		9,985	3,953
19,853		15,454	4,399
17,750		13,127	4,623

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
29,802		17,864	11,938
20,126		15,436	4,690
12,301		10,897	1,404
14,680		9,242	5,438
33,739		24,632	9,107
27,859		14,120	13,739
16,172		13,085	3,087
13,715		7,430	6,285
13,788		13,329	459
28,767		24,270	4,497
17,302		12,493	4,809
15,632		9,917	5,715
26,793		9,934	16,859
20,817		10,793	10,024
11,367		10,962	405
45,993		31,835	14,158
18,834		14,049	4,785
11,184		16,534	-5,350
16,462		20,093	-3,631
34,821		15,263	19,558
14,925		8,672	6,253
21,785		13,717	8,068
17,785		6,800	10,985
14,368		10,976	3,392
16,554		14,605	1,949
11,843		9,873	1,970
9,508		7,000	2,508
19,241		16,834	2,407
188,201		135,499	52,702

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			37
			815
			383
			263
			30
			520
			669
			37
			1,900
			-2,014
			1,776
			560
			18
			-664
			-1,391
			-854
			-1,025
			-645
			30
			-25
			-133
			958
			-143
			873
			991
			371
			679
			678
			278
			653

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			932
			2,002
			15
			1,073
			1,905
			61
			-254
			484
			-138
			40
			-497
			-1,413
			-405
			754
			862
			735
			1,432
			589
			402
			479
			1,206
			276
			593
			840
			1,087
			612
			1,736
			-557
			639
			521

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			725
			5
			-106
			-1,653
			538
			-106
			-210
			-914
			396
			84
			381
			228
			242
			326
			158
			379
			1,288
			886
			352
			-69
			-138
			346
			383
			-126
			116
			-200
			193
			340
			611
			676

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			7
			-9
			20
			13
			-19
			-576
			24
			320
			599
			136
			160
			136
			263
			425
			167
			270
			262
			1,190
			621
			-123
			695
			-379
			-152
			-57
			87
			-29
			29
			212
			-206
			-862

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-13
			-387
			284
			693
			16
			565
			92
			-406
			80
			89
			686
			62
			-474
			335
			1,073
			189
			21
			103
			33
			562
			625
			152
			334
			231
			493
			317
			182
			1,139
			175
			130

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			408
			279
			93
			454
			-65
			353
			507
			233
			268
			1,156
			289
			433
			1,291
			177
			82
			1,889
			472
			169
			167
			254
			1,422
			231
			364
			1,244
			275
			1,628
			303
			27
			304
			-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			72
			276
			9
			86
			-21
			-103
			255
			222
			-617
			1,087
			51
			15
			149
			-20
			737
			402
			262
			937
			473
			177
			355
			1,705
			1,072
			49
			1,242
			675
			613
			211
			471
			398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-784
			93
			336
			414
			180
			563
			67
			2,795
			228
			149
			514
			656
			400
			390
			1,137
			-62
			3,571
			5,881
			25
			859
			118
			1,978
			5,090
			253
			719
			822
			560
			4,600
			1,076
			25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			1,962
			1,585
			2,200
			4,351
			1,073
			4,797
			1,229
			467
			-401
			114
			1,156
			2,083
			702
			92
			797
			8,530
			1,138
			-37
			-4,871
			1,795
			3,694
			663
			126
			1,441
			952
			3,075
			1,632
			3,540
			115
			2,655

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			1,996
			3,861
			6,236
			2,734
			163
			1,601
			-66
			1,214
			3,698
			513
			4,448
			4,795
			-1,729
			302
			-226
			3,475
			838
			1,084
			-731
			628
			1,416
			82
			69,739
			10,344
			4,461
			2,484
			26,490
			3,953
			4,399
			4,623

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			11,938
			4,690
			1,404
			5,438
			9,107
			13,739
			3,087
			6,285
			459
			4,497
			4,809
			5,715
			16,859
			10,024
			405
			14,158
			4,785
			-5,350
			-3,631
			19,558
			6,253
			8,068
			10,985
			3,392
			1,949
			1,970
			2,508
			2,407
			52,702

TY 2012 Accounting Fees Schedule

Name: ZIMMEL FAMILY FOUNDATION

EIN: 13-3596015

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	9,500	9,500		0

TY 2012 Investments Corporate Stock Schedule

Name: ZIMMEL FAMILY FOUNDATION

EIN: 13-3596015

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GS 038-00157-4	6	6
GS 009-54646-6	0	0
GS 009-55628-3	0	0
JP MORGAN V83926002	1,847,630	1,745,694
JP MORGAN V85521009	234,595	252,352
JP MORGAN V85559009	242,498	259,548

TY 2012 Other Decreases Schedule

Name: ZIMMEL FAMILY FOUNDATION

EIN: 13-3596015

Description	Amount
MARKET VALUATION ADJUSTMENT	59,144

TY 2012 Other Expenses Schedule

Name: ZIMMEL FAMILY FOUNDATION

EIN: 13-3596015

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	16,831	16,831		0
FILING FEE	30	30		0

TY 2012 Taxes Schedule

Name: ZIMMEL FAMILY FOUNDATION

EIN: 13-3596015

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ON INVESTMENT INCOME	971	971		0
FOREIGN TAX	138	138		0