Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
LLOYD SCHMITZ CHARITABLE TRUST FBO ST. PETER'S UNITED METHODIST CHURCH

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
HILLIARD LYONS; P.O. BOX 32760

City or town, state or province, country, and ZIP or foreign postal code
LOUISVILLE, KY 40232

A Employer identification number: 03-6090656

B Telephone number: 502-588-1776

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,850,627.

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

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))

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	10,399.	10,399.		STATEMENT 1
	4	Dividends and interest from securities	27,320.	27,320.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	64,027.			
	b	Gross sales price for all assets on line 6a 351,765.				
	7	Capital gain net income (from Part IV, line 2)		64,027.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	101,746.	101,746.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	15,238.	15,238.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	1,125.	0.		1,125.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	1,334.	466.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,697.	15,704.		1,125.
	25	Contributions, gifts, grants paid	111,060.			111,060.
	26	**Total expenses and disbursements.** Add lines 24 and 25	128,757.	15,704.		112,185.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<27,011.>			
	b	**Net investment income** (if negative, enter -0-)		86,042.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	76,034.	45,186.	45,186.
	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 STMT 5	230,128.	153,725.	155,418.
	b Investments - corporate stock STMT 6	659,187.	655,302.	1,050,892.
	c Investments - corporate bonds STMT 7	115,927.	61,498.	62,479.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	315,396.	455,246.	536,652.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,396,672.	1,370,957.	1,850,627.
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 ▶ ☐ 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	904,605.	904,605.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	492,067.	466,352.	
	30 **Total net assets or fund balances**	1,396,672.	1,370,957.	
	31 **Total liabilities and net assets/fund balances**	1,396,672.	1,370,957.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,396,672.
2	Enter amount from Part I, line 27a	2	<27,011.>
3	Other increases not included in line 2 (itemize) ▶ NON-DIVIDEND DISTRIBUTION	3	1,296.
4	Add lines 1, 2, and 3	4	1,370,957.
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	1,370,957.

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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	HILLIARD LYONS - SEE ATTACHMENT	P		
b	CAPITAL GAINS DIVIDENDS			
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	346,558.		287,738.	58,820.
b	5,207.			5,207.
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				58,820.
b				5,207.
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** 64,027.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation 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))
2012	110,700.	1,579,239.	.070097
2011	107,413.	1,510,965.	.071089
2010	122,334.	1,492,641.	.081958
2009	46,794.	1,379,356.	.033925
2008	70,535.	976,666.	.072220

2	Total of line 1, column (d)	2	.329289
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	.065858
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,673,759.
5	Multiply line 4 by line 3	5	110,230.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	860.
7	Add lines 5 and 6	7	111,090.
8	Enter qualifying distributions from Part XII, line 4	8	112,185.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	860.
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	860.
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	860.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	680.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	680.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	180.
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 2014 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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KY			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ NONE

14 The books are in care of ▶ HILLIARD LYONS TRUST COMPANY Telephone no. ▶ 502-588-1287
Located at ▶ P.O. BOX 32760, LOUISVILLE, KY ZIP+4 ▶ 40232-2760

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

		Line	Yes	No
16	At any time during calendar year 2013, 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		X
	See the 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.

				Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1b		X
	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 2013?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A			2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)* N/A			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?			4b		X

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

		Yes	No
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)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	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? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	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.

(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
HILLIARD LYONS TRUST COMPANY POST OFFICE BOX 32760 LOUISVILLE, KY 402322760	TRUSTEE 0.50	15,238.	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

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	
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	
2	
All other program-related investments. See instructions. 3	
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	1,669,101.
b	Average of monthly cash balances	1b	30,147.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,699,248.
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	1,699,248.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,489.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,673,759.
6	**Minimum investment return.** Enter 5% of line 5	6	83,688.

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	83,688.
2a	Tax on investment income for 2013 from Part VI, line 5 2a 860.		
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	860.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	82,828.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	82,828.
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	82,828.

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	112,185.
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	112,185.
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	860.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	111,325.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				82,828.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 635.				
b From 2009				
c From 2010 48,286.				
d From 2011 32,777.				
e From 2012 33,074.				
f Total of lines 3a through e	114,772.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 112,185.				
a Applied to 2012, 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 2013 distributable amount				82,828.
e Remaining amount distributed out of corpus	29,357.			
5 Excess distributions carryover applied to 2013 (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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	144,129.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
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 2008 not applied on line 5 or line 7	635.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	143,494.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010 48,286.				
c Excess from 2011 32,777.				
d Excess from 2012 33,074.				
e Excess from 2013 29,357.				

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 2013, 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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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					

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).)

NONE

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 ▶ [X] 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 address 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				
ST PETERS UNITED METHODIST CHURCH 2800 ST PHILIP RD SOUTH EVANSVILLE, IN 47712	N/A	CHURCH	UNRESTRICTED GRANT	111,060.
Total			▶ 3a	111,060.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	10,399.	
4 Dividends and interest from securities			14	27,320.	
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			14	64,027.	
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.		101,746.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 101,746.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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
N/A		

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

Signature of officer or trustee: [signature] Date: 2/27/14 Title: VICE PRESIDENT

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
CHRISTINE N KOENIG	Christine N Koenig	2 21 2014		P01022180

Firm's name ▶ DEMING MALONE LIVESAY & OSTROFF PSC — Firm's EIN ▶ 61-1064249

Firm's address ▶ 9300 SHELBYVILLE RD STE 1100 LOUISVILLE, KY 40222-5187 — Phone no. (502)426-9660

Form **990-PF** (2013)

323622 10-10-13

ACCT [redacted]
FROM [redacted]
TO 12/31/2013

HILLIARD LYONS TRUST COMPANY LLC
STATEMENT OF CAPITAL GAINS AND LOSSES
LLOYD SCHMITZ IRR CHARITABLE TUA

TRUST YEAR ENDING 12/31/2013

RUN 02/02/2014
06·57:19 AM

TAX PREPARER: MP1
TRUST ADMINISTRATOR. RJR
INVESTMENT OFFICER· DLA

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
10000.0000 BOEING CO NT 5 125% DTD 02/11/2003 DUE 02/15/2013 - 097023AT2 - MINOR = 210								
SOLD		02/15/2013	10000 00					
ACQ	10000 0000	09/10/2003	10000 00	9885 70	114 30	LT	Y	F
100.0000 CHEVRON CORP NEW COM - 166764100 - MINOR = 464								
SOLD		01/18/2013	11481.74					
ACQ	100.0000	01/11/2010	11481 74	8020.73	3461 01	LT	Y	F
100 0000 CHEVRON CORP NEW COM - 166764100 - MINOR = 464								
SOLD		08/30/2013	12034.59					
ACQ	100 0000	01/11/2010	12034 59	8020 73	4013 86	LT	Y	F
350.0000 COMCAST CORP CL A - 20030N101 - MINOR = 435								
SOLD		01/18/2013	14069 72					
ACQ	275.0000	03/02/2004	11054 78	5500 00	5554 78	LT	Y	F
	75 0000	04/01/2004	3014 94	1458 50	1556.44	LT	Y	F
200 0000 COMCAST CORP CL A - 20030N101 - MINOR = 435								
SOLD		03/28/2013	8349 81					
ACQ	200 0000	04/01/2004	8349 81	3889.33	4460 48	LT	Y	F
450 0000 COMCAST CORP CL A - 20030N101 - MINOR = 435								
SOLD		08/06/2013	20152 94					
ACQ	175.0000	04/01/2004	7837 25	3403 17	4434 08	LT	Y	F
	275 0000	01/02/2008	12315 69	5032.50	7283 19	LT	Y	F
1700 0000 DELL INC COM - 24702R101 - MINOR = 484								
SOLD		03/21/2013	24326 75					
ACQ	800 0000	01/16/2008	11447 88	16864 00	-5416 12	LT	Y	F
	500 0000	02/04/2008	7154 93	10010 00	-2855 07	LT	Y	F
	400 0000	02/25/2008	5723 94	7992 00	-2268 06	LT	Y	F
250 0000 DISNEY WALT CO COM - 254687106 - MINOR = 445								
SOLD		03/18/2013	14234 71					
ACQ	150 0000	08/01/2007	8540 83	4932.00	3608 83	LT	Y	F
	100 0000	01/02/2008	5693.88	3230 00	2463.88	LT	Y	F
100 0000 DISNEY WALT CO COM - 254687106 - MINOR = 445								
SOLD		06/06/2013	6321 90					
ACQ	75 0000	01/02/2008	4741 43	2422 50	2318 93	LT	Y	F
	25 0000	12/12/2008	1580 47	557 57	1022 90	LT	Y	F
25000 0000 FEDERAL HOME LOAN BKS CONS BDS 2.625% DTD 08/24/2009 DUE 09/13/2013 - 3133XUPZ0 - MINOR = 046								
SOLD		09/13/2013	25000 00					
ACQ	25000 0000	06/09/2010	25000 00	25777 00	-777 00	LT	Y	F
25000 0000 FEDERAL HOME LOAN BKS CONS BDS 1 75% DTD 02/03/2010 DUE 03/08/2013 - 3133XWX87 - MINOR = 046								
SOLD		03/08/2013	25000.00					
ACQ	25000 0000	03/11/2010	25000 00	25063.50	-63 50	LT	Y	F
25000 0000 FEDERAL HOME LOAN BKS CONS BDS 1.875% DTD 04/08/2010 DUE 06/21/2013 - 3133XXYX9 - MINOR = 046								
SOLD		06/21/2013	25000 00					
ACQ	25000 0000	04/18/2011	25000 00	25562 50	-562 50	LT	Y	F
25000 0000 GOLDMAN SACHS GROUP INC SR NT 5 25% DTD 03/31/2003 DUE 04/01/2013 - 38141GDB7 - MINOR = 240								
SOLD		04/01/2013	24628 25					
ACQ	25000 0000	06/04/2007	24628 25	24628 25	0 00	LT	Y	F
200 0000 HOME DEPOT INC COM - 437076102 - MINOR = 452								
SOLD		04/26/2013	14729 69					
ACQ	175.0000	08/01/2007	12888 48	6490 75	6397 73	LT	Y	F
	25 0000	07/25/2003	1841 21	794 25	1046 96	LT	Y	F
100 0000 HOME DEPOT INC COM - 437076102 - MINOR = 452								
SOLD		06/06/2013	7543 87					
ACQ	100 0000	07/25/2003	7543 87	3177 00	4366 87	LT	Y	F
100 0000 ISHARES RUSSELL MID-CAP ETF - 464287499 - MINOR = 541								
SOLD		01/18/2013	11872.74					
ACQ	100.0000	11/03/2009	11872.74	7577.00	4295 74	LT	Y	F
100 0000 ISHARES RUSSELL MID-CAP ETF - 464287499 - MINOR = 541								
SOLD		03/18/2013	12633 72					
ACQ	100 0000	01/08/2009	12633 72	6066.00	6567 72	LT	Y	F
100.0000 JPMORGAN CHASE & CO COM - 46625H100 - MINOR = 471								
SOLD		04/26/2013	4877 93					
ACQ	75.0000	06/05/2007	3658.45	3843.00	-184.54	LT	Y	F
	25.0000	08/01/2007	1219 48	1092.50	126 98	LT	Y	F
200.0000 TJX COS INC NEW COM - 872540109 - MINOR = 449								
SOLD		08/30/2013	10555.83					
ACQ	200 0000	06/05/2007	10555 83	2860 00	7695 83	LT	Y	F
200.0000 US BANCORP DEL COM NEW - 902973304 - MINOR = 469								
SOLD		08/01/2013	7539.88					
ACQ	150.0000	06/05/2007	5654 91	5175.00	479 91	LT	Y	F
	50 0000	01/02/2008	1884.97	1594.50	290 47	LT	Y	F
20000.0000 UNITED PARCEL SVC INC SR NT 4.50% DTD 01/15/2008 DUE 01/15/2013 - 911312AG1 - MINOR = 210								
SOLD		01/15/2013	20000 00					
ACQ	20000 0000	04/23/2008	20000.00	20441 60	-441 60	LT	Y	F
200.0000 VANGUARD BD INDEX FD INC SHORT TERM BD ETF - 921937827 - MINOR = 540								
SOLD		01/15/2013	16203 65					
ACQ	200 0000	01/13/2012	16203 65	16205.62	-1.97	LT		F
CHANGED 03/19/13 RMF PREP NOTE EXISTS								
20000.0000 WAL-MART STORES INC 4 25% DTD 04/15/2008 DUE 04/15/2013 - 931142CL5 - MINOR = 210								
SOLD		04/15/2013	20000.00					
ACQ	20000 0000	04/23/2008	20000 00	20170.60	-170 60	LT	Y	F
		TOTALS	346557 72	287737 80				

ACCT [redacted]
FROM 01/01/2013
TO 12/31/2013

HILLIARD LYONS TRUST COMPANY LLC
STATEMENT OF CAPITAL GAINS AND LOSSES
LLOYD SCHMITZ IRR CHARITABLE TUA

TRUST YEAR ENDING 12/31/2013

RUN 02/02/2014
06 57 19 AM

TAX PREPARER· MP1
TRUST ADMINISTRATOR· RJR
INVESTMENT OFFICER DLA

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0 00	0 00	58821 90	0 00	0.00	0.00*
COVERED FROM ABOVE	0 00	0.00	-1 97	0.00	0.00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIV/DIST	0 0C	0.00	5206.97			0 00
	0 00	0 00	64026 90	0.00	0.00	0 00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0 00	0 00	58821.90	0.00	0 00	0 00*
COVERED FROM ABOVE	0 00	0 00	-1 97	0.00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIV/DIST	0 00	0 00	5206 97			0 00
	0.00	0 00	64026 90	0.00	0.00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0 00
KENTUCKY	0 00	0 00

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR YIELD
CASH & EQUIVALENTS						
CASH						
INCOME CASH		0 00	0 00	0 00		
PRINCIPAL CASH		0 00	0 00	0 00		
TOTAL CASH		$ 0.00	$ 0.00	$ 0.00	$ 0.00 $ 0.00	0 00%
CASH EQUIVALENTS						
GOLDMAN FINANCIAL SQ FED FUND 520	45,185 50	45 185 50 1 00	45 185 50 1 00	0 00	2 00 0 07	0 01%
GOLDMAN FINANCIAL SQ FED FUND 520 (INVESTED INCOME)		0 00 1 00	0 00 0 00	0 00	0 14	
TOTAL CASH EQUIVALENTS		$ 45,185 50	$ 45,185.50	$ 0.00	$ 2.00 $ 0.21	0.01%
TOTAL CASH & EQUIVALENTS		$ 45,185.50	$ 45,185.50	$ 0 00	$ 2.00 $ 0.21	0 01%

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
FIXED INCOME						
TREASURY AND FEDERAL AGENCIES						
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS 3 30% DTD 05/03/2011 DUE 05/03/2019 NON-CALLABLE	40,000	42,322 00 105.81	40,915.20 102 29	1,406.80	1 320.00 212 66	3.12%
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS 4 40% DTD 06/07/2005 DUE 10/07/2014	20,000	20,649 20 103 25	20,491.56 102 46	157 64	880.00 205.33	4 26%
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS 4 70% DTD 08/10/2005 DUE 08/10/2015	25,000	26,723.75 106 90	25,660.00 102 64	1,063.75	1,175.00 460.20	4 40%
FEDERAL HOME LOAN BKS CONS BDS 2 50% DTD 12/17/2009 DUE 06/13/2014 NON-CALLABLE	20,000	20,213.40 101 07	20 558 40 102 79	-345.00	500.00 25 00	2.47%
FEDERAL HOME LOAN BKS CONS BDS 2 50% DTD 04/16/2010 DUE 08/25/2014 NON-CALLABLE	25,000	25 382.75 101.53	25,853 25 103 41	-470.50	625 00 130 20	2.46%
TOTAL TREASURY AND FEDERAL AGENCIES		$ 135,291.10	$ 133,478.41	$ 1,812.69	$ 4,500.00 $ 1,033.39	3.33%

STATE AND MUNICIPAL

030463 4/13

HILLIARD LYONS

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR YIELD
FAYETTE CNTY KY SCH DIST FIN C REV BDS 2010B TAXABLE 3.40% DTD 08/18/2010 DUE 08/01/2017 NON-CALLABLE	20,000	20,127 20 100 64	20,247 20 101 24	-120 00	680.00 283 33	3 38%
TOTAL STATE AND MUNICIPAL		$ 20,127.20	$ 20,247.20	$ -120.00	$ 680.00 $ 283.33	3.38%
NONGOVERNMENT OBLIGATIONS						
BERKSHIRE HATHAWAY FIN CORP GTD SR NT 4.85% DTD 01/11/2005 DUE 01/15/2015 CALLABLE	15,000	15,700 80 104 67	15 210.30 101 40	490 50	727 00 335 45	4 63%
GENERAL ELEC CAP CORP MTN SR A 2 30% DTD 04/27/2012 DUE 04/27/2017 NON-CALLABLE	20,000	20 557 40 102 79	20 697 40 103 49	-140 00	460 00 81 77	2 24%
JPMORGAN CHASE & CO SR NT 3 45% DTD 02/24/2011 DUE 03/01/2016 NON-CALLABLE	25 000	26,221 25 104 89	25 590 00 102 36	631 25	862 00 287 49	3 29%
TOTAL NONGOVERNMENT OBLIGATIONS		$ 62,479.45	$ 61,497.70	$ 981.75	$ 2,049.00 $ 704.71	3.28%
INCOME EXCHANGE TRADED FUNDS						
VANGUARD BD INDEX FD INC SHORT TERM BD ETF	2,250	179 842 50 79 93	181,775 62 80 79	-1 933 12	2,137 00	1 19%

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
TOTAL INCOME EXCHANGE TRADED FUNDS		$ 179,842.50	$ 181,775.62	$ -1,933.12	$ 2,137.00 $ 0.00	1.19%
TOTAL FIXED INCOME		$ 397,740.25	$ 396,998.93	$ 741.32	$ 9,366.00 $ 2,021.43	2.36%
EQUITIES						
COMMON STOCK						
INDUSTRIALS						
C H ROBINSON WORLDWIDE INC COM NEW	200	11 670 00 58 35	11,811 99 59.06	-141 99	280 00	2.40%
EXPEDITORS INTL WASH INC COM	650	28,762 50 44 25	23,954 98 36.85	4,807.52	390 00	1 36%
GENERAL ELEC CO COM	1,375	38,541 25 28 03	49,431.50 35 95	-10,890 25	1,210 00 302.50	3.14%
TOTAL INDUSTRIALS		$ 78,973.75	$ 85,198.47	$ -6,224.72	$ 1,880.00 $ 302.50	2.38%
CONSUMER DISCRETIONARY						
DISNEY WALT CO COM	800	61 120 00 76.40	16,696 22 20 87	44,423 78	688 00 688 00	1.13%

HILLIARD LYONS

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR YIELD
HOME DEPOT INC COM	700	57,638 00 82 34	20 197 50 28 85	37 440 50	1 092 00	1 89%
MATTEL INC COM	900	42 822 00 47 58	16 687 79 18 54	26,134 21	1,296 00	3 03%
OMNICOM GROUP INC COM	650	48 340 50 74 37	28,643.61 44 07	19 696 89	1 040 00 260 00	2 15%
STAPLES INC COM	1 700	27.013 00 15 89	27,035 74 15 90	-22 74	816 00 204 00	3 02%
TJX COS INC NEW COM	600	38 238 00 63 73	6.548 61 10 91	31 689 39	348.00	0 91%
TOTAL CONSUMER DISCRETIONARY		$ 275.171.50	$ 115.809.47	$ 159.362.03	$ 5,280.00 $ 1,152.00	1.92%
CONSUMER STAPLES						
CVS CAREMARK CORP COM	700	50 099 00 71 57	26 086 00 37 27	24,013 00	770 00	1 54%
WAL MART STORES INC COM	500	39 345 00 78 69	25.619 95 51 24	13.725.05	940 00 235 00	2 39%
TOTAL CONSUMER STAPLES		$ 89,444.00	$ 51,705.95	$ 37,738.05	$ 1.710 00 $ 235.00	1.91%
ENERGY						

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
EXXON MOBIL CORP COM	400	40,480 00 101.20	28,288 24 70 72	12,191 76	1,008.00	2 49%
TOTAL ENERGY		$ 40,480.00	$ 28,288.24	$ 12,191.76	$ 1,008.00 $ 0.00	2.49%
FINANCIALS						
BERKSHIRE HATHAWAY INC DEL CL B NEW	400	47,424 00 118 56	19,256 48 48 14	28,167.52		
JPMORGAN CHASE & CO COM	900	52,632 00 58 48	35,068.71 38 97	17,563.29	1,368.00	2 60%
NORTHERN TR CORP COM	550	34,039.50 61.89	26,938 84 48 98	7,100 66	682.00 170 50	2.00%
PROGRESSIVE CORP OH COM	1,100	29,997.00 27.27	23,686 50 21 53	6,310 50	312.00	1.04%
US BANCORP DEL COM NEW	1,100	44,440 00 40 40	29,234 09 26 58	15,205 91	1,012.00 253 00	2 28%
WELLS FARGO & CO NEW COM	1,200	54 480.00 45 40	31,102 80 25.92	23 377.20	1,440.00	2.64%
TOTAL FINANCIALS		$ 263,012.50	$ 165,287.42	$ 97,725.08	$ 4,814.00 $ 423.50	1.83%

HEALTH CARE

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HILLIARD LYONS

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS:

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR YIELD
ALLERGAN INC COM	300	33,324 00 111 08	17 827 87 59 43	15 496 13	60 00	0 18%
JOHNSON & JOHNSON COM	650	59,533 50 91 59	37 290 00 57 37	22,243 50	1,716 00	2.88%
PFIZER INC COM	1 200	36,756 00 30 63	24,019 20 20 02	12,736 80	1 248 00	3 40%
TOTAL HEALTH CARE		$ 129,613.50	$ 79,137.07	$ 50,476.43	$ 3,024.00 $ 0.00	2.33%
INFORMATION TECHNOLOGY						
TE CONNECTIVITY LTD REG SHS	900	49 599 00 55 11	29,753 06 33 06	19,845 94	900 00	1 81%
APPLE INC COM	70	39 271 40 561 02	29,776 30 425 38	9,495 10	854 00	2 17%
CISCO SYS INC COM	1,300	29 159 00 22 43	26 006 25 20 01	3,152.75	884.00	3.03%
INTERNATIONAL BUSINESS MACHS CORP COM	100	18 757.00 187 57	18 222 32 182 22	534 68	380 00	2.03%
MICROSOFT CORP COM	1 000	37,410 00 37 41	26,117 00 26 12	11,293 00	1 120 00	2 99%

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
TOTAL INFORMATION TECHNOLOGY		$ 174,196.40	$ 129,874.93	$ 44,321.47	$ 4,138.00 $ 0.00	2.38%
TOTAL COMMON STOCK		$ 1,050,891.65	$ 655,301.55	$ 395,590.10	$ 21,854.00 $ 2,113.00	2.08%
EQUITY MUTUAL FUNDS SMALL CAP EQUITY FUNDS						
ROYCE TOTAL RETURN FUND #267	3,700	60,939 00 16.47	41,218 00 11.14	19,721.00	525.00	0.86%
TOTAL SMALL CAP EQUITY FUNDS		$ 60,939.00	$ 41,218.00	$ 19,721.00	$ 525.00 $ 0.00	0.86%
INTERNATIONAL EQUITY FUNDS						
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2 #616	2,100	102,858 00 48.98	75,865 00 36.13	26,993 00	1,205.00	1 17%
TOTAL INTERNATIONAL EQUITY FUNDS		$ 102,858.00	$ 75,865.00	$ 26,993.00	$ 1,205.00 $ 0.00	1.17%
BALANCED EQUITY FUNDS						
GOLDMAN SACHS SATELLITE STRATEGIES PORTFOLIO - IS	3,600	29,340.00 8 15	29,704.00 8 25	-364.00	1,108 00 472 68	3 78%

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HILLIARD LYONS

LLOYD SCHMITZ IRR CHARITABLE TUA

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST INCOME/ ACCRUED INCOME	CUR. YIELD
TOTAL BALANCED EQUITY FUNDS		$ 29,340.00	$ 29,704.00	$ -364.00	$ 1,108.00 $ 472.68	3.78%
TOTAL EQUITY MUTUAL FUNDS		$ 193,137.00	$ 146,787.00	$ 46 350.00	$ 2,838.00 $ 472.68	1 47%
EQUITY EXCHANGE TRADED FUNDS						
ISHARES MSCI EAFE ETF	1,300	87 223 50 67 10	86,054 92 66 20	1,168 58	2,213 00	2 54%
ISHARES RUSSELL MID-CAP ETF	400	59,992 00 149 98	24,264 00 60 66	35,728 00	788 00	1 31%
VANGUARD FTSE EMERGING MARKETS ETF	400	16 456 00 41 14	16,363 96 40 91	92 04	450 00	2 73%
TOTAL EQUITY EXCHANGE TRADED FUNDS		$ 163,671.50	$ 126,682.88	$ 36,988.62	$ 3,451.00 $ 0.00	2.11%
TOTAL EQUITIES		$ 1,407,700.15	$ 928,771.43	$ 478,928.72	$ 28,143.00 $ 2,585.68	2 00%
TOTAL MARKET VALUE		$ 1,850,625 90	$ 1,370 955.86	$ 479,670.04	$ 37,511 00 $ 4,607.32	2.03%
TOTAL MARKET VALUE PLUS ACCRUED INCOME		$ 1,855,233.22				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
HILLIARD LYONS TRUST COMPANY	10,399.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,399.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HILLIARD LYONS TRUST COMPANY	32,527.	5,207.	27,320.
TOTAL TO FM 990-PF, PART I, LN 4	32,527.	5,207.	27,320.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,125.	0.		1,125.
TO FORM 990-PF, PG 1, LN 16B	1,125.	0.		1,125.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 FEDERAL INCOME TAX	188.	0.		0.
2013 FEDERAL ESTIMATED TAX PAYMENTS	680.	0.		0.
FOREIGN TAXES WITHHELD	466.	466.		0.
TO FORM 990-PF, PG 1, LN 18	1,334.	466.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS - SEE ATTACHED	X		133,478.	135,291.
STATE AND MUNICIPAL - SEE ATTACHED		X	20,247.	20,127.
TOTAL U.S. GOVERNMENT OBLIGATIONS			133,478.	135,291.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			20,247.	20,127.
TOTAL TO FORM 990-PF, PART II, LINE 10A			153,725.	155,418.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES - SEE ATTACHED	655,302.	1,050,892.
TOTAL TO FORM 990-PF, PART II, LINE 10B	655,302.	1,050,892.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED	61,498.	62,479.
TOTAL TO FORM 990-PF, PART II, LINE 10C	61,498.	62,479.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE ATTACHED	COST	146,787.	193,137.
EQUITY EXCHANGE TRADE FUNDS - SEE ATTACHED	COST	126,683.	163,672.
INCOME EXCHANGE TRADED FUND - SEE ATTACHED	COST	181,776.	179,843.
TOTAL TO FORM 990-PF, PART II, LINE 13		455,246.	536,652.