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
SANDS FAMILY FOUNDATION

A Employer identification number
04-3493760

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
32 CONANT ROAD

B Telephone number
781-239-0200

City or town, state or province, country, and ZIP or foreign postal code
WESTON, MA 02493

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)* ▶$ 615,640.

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))

	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	1.	1.		Statement 2
	4	Dividends and interest from securities	21,451.	21,451.		Statement 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	14,331.			Statement 1
	b	Gross sales price for all assets on line 6a 113,726.				
	7	Capital gain net income (from Part IV, line 2)		15,271.		
	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	1,307.	1,307.		Statement 4
	12	**Total.** Add lines 1 through 11	37,090.	38,030.		
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				
	b	Accounting fees Stmt 5	1,250.	0.		0.
	c	Other professional fees Stmt 6	6,041.	6,041.		0.
	17	Interest				
	18	Taxes Stmt 7	8,237.	8,237.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses Stmt 8	35.	0.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	15,563.	14,278.		0.
	25	Contributions, gifts, grants paid	24,000.			24,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	39,563.	14,278.		24,000.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-2,473.			
	b	**Net investment income** (if negative, enter -0-)		23,752.		
	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	10,662.	7,297.	7,297.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock Stmt 9	546,186.	547,078.	608,343.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	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)	556,848.	554,375.	615,640.
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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	556,848.	554,375.	
	30	**Total net assets or fund balances**	556,848.	554,375.	
	31	**Total liabilities and net assets/fund balances**	556,848.	554,375.	

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	556,848.
2	Enter amount from Part I, line 27a	2	-2,473.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	554,375.
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	554,375.

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	WELLS FARGO DETAIL STMT ATTACHED	P		
b	WELLS FARGO DETAIL STMT ATTACHED	P		
c	50 SHS ATT	D	08/21/09	05/14/13
d	Capital Gains Dividends			
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	81,654.		72,473.	9,181.
b	29,378.		24,863.	4,515.
c	1,889.		1,119.	770.
d	805.			805.
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				9,181.
b				4,515.
c				770.
d				805.
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	15,271.
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	19,300.	504,352.	.038267
2011	14,500.	360,004.	.040277
2010	27,921.	317,860.	.087841
2009	16,673.	281,853.	.059155
2008	8,000.	343,842.	.023267

2	**Total** of line 1, column (d)	2	.248807
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	.049761
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	566,272.
5	Multiply line 4 by line 3	5	28,178.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	238.
7	Add lines 5 and 6	7	28,416.
8	Enter qualifying distributions from Part XII, line 4	8	24,000.

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 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	475.
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	475.
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	475.
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
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	0.
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	475.
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) ▶ MA			
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 ▶ N/A

14 The books are in care of ▶ O. JACKSON SANDS III Telephone no. ▶ 781-239-0200

Located at ▶ 40 GROVE ST. SUITE 430, WELLESLEY, MA ZIP+4 ▶ 02482

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)? N/A	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 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)*

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 | | No: 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
O. JACKSON SANDS, III 32 CONANT ROAD WESTON, MA 02493	TRUSTEE 0.00	0.	0.	0.
ARRIA W. SANDS 32 CONANT ROAD WESTON, MA 02493	TRUSTEE 0.00	0.	0.	0.

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

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

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

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.

Form **990-PF** (2013)

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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	565,915.
b	Average of monthly cash balances		1b	8,980.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	574,895.
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	574,895.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	8,623.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	566,272.
6	**Minimum investment return.** Enter 5% of line 5		6	28,314.

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	28,314.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 475.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	475.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	27,839.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	27,839.
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	27,839.

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	24,000.
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	24,000.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	24,000.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				27,839.
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				
b From 2009				
c From 2010 11,782.				
d From 2011				
e From 2012 2,314.				
f **Total** of lines 3a through e	14,096.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 24,000.				
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				24,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	3,839.			3,839.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,257.			
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	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	10,257.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010 7,943.				
c Excess from 2011				
d Excess from 2012 2,314.				
e Excess from 2013				

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).)

See Statement 10

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				
NOBLES & GREENOUGH 10 CAMPUS DRIVE DEDHAM, MA 02026	NONE	NON PROFIT	GENERAL FUND	7,500.
NEUROFRIBROMATOSIS FOUNDATION 268 SUMMER ST BOSTON, MA 02110	NONE	NON PROFIT	GENERAL FUND	500.
EMMANUAL CHURCH EAST HARRISVILLE RD DUBLIN, NH 03444	NONE	NON PROFIT	GENERAL FUND	3,500.
OUIMET SCHOLARSHIP FUND 300 ARNOLD PALMER BLVD NORTON, MA 02766	NONE	NON PROFIT	GENERAL FUND	500.
PENFED FOUNDATION 2930 EISENHOWER AVE ALEXANDRIA, VA 22314	NONE	NON PROFIT	GENERAL FUND	500.
Total See continuation sheet(s)			▶ 3a	24,000.
b Approved for future payment None				
Total			▶ 3b	0.

323611
10-10-13

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
	(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	1.	
4 Dividends and interest from securities			14	21,451.	
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			14	1,307.	
8 Gain or (loss) from sales of assets other than inventory			18	14,331.	
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.		37,090.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 37,090.

(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: 5/6/2014 Title: MANAGER

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
JOSEPH T. BARINELLI, CPA	[signature]	5/1/14		P01206303

Firm's name ▶ JOSEPH T. BARINELLI, CPA — Firm's EIN ▶ 04-3101268

Firm's address ▶ 40 GROVE ST. SUITE 430 WELLESLEY, MA 02482 — Phone no. 781-239-9696

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SUNCOAST CHARITIES FOR CHILDREN 5317 FRUITVILLE RD SARASOTA, FL 34232	NONE	NON PROFIT	GENERAL FUND	1,000.
ALTZHEIMERS ASSOCIATION 225 N. MICHIGAN AVE CHICAGO, IL 60601	NONE	NON PROFIT	GENERAL FUND	500.
CITY SPROUTS 678 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	NONE	NON PROFIT	GENERAL FUND	500.
EPIPHANY SCHOOL 154 CENTRE ST DORCHESTER, MA 02124	NONE	NON PROFIT	GENERAL FUND	1,000.
J FIELD FOUNDATION 1014 FOURTH ST APT 8 SANTA MONICA, CA 90403	NONE	NON PROFIT	GENRAL FUND	500.
MANADNOCK CONSERVANCY P.O. BOX 337 KEENE, NH 03431	NONE	NON PROFIT	GENERAL FUND	500.
THE PETERBOROUGH PLAYERS 55 HADLEY ROAD PETERBOROUGH, NH 03458	NONE	NON PROFIT	GENERAL FUND	5,000.
PLANNED PARENHOOD LEAGUE OF MA 1055 COMMONWEALTH AVE BOSTON, MA 02215	NONE	NON PROFIT	GENERAL FUND	1,000.
ST CHRISTOPHER SCHOOL 711 ST CHRISTOHER RD RICHMOND, VA 23226	NONE	NON PROFIT	GENERAL FUND	500.
WILLIAMS COLLEGE 75 PARK ST WILLIAMSTOWN, MA 01267	NONE	NON PROFIT	GENERAL FUND	1,000.
Total from continuation sheets				11,500.

323631
05-01-13

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
WELLS FARGO DETAIL STMT ATTACHED			Purchased		

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
81,654.	72,473.	0.	0.	9,181.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
WELLS FARGO DETAIL STMT ATTACHED	Purchased		

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
29,378.	24,863.	0.	0.	4,515.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
50 SHS ATT	Donated	08/21/09	05/14/13

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,889.	2,059.	0.	0.	-170.

Capital Gains Dividends from Part IV	805.
Total to Form 990-PF, Part I, line 6a	14,331.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
WELLS FARGO	1.	1.	
Total to Part I, line 3	1.	1.	

Form 990-PF Dividends and Interest from Securities Statement 3

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
WELLS FARGO	22,256.	805.	21,451.	21,451.	
To Part I, line 4	22,256.	805.	21,451.	21,451.	

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
NON DIVIDEND DISTRIBUTIONS	1,307.	1,307.	
Total to Form 990-PF, Part I, line 11	1,307.	1,307.	

Form 990-PF Accounting Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX PREPERATION AND ACCOUNTING	1,250.	0.		0.
To Form 990-PF, Pg 1, ln 16b	1,250.	0.		0.

Form 990-PF — Other Professional Fees — Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	6,041.	6,041.		0.
To Form 990-PF, Pg 1, ln 16c	6,041.	6,041.		0.

Form 990-PF — Taxes — Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX ON INVESTMENT INCOME	8,237.	8,237.		0.
To Form 990-PF, Pg 1, ln 18	8,237.	8,237.		0.

Form 990-PF — Other Expenses — Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MASSACHUSETTS FILING FEES	35.	0.		0.
To Form 990-PF, Pg 1, ln 23	35.	0.		0.

Form 990-PF — Corporate Stock — Statement 9

Description	Book Value	Fair Market Value
MARKETABLE SECURITIES	518,141.	576,232.
MUTUAL FUNDS	28,937.	32,111.
Total to Form 990-PF, Part II, line 10b	547,078.	608,343.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 10

Name of Manager

O. JACKSON SANDS, III
ARRIA W. SANDS

WELLS FARGO ADVISORS

2013 ENHANCED SUMMARY

SANDS FAMILY FOUNDATION
40 GROVE STREET STE #430
WELLESLEY MA 02482

Your Financial Advisor :
Z011 ACAT REP

(800) 727-0304

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For noncovered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
ALTRIA GROUP INC / 02209S103 05/14/13	15.0000	09/21/12	553.93	510.42	43.51	SALE
AMERICAN CAMPUS / 024835100 COMMUNITIES 01/14/13	75.0000	09/21/12	3,540.02	3,311.06	228.96	SALE
BRISTOL MYERS SQUIBB / 110122108 CO 05/14/13	25.0000	09/21/12	1,052.22	842.16	210.06	SALE
CENTURYLINK INC / 156700106 05/14/13	10.0000	09/21/12	375.69	420.46	-44.77	SALE
CINCINNATI FINCL CORP / 172062101 05/14/13	10.0000	09/21/12	503.58	388.16	115.42	SALE
CLEARBRIDGE ENERGY MLP / 184692101 FD 05/14/13	15.0000	09/21/12	433.79	354.16	79.63	SALE
CLECO CORPORATION / 12561W105 05/14/13	5.0000	09/21/12	237.09	209.93	27.16	SALE
CONOCOPHILLIPS / 20825C104 05/14/13	5.0000	09/21/12	313.71	286.44	27.27	SALE

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
DARDEN RESTAURANTS / 237194105						
05/14/13	10.0000	09/21/12	534.78	571.09	-36.31	SALE
DOMINION RES INC VA NEW / 25746U109						
05/14/13	5.0000	09/21/12	301.24	263.48	37.76	SALE
GENERAL ELECTRIC COMPANY / 369604103						
05/14/13	25.0000	01/14/13	572.98	528.23	44.75	SALE
GENUINE PARTS CO COM / 372460105						
05/14/13	5.0000	09/21/12	392.59	311.99	80.60	SALE
05/24/13	70.0000	09/21/12	5,692.81	4,367.73	1,325.08	SALE
KRAFT FOODS GROUP / 50076Q106						
05/14/13	10.0000	09/21/12	546.78	439.77	107.01	SALE
LANDAUER INC / 51476K103						
01/14/13	30.0000	09/21/12	1,822.32	1,799.28	23.04	SALE
05/14/13	10.0000	09/21/12	498.08	599.76	-101.68	SALE
07/31/13	75.0000	09/21/12	3,667.66	4,498.20	-830.54	SALE
LOCKHEED MARTIN CORP / 539830109						
05/14/13	5.0000	02/07/13	513.03	435.69	77.34	SALE
MCDONALDS CORP / 580135101						
05/14/13	10.0000	09/21/12	1,012.37	937.97	74.40	SALE
MERCK & CO INC NEW / 58933Y105						
07/12/13	85.0000	09/21/12	4,117.33	3,832.30	285.03	SALE

WELLS FARGO ADVISORS

2013 ENHANCED SUMMARY

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
MICROCHIP TECHNOLOGY INC / 595017104 05/14/13	25.0000	09/21/12	932.47	836.66	95.81	SALE
NATIONAL HEALTH INVS INC / 63633D104 05/14/13	5.0000	09/21/12	349.74	265.65	84.09	SALE
NEXTERA ENERGY INC / 65339F101 05/14/13	5.0000	09/21/12	400.49	342.58	57.91	SALE
PEOPLE'S UNITED FINANCL / 712704105 05/14/13	25.0000	09/21/12	339.99	299.90	40.09	SALE
PFIZER INCORPORATED / 717081103 07/12/13	175.0000	09/21/12	5,003.18	4,307.96	695.22	SALE
PHILIP MORRIS / 718172109 INTERNATIONAL INC 05/14/13	10.0000	09/21/12	947.18	924.27	22.91	SALE
PITNEY BOWES INC / 724479100 04/30/13	380.0000	09/21/12	5,264.47	5,436.62	-172.15	SALE
PLUM CREEK TIMBER CO INC / 729251108 DEPOSITARY UNIT 05/14/13	15.0000	09/21/12	794.38	671.35	123.03	SALE
QUESTAR CORP / 748356102 05/14/13	50.0000	11/06/12	1,264.47	1,004.15	260.32	SALE
REGAL ENTERTAINMENT GRP / 758766109 A 05/14/13	25.0000	09/21/12	469.73	333.54	136.19	SALE

2013 ENHANCED SUMMARY

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
RPM INTERNATIONAL INC / 749685103						
01/14/13	200.0000	09/21/12	6,239.50	5,861.97	377.53	SALE
02/07/13	200.0000	09/21/12	6,248.26	5,861.96	386.30	SALE
05/14/13	15.0000	09/21/12	508.78	439.65	69.13	SALE
05/24/13	160.0000	09/21/12	5,277.53	4,689.57	587.96	SALE
SEADRILL LTD / G7945E105						
05/14/13	15.0000	09/21/12	596.98	596.94	0.04	SALE
TORTOISE ENERGY CAPITAL / 89147U100 CORPORATION						
05/14/13	25.0000	09/21/12	872.48	709.12	163.36	SALE
WADDELL & REED FINL INC / 930059100 CL A						
02/07/13	80.0000	09/21/12	3,213.05	2,686.84	526.21	SALE
05/14/13	5.0000	09/21/12	230.34	167.93	62.41	SALE
05/24/13	345.0000	09/21/12	15,601.90	11,586.95	4,014.95	SALE
WINDSTREAM CORP / 97381W104						
05/14/13	50.0000	09/21/12	417.49	541.05	-123.56	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES			**81,654.41**	**72,472.94**	**9,181.47**	

WELLS FARGO ADVISORS

2013 ENHANCED SUMMARY

SANDS FAMILY FOUNDATION
40 GROVE STREET STE #430
WELLESLEY MA 02482

Your Financial Advisor :
Z011 ACAT REP

(800) 727-0304

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
BRISTOL MYERS SQUIBB / 110122108 CO 11/13/13	105.0000	09/21/12	5,440.16	3,537.04	1,903.12	SALE
LANDAUER INC / 51476K103 10/25/13	115.0000	09/21/12	5,691.69	6,897.24	-1,205.55	SALE
MERIDIAN BIOSCIENCE / 589584101 INC 11/14/13	430.0000	09/21/12	10,542.94	8,286.96	2,255.98	SALE
NUCOR CORP / 670346105 09/25/13	155.0000	09/21/12	7,702.83	6,142.17	1,560.66	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES			**29,377.62**	**24,863.41**	**4,514.21**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information
AT & T INC / 00206R102 05/14/13	50.0000	08/21/09	1,848.95	1,119.09	729.86	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES			**1,848.95**	**1,119.09**	**729.86**	

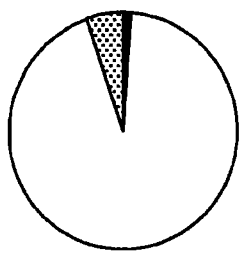
*Box 2a: Sales price less commissions and option premiums

SANDS FAMILY FOUNDATION

DECEMBER 31, 2013

Portfolio summary

CURRENT



	ASSET TYPE	CURRENT VALUE ON DEC 31	%
ASSETS	Cash and sweep balances	7,296.76	1.19
	Stocks, options & ETFs	576,231.66	93.60
	Fixed income securities	0.00	0.00
	Mutual funds	32,110.85	5.22
	Asset value	**$615,639.27**	**100%**

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ALTRIA GROUP INC MO Acquired 09/21/12 L	2.84	455	34.02	15,482.44	38.3900	17,467.45	1,985.01	873.60	5.00
AMERICAN CAMPUS COMMUNITIES ACC Acquired 09/21/12 L		215	44.14 44.25	9,491.71 9,515.61		6,925.15	-2,566.56		
Acquired 07/12/13 S		70	42.30	2,961.00		2,254.70	-706.30		

SANDS FAMILY FOUNDATION

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ACCOUNT NUMBER: 3989-9738

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**1.49**	**285**		**$12,452.71** **$12,476.61**	**32.2100**	**$9,179.85**	**-$3,272.86**	**$410.40**	**4.47**
AT & T INC T Acquired 08/21/09 L nc	2.71	475	N/A##	10,631.33	35.1600	16,701.00	6,069.67	874.00	5.23
BP PLC SPONS ADR BP Acquired 11/07/13 S	2.09	265	46.29	12,267.09	48.6100	12,881.65	614.56	604.20	4 69
BRISTOL MYERS SQUIBB CO BMY Acquired 09/21/12 L	2.50	290	33.68	9,768.96	53.1500	15,413.50	5,644.54	417.60	2.70
CENTURYLINK INC CTL Acquired 09/21/12 L	2.04	395	42.04	16,607.77	31.8500	12,580.75	-4,027.02	853.20	6.78
CINCINNATI FINCL CORP CINF Acquired 09/21/12 L	2.98	350	38.81	13,585.42	52.3700	18,329.50	4,744.08	588.00	3.20
CLECO CORPORATION CNL Acquired 09/21/12 L	1.89	250	41.98	10,496.24	46.6200	11,655.00	1,158.76	362.50	3.11
CONOCOPHILLIPS COP Acquired 09/21/12 L	2.18	190	57 28	10,884.35	70.6500	13,423.50	2,539.15	524.40	3.90
CONSOLIDATED EDISON INC ED Acquired 09/21/12 L	1.62	180	59.24	10,664.10	55.2800	9,950.40	-713.70	442.80	4.45
DARDEN RESTAURANTS DRI Acquired 09/21/12 L	2.30	260	57.10	14,848.33	54.3700	14,136.20	-712.13	572.00	4.04
DOMINION RES INC VA NEW D Acquired 09/21/12 L	2.73	260	52.69	13,700.70	64.6900	16,819.40	3,118.70	585.00	3.47
GENERAL ELECTRIC COMPANY GE Acquired 01/14/13 S	2.50	550	21.12	11,620 89	28.0300	15,416.50	3,795.61	484 00	3.13

SANDS FAMILY FOUNDATION

DECEMBER 1 - DECEMBER 31, 2013
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
GENUINE PARTS CO COM GPC Acquired 09/21/12 L	1.49	110	62.39	6,863.56	83.1900	9,150.90	2,287.34	236.50	2.58
GLAXOSMITHKLINE PLC-ADR GSK Acquired 09/21/12 L	1.99	230	46.83	10,772.05	53.3900	12,279.70	1,507.65	554.07	4.51
HASBRO INC HAS Acquired 09/21/12 L	2.06	230	38.07	8,757.37	55.0100	12,652.30	3,894.93	368.00	2 90
HCP INC HCP Acquired 09/21/12 L	1.74	295	44.99 45.11	13,273.43 13,309.46	36.3200	10,714.40	-2,559 03	619.50	5.78
INTEL CORP INTC Acquired 09/21/12 L	2.32	550	23.16	12,741 06	25.9550	14,275 25	1,534.19	495.00	3.46
JPMORGAN CHASE & CO JPM Acquired 09/25/13 S	1.66	175	51.35	8,986.37	58.4800	10,234.00	1,247.63	266.00	2.59
KINDER MORGAN INC DEL KMI Acquired 05/24/13 S Acquired 07/12/13 S		220 75	40.57 39.73	8,926.17 2,980.48		7,920.00 2,700.00	-1,006.17 -280.48		
Total	**1.73**	**295**		**$11,906.65**	**36.0000**	**$10,620.00**	**-$1,286.65**	**$483.80**	**4.56**
KRAFT FOODS GROUP KRFT Acquired 09/21/12 L Acquired 10/09/12 L		121 225	43.97 46.44	5,321.21 10,449.14		6,523.11 12,129.75	1,201.90 1,680.61		
Total	**3.03**	**346**		**$15,770.35**	**53.9100**	**$18,652.86**	**$2,882.51**	**$726.60**	**3.90**
LOCKHEED MARTIN CORP LMT Acquired 02/07/13 S	3.02	125	87.13	10,892.00	148.6600	18,582.50	7,690.50	665 00	3.57
LORILLARD INC LO Acquired 09/21/12 L	3.46	420	40.71	17,100.45	50.6800	21,285.60	4,185 15	924.00	4.34

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
MCDONALDS CORP MCD Acquired 09/21/12 L	1.58	100	93.79	9,379.60	97.0300	9,703.00	323.40	324.00	3.33
MERCK & CO INC NEW MRK Acquired 09/21/12 L	2.15	265	45.08	11,947.72	50.0500	13,263.25	1,315.53	466.40	3.51
MERCURY GENERAL CORP NEW MCY Acquired 05/29/13 S	1.61	200	45.86	9,173.24	49.7100	9,942.00	768.76	492.00	4.94
MICROCHIP TECHNOLOGY INC MCHP Acquired 09/21/12 L		345	33.81 34.17	11,667.83 11,789.27		15,438 75	3,770.92		
Acquired 10/02/12 L		125	32 82 33.17	4,102.93 4,146.93		5,593.75	1,490.82		
Total	**3.42**	**470**		**$15,770.76** **$15,936.20**	**44.7500**	**$21,032.50**	**$5,261.74**	**$666.46**	**3.17**
MID-AMER APT COMMUNITIES REIT INC MAA Acquired 09/21/12 L	1.73	175	66.22	11,590.08	60.7400	10,629.50	-960.58	511.00	4.80
NATIONAL HEALTH INVS INC NHI Acquired 09/21/12 L	2.00	220	53.15	11,694.98	56.1000	12,342.00	647.02	646.80	5 24
NEXTERA ENERGY INC NEE Acquired 09/21/12 L	1.88	135	68.51	9,249.66	85.6200	11,558.70	2,309.04	356.40	3 08
PAYCHEX INC PAYX Acquired 09/21/12 L	2.85	385	34.57	13,312.26	45.5300	17,529.05	4,216.79	539.00	3.07
PEOPLE'S UNITED FINANCL PBCT Acquired 09/21/12 L	2.03	825	11.99	9,896.70	15.1200	12,474.00	2,577.30	536 25	4.29
PFIZER INCORPORATED PFE Acquired 09/21/12 L	3.11	625	24.61	15,385.56	30.6300	19,143.75	3,758.19	650.00	3.39

SANDS FAMILY FOUNDATION

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
PHILIP MORRIS INTERNATIONAL INC PM									
Acquired 09/21/12 L		225	92.42	20,795.86		19,604.25	-1,191.61		
Acquired 05/06/13 S		15	93.14	1,397.12		1,306.95	-90.17		
Total	**3.40**	**240**		**$22,192.98**	**87.1300**	**$20,911.20**	**-$1,281.78**	**$902.40**	**4.32**
PLUM CREEK TIMBER CO INC DEPOSITARY UNIT PCL									
Acquired 09/21/12 L	2.23	295	44.75	13,203.04	46 5100	13,720.45	517.41	519.20	3.78
QUESTAR CORP STR									
Acquired 11/06/12 L	1.87	500	20.08	10,041.45	22.9900	11,495.00	1,453.55	360.00	3.13
REGAL ENTERTAINMENT GRP A RGC									
Acquired 09/21/12 L	2.53	800	13.34 13.78	10,673.33 11,028.00	19.4500	15,560.00	4,886.67	672 00	4.31
RPM INTERNATIONAL INC RPM									
Acquired 09/21/12 L	1.85	275	29.30	8,060.19	41.5100	11,415.25	3,355.06	264.00	2.31
SEADRILL LTD SDRL									
Acquired 09/21/12 L	1.90	285	39.79	11,341.80	41.0800	11,707.80	366.00	1,040.25	8.88
SIX FLAGS ENTERTAINMENT CORP NEW SIX									
Acquired 05/24/13 S		230	38.76	8,916.73		8,468.60	-448.13		
Acquired 11/13/13 S		100	37.46	3,746.92		3,682.00	-64.92		
Total	**1.97**	**330**		**$12,663.65**	**36.8200**	**$12,150.60**	**-$513.05**	**$620.40**	**5.11**
TRANSOCEAN LTD ORDINARY SHARES RIG									
Acquired 11/13/13 S	1.77	220	55 25	12,157 18	49.4200	10,872.40	-1,284 78	492.80	4.53

WELLS FARGO ADVISORS

SANDS FAMILY FOUNDATION

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
WINDSTREAM HLDGS INC WIN Acquired 09/21/12 L	1.36	1,050	10.82 10.98	11,362.10 11,536.44	7.9800	8,379.00	-2,983.10	1,050.00	12.53
Total Stocks and ETFs	**93.60**			**$509,169.90** **$509,924.28**		**$576,231.66**	**$67,061.76**	**$24,039.53**	**4.17**
Total Stocks, options & ETFs	**93.60**			**$509,169.90**		**$576,231.66**	**$67,061.76**	**$24,039.53**	**4.17**

Cost information for one or more securities is not available. If you have cost information and would like to see it on future statements, contact Your Financial Advisor
nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Mutual Funds

Closed End Mutual Funds

Closed End Fund shares are priced at the market which may be more or less than its net asset value.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CLEARBRIDGE ENERGY MLP FD CEM Acquired 09/21/12 L		215	23.61 23.98	5,076.28 5,155.83		5,852.30	776.02		
Acquired 05/09/13 S		215	28.15	6,052.94		5,852.30	-200.64		
Total	**1.90**	**430**		**$11,129.22** **$11,208.77**	**27.2200**	**$11,704.60**	**$575.38**	**$688.00**	**5.88**
TORTOISE ENERGY CAPITAL CORPORATION TYY Acquired 09/21/12 L	3.31	625	28.36	17,727 78	32.6500	20,406.25	2,678.47	1,068.75	5.23
Total Closed End Mutual Funds	**5.22**			**$28,857.00** **$28,936.55**		**$32,110.85**	**$3,253.85**	**$1,756.75**	**5.47**
Total Mutual Funds	**5.22**			**$28,857.00** **$28,936.55**		**$32,110.85**	**$3,253.85**	**$1,756.75**	**5.47**