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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. By law, the IRS cannot redact the information on the form.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation DAVID AND CANDACE WEIR FOUNDATION C/O CL KING & ASSOCIATES INC		A Employer identification number 13-3797919	
Number and street (or P O box number if mail is not delivered to street address) 9 ELK STREET		B Telephone number (see instructions) (518) 431-3500	
City or town, state or province, country, and ZIP or foreign postal code ALBANY, NY 12207		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 31,453,493	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	122,202	122,202		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,703,369			
	b Gross sales price for all assets on line 6a 4,757,983				
	7 Capital gain net income (from Part IV, line 2) . . .		3,703,369		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	95,401	83,131		
	12 Total. Add lines 1 through 11	3,920,972	3,908,702		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	97	0		97
	b Accounting fees (attach schedule)	3,600	1,800		1,800
	c Other professional fees (attach schedule)				
	17 Interest	10,634	10,634		0
	18 Taxes (attach schedule) (see instructions)	1,004	1,004		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,422	7,723		480
	24 Total operating and administrative expenses. Add lines 13 through 23	28,757	21,161		2,377
	25 Contributions, gifts, grants paid	1,813,200			1,813,200
	26 Total expenses and disbursements. Add lines 24 and 25	1,841,957	21,161		1,815,577
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,079,015			
	b Net investment income (if negative, enter -0-)		3,887,541		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	6,751	11,523	11,523
	2	Savings and temporary cash investments	422,847	932,500	932,500
	3	Accounts receivable ▶ <u>1,923</u>			
		Less allowance for doubtful accounts ▶ _____	3,048	1,923	1,923
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	10,118,861	9,439,087	13,389,500
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	9,484,182	9,781,037	17,118,047	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	20,035,689	20,166,070	31,453,493	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	20,035,689	18,087,055	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	2,079,015	
	30	Total net assets or fund balances (see page 17 of the instructions)	20,035,689	20,166,070	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	20,035,689	20,166,070	

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	20,035,689
2	Enter amount from Part I, line 27a	2	2,079,015
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	22,114,704
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,948,634
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	20,166,070

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
d			
e			

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

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

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	3,703,369
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,000,667	20,238,462	0 049444
2011	888,561	18,564,021	0 047865
2010	437,008	15,863,285	0 027548
2009	443,430	12,800,356	0 034642
2008	320,662	10,975,662	0 029216

2	Total of line 1, column (d).	2	0 188715
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 037743
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	29,063,350
5	Multiply line 4 by line 3.	5	1,096,938
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	38,875
7	Add lines 5 and 6.	7	1,135,813
8	Enter qualifying distributions from Part XII, line 4. 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	8	1,815,577

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	38,875
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	38,875
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	38,875
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	440
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	56,000
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	56,440
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,565
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 17,565 Refunded <input checked="" type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities			
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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): <input checked="" type="checkbox"/> NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NONE				
14	The books are in care of ▶FOUNDATION Telephone no ▶(518) 431-3500 Located at ▶9 ELK STREET ALBANY NY ZIP +4 ▶12207			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		
	If "Yes" to 6b, file Form 8870.			No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CANDICE K WEIR	TRUSTEE	0	0	0
414 LOUDONVILLE ROAD	5 00			
LOUDONVILLE, NY 12211				
MEREDITH PRIME	TRUSTEE	0	0	0
280 WILMINGTON ROAD	5 00			
LAKE PLACID, NY 12946				
AMEILA F WEIR	TRUSTEE	0	0	0
244 W 23RD STREET	5 00			
NEW YORK, NY 10011				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	26,493,144
b	Average of monthly cash balances.	1b	1,995,935
c	Fair market value of all other assets (see instructions).	1c	1,016,860
d	Total (add lines 1a, b, and c).	1d	29,505,939
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	29,505,939
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	442,589
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	29,063,350
6	Minimum investment return. Enter 5% of line 5.	6	1,453,168

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	1,453,168
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	38,875
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	1,691
c	Add lines 2a and 2b.	2c	40,566
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,412,602
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,412,602
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	1,412,602

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	1,815,577
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	1,815,577
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	38,875
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,776,702
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				1,412,602
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			350,899	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,815,577				
a Applied to 2012, but not more than line 2a			350,899	
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.				1,412,602
e Remaining amount distributed out of corpus	52,076			
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	52,076			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	52,076			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .	52,076			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter (1) Value of all assets (2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). (3) Largest amount of support from an exempt organization (4) Gross investment income					

Part XV

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

1

Information Regarding Foundation Managers:

a

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

CANDICE K WEIR

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

2

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

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

a

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

CANDACE K WEIR
9 ELK STREET
ALBANY, NY 12207
(518) 431-3500

b

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

LETTER WITH SUPPORTING ATTACHMENTS TO FULLY DISCLOSE CHARITABLE PURPOSE OF APPLICANT

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,813,200
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

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

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes

☒ No

2b

If "Yes," complete the following schedule.

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

Sign Here

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

2014-11-12

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes

☐ No

Paid Preparer Use Only

Print/Type preparer's name

JUDY A CAHEE

Preparer's Signature

Date

Check if self-employed

☒

PTIN

P00281935

Firm's name

SAXBST LLP

Firm's EIN

46-4001827

Firm's address

26 COMPUTER DRIVE WEST ALBANY, NY 12205

Phone no

(518) 459-6700

Form 990-PF (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
25,000 SHS SYMMETRICOM, INC	P	2006-07-20	2013-12-03
15,000 SHS SYMMETRICOM, INC	P	2006-07-21	2013-12-03
3,000 SHS KIRKLAND'S, INC	P	2007-10-01	2013-04-01
47,000 SHS KIRKLAND'S, INC	P	2007-10-01	2013-04-02
8,300 SHS KIRKLAND'S, INC	P	2007-10-01	2013-05-21
7,700 SHS KIRKLAND'S, INC	P	2007-10-01	2013-05-22
34,000 SHS KIRKLAND'S, INC	P	2007-10-01	2013-05-23
20,000 SHS KIRKLAND'S, INC	P	2007-10-01	2013-05-24
30,000 SHS KIRKLAND'S, INC	P	2007-10-01	2013-05-28
19,313 SHS KIRKLAND'S, INC	P	2007-10-01	2013-06-28
20,687 SHS KIRKLAND'S, INC	P	2007-10-01	2013-07-01
1,400 SHS SYMMETRICOM, INC	P	2009-01-12	2013-12-03
600 SHS SYMMETRICOM, INC	P	2009-01-15	2013-12-03
2,900 SHS SYMMETRICOM, INC,	P	2009-01-20	2013-12-03
5,100 SHS SYMMTERICOM, INC	P	2009-11-19	2013-12-03
2,700 SHS OBAGI MEDICAL PRODUCTS	P	2010-12-03	2013-04-25
1,100 SHS OBAGI MEDICAL PRODUCTS	P	2010-12-06	2013-04-25
1,100 SHS OBAGI MEDICAL PRODUCTS	P	2011-01-01	2013-04-25
5,500 SHS OBAGI MEDICAL PRODUCTS	P	2011-01-12	2013-04-25
3,100 SHS OBAGI MEDICAL PRODUCTS	P	2011-01-13	2013-04-25
6,500 OBAGI MEDICAL PRODUCTS	P	2011-01-14	2013-04-25
517 SHS OBAGI MEDICAL PRODUCTS	P	2011-12-13	2013-04-25
600 SHS OBAGI MEDICAL PRODUCTS	P	2011-12-14	2013-04-25
2,924 SHS OBAGI MEDICAL PRODUCTS	P	2012-10-25	2013-04-25
15,959 SHS OBAGI MEDICAL PRODUCTS	P	2012-10-26	2013-04-25
PCM PARTNERS, L P II	P	2013-01-01	2013-12-31
PCM PARTNERS, L P II	P	2012-01-01	2013-12-31


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
179,500		171,918	7,582
107,700		100,440	7,260
34,447		3,061	31,386
542,591		47,953	494,638
119,876		8,468	111,408
109,423		7,856	101,567
488,769		34,690	454,079
291,253		20,405	270,848
449,041		30,608	418,433
332,805		19,705	313,100
356,685		21,107	335,578
10,052		4,890	5,162
4,308		2,112	2,196
20,822		10,201	10,621
36,618		24,241	12,377
64,800		29,217	35,583
26,400		11,936	14,464
26,400		12,507	13,893
132,000		63,152	68,848
74,400		35,480	38,920
156,000		74,101	81,899
12,408		5,044	7,364
14,400		5,861	8,539
70,176		36,160	34,016
383,016		197,813	185,203
		75,688	-75,688
714,093			714,093


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7,582
			7,260
			31,386
			494,638
			111,408
			101,567
			454,079
			270,848
			418,433
			313,100
			335,578
			5,162
			2,196
			10,621
			12,377
			35,583
			14,464
			13,893
			68,848
			38,920
			81,899
			7,364
			8,539
			34,016
			185,203
			-75,688
			714,093


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALBANY MEDICAL CENTER HOSPITAL FOUNDATION 43 NEW SCOTLAND AVE ALBANY,NY 12208	NONE	N/P	GENERAL	100,000
ALBANY MEDICAL CENTER HOSPITAL FOUNDATION 43 NEW SCOTLAND AVE ALBANY,NY 12208	NONE	N/P	GENERAL	1,000
SECOND STAGE THEATRE 305 W 43RD STREET NEWYORK,NY 10036	NONE	N/P	GENERAL	1,500
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEWYORK,NY 10019	NONE	N/P	GENERAL	25,000
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEWYORK,NY 10019	NONE	N/P	GENERAL	125,000
BROWN LEDGE FOUNDATION 25 WILSON STREET BURLINGTON,VT 05401	NONE	N/P	GENERAL	1,000
BALLARD PARK FOUNDATION PO BOX 96 WESTPORT,NY 12993	NONE	N/P	GENERAL	500
ALBANY INSTITUTE OF HISTORY & ART 125 WASHINGTON AVE ALBANY,NY 12210	NONE	N/P	GENERAL	1,000
EXCELSIOR COLLEGE 7 COLUMBIA CIRCLE ALBANY,NY 12203	NONE	N/P	GENERAL	250
DU BOIS INSTITUTE 104 MT AUBURN STREET CAMBRIDGE,MA 02138	NONE	N/P	GENERAL	25,000
THE BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET 8TH FL NEWYORK,NY 10022	NONE	N/P	GENERAL	50,000
HISTORIC CHERRY HILL 523 1/2 SOUTH PEARL STREET ALBANY,NY 12202	NONE	N/P	GENERAL	30,000
CORPORATION OF YADDO 312 UNION AVE SARATOGA SPRINGS,NY 12866	NONE	N/P	GENERAL	2,500
THE WASHINGTON PARK CONSERVANCY PO BOX 1145 ALBANY,NY 12201	NONE	N/P	GENERAL	250
SUNNYVIEW REHAB HOSPITAL FOUNDATION 1270 BELMONT AVE SCHENECTADY,NY 12308	NONE	N/P	GENERAL	500
Total  3a				1,813,200


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET 8TH FL NEW YORK,NY 10022	NONE	N/P	GENERAL	2,500
THE SCULPTURE CENTER 44-19 PURVES STREET LONG ISLAND CITY,NY 11101	NONE	N/P	GENERAL	1,000
UNIVERSITY AT ALBANY FOUNDATION UNIVERSITY ADMIN BLG UAB 209 ALBANY,NY 12222	NONE	N/P	GENERAL	1,000
CAPITAL REGION SPONSOR A SCHOLAR 3 PINE WEST PLAZA STE 305 ALBANY,NY 12205	NONE	N/P	GENERAL	1,000
FAMILIES IN NEED OF ASSISTANCE INC 69 BROOKLINE AVE ALBANY,NY 12203	NONE	N/P	GENERAL	2,500
THE NEXT STEP 2 HOLLAND AVE ALBANY,NY 12209	NONE	N/P	GENERAL	1,000
SECOND STAGE THEATRE 305 W 43RD STREET NEW YORK,NY 10036	NONE	N/P	GENERAL	25,000
SECOND STAGE THEATRE 305 W 43RD STREET NEW YORK,NY 10036	NONE	N/P	GENERAL	5,000
COLUMBIA'S METABOLIC BONE DISEASE PROGRAM 123 EAST 73RD STREET NEW YORK,NY 10021	NONE	N/P	GENERAL	5,000
GLOBAL HEALTH MINISTRY 3805 WEST CHESTER PIKE STE 100 NEWTOWN SQUARE,PA 19073	NONE	N/P	GENERAL	1,000
ARCHIVES OF AMERICAN ART - SMITHSONIAN INSTITUTE PO BOX 37012 MRC 937 STE 2200 WASHINGTON DC,DC 20013	NONE	N/P	GENERAL	3,000
THE HUMANE SOCIETY OF THE UNITED STATES 700 PROFESSIONAL DRIVE GAITHERSBURG,MD 20879	NONE	N/P	GENERAL	10,000
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK,NY 10019	NONE	N/P	GENERAL	30,000
CORPORATION OF YADDO 312 UNION AVE SARATOGA SPRINGS,NY 12866	NONE	N/P	GENERAL	10,000
ADIRONDACK COUNCIL 103 HAND AVE STE 3 ELIZABETHTOWN,NY 12932	NONE	N/P	GENERAL	1,000
Total  3a				1,813,200


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADIRONDACK MUSEUM PO BOX 99 BLUE MOUNTAIN LAKE,NY 12812	NONE	N/P	GENERAL	300
ALBANY TULA ALLIANCE 5 MORNINGSIDE DRIVE DELMAR,NY 12054	NONE	N/P	GENERAL	1,000
ALBANY ACADEMY FOR GIRLS 135 ACADEMY ROAD ALBANY,NY 12208	NONE	N/P	GENERAL	2,000
ALBANY COUNTY HISTORICAL ASSOCIATION 9 TEN BROECK PLACE ALBANY,NY 12210	NONE	N/P	GENERAL	1,000
ALBANY INSTITUTE OF HISTORY & ART 125 WASHINGTON AVE ALBANY,NY 12210	NONE	N/P	GENERAL	5,000
ALBANY PUBLIC LIBRARY 161 WASHINGTON AVE ALBANY,NY 12210	NONE	N/P	GENERAL	1,000
ALBANY SYMPHONY ORCHESTRA 19 CLINTON AVE ALBANY,NY 12210	NONE	N/P	GENERAL	1,000
AMERICAN CANCER SOCIETY 260 OSBORNE RD LOUDONVILLE,NY 12211	NONE	N/P	GENERAL	1,000
AMERICAN FARMLAND TRUST 1200 18TH ST NW - STE 800 WASHINGTON DC,DC 20036	NONE	N/P	GENERAL	1,000
AMERICAN RED CROSS 33 EVERETT RD ALBANY,NY 12205	NONE	N/P	GENERAL	1,000
ARCHIVES OF AMERICAN ART - SMITHSONIAN INSTITUTE PO BOX 17174 BALTIMORE,MD 21106	NONE	N/P	GENERAL	1,000
BALLARD PARK FOUNDATION PO BOX 96 WESTPORT,NY 12993	NONE	N/P	GENERAL	1,000
BLOCK ISLAND HISTORICAL SOCIETY PO BOX 79 BLOCK ISLAND,RI 02807	NONE	N/P	GENERAL	1,000
BLOCK ISLAND MEDICAL CENTER 6 PAYNE RD BLOCK ISLAND,RI 02807	NONE	N/P	GENERAL	1,000
BOQUET RIVER ASSOCIATION PO BOX 782 WILLSBORO,NY 12996	NONE	N/P	GENERAL	100
Total  3a				1,813,200


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET 8TH FL NEWYORK,NY 10022	NONE	N/P	GENERAL	5,000
BROWN LEDGE FOUNDATION 25 WILSON STREET BURLINGTON,VT 05401	NONE	N/P	GENERAL	1,000
CAPITAL CITY RESCUE MISSION 259 SOUTH PEARL STREET ALBANY,NY 12201	NONE	N/P	GENERAL	2,000
CAPITAL DISTRICT COMMUNITY GARDENS 40 RIVER STREET TROY,NY 12180	NONE	N/P	GENERAL	1,000
CAPITAL REPERTORY COMPANY 111 NORTH PEARL STREET ALBANY,NY 12207	NONE	N/P	GENERAL	2,000
CHAMPLAIN AREA TRAILS PO BOX 193 WESTPORT,NY 12993	NONE	N/P	GENERAL	1,000
CHURCH OF GOD OF PROPHECY 774 MADISON AVE ALBANY,NY 12208	NONE	N/P	GENERAL	2,000
COLONIE POLICE BENEVOLENT ASSOC INC PO BOX 457 NEWTONVILLE,NY 12128	NONE	N/P	GENERAL	1,000
COMMUNITY HOSPICE OF SARATOGA 179 LAWRENCE STREET SARATOGA SPRINGS,NY 12866	NONE	N/P	GENERAL	5,000
DOUBLE H RANCH 97 HIDDEN VALLEY RD LAKE LUZERNE,NY 12846	NONE	N/P	GENERAL	3,000
ESSEX COMMUNITY HERITAGE ORGANIZATION PO BOX 250 ESSEX,NY 12936	NONE	N/P	GENERAL	1,000
ELIZABETHTOWN COMMUNITY HOSPITAL PO BOX 277 ELIZABETHTOWN,NY 12932	NONE	N/P	GENERAL	2,000
FAMILIES IN NEED OF ASSISTANCE INC 69 BROOKLINE AVE ALBANY,NY 12203	NONE	N/P	GENERAL	2,000
FRESH AIR FUND 633 THIRD AVE 14TH FLOOR NEWYORK,NY 10017	NONE	N/P	GENERAL	1,000
FRIENDS OF ALBANY RURAL CEMETERY CEMETERY AVE ALBANY,NY 12204	NONE	N/P	GENERAL	5,000
Total  3a				1,813,200


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF PRUYN HOUSE 207 OLD NISKAYUNA RD LATHAM, NY 12110	NONE	N/P	GENERAL	300
THE OLANA PARTNERSHIP PO BOX 199 HUDSON, NY 12534	NONE	N/P	GENERAL	1,000
GARDEN CONSERVANCY PO BOX 219 COLD SPRING, NY 10516	NONE	N/P	GENERAL	2,500
GILDA'S CLUB ONE PENNY LANE LATHAM, NY 12110	NONE	N/P	GENERAL	1,000
GIRLS INC OF THE CAPITAL REGION 962 ALBANY STREET SCHENECTADY, NY 12307	NONE	N/P	GENERAL	3,000
GREATER LOUDONVILLE ASSOCIATION PO BOX 11144 LOUDONVILLE, NY 12211	NONE	N/P	GENERAL	1,000
HIGH PEAKS HOSPICE & PALLIATIVE CARE INC PO BOX 192 PORT HENRY, NY 12974	NONE	N/P	GENERAL	2,000
HISTORIC ALBANY FOUNDATION 89 LEXINGTON AVE ALBANY, NY 12206	NONE	N/P	GENERAL	3,000
HISTORIC CHERRY HILL 523 1/2 SOUTH PEARL STREET ALBANY, NY 12202	NONE	N/P	GENERAL	3,000
INTERFAITH PARTNERSHIP FOR THE HOMELESS 176 SHERIDAN AVE ALBANY, NY 12210	NONE	N/P	GENERAL	3,000
LAKE CHAMPLAIN COMMITTEE 106 MAIN STREET STE 200 BURLINGTON, VT 05401	NONE	N/P	GENERAL	1,000
LAKE CHAMPLAIN MARITIME MUSEUM 4472 BASIN HARBOR RD VERGENNES, VT 05491	NONE	N/P	GENERAL	300
LITERACY NY GREATER CAPITAL REGION 1450 WESTERN AVE STE 101 ALBANY, NY 12205	NONE	N/P	GENERAL	2,000
LITTLE SISTERS OF THE POOR 1 JEANNE JUGAN LANE LATHAM, NY 12110	NONE	N/P	GENERAL	2,000
MAKE A WISH FOUNDATION 711 EAST NORTHERN AVE PHOENIX, AZ 85020	NONE	N/P	GENERAL	1,000
Total  3a				1,813,200


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEALS ON WHEELS 20 RENNSELAER STREET ALBANY, NY 12202	NONE	N/P	GENERAL	1,000
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVE NEW YORK, NY 10028	NONE	N/P	GENERAL	60,000
THE MOUNT SINAI MEDICAL CENTER PO BOX 1049 NEW YORK, NY 10029	NONE	N/P	GENERAL	3,000
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	N/P	GENERAL	60,000
ADIRONDACK CHAPTER OF THE NATURE CONSERVANCY PO BOX 65 KEENE VALLEY, NY 12943	NONE	N/P	GENERAL	60,000
NATURE CONSERVANCY - BLOCK ISLAND PO BOX 1287 BLOCK ISLAND, RI 02807	NONE	N/P	GENERAL	20,000
NATIONAL MUSEUM OF RACING & HALL OF FAME 191 UNION AVE SARATOGA SPRINGS, NY 12866	NONE	N/P	GENERAL	1,000
NATIONAL MUSEUM OF WOMEN IN THE ARTS 1250 NY AVENUE NW WASHINGTON DC, DC 20005	NONE	N/P	GENERAL	1,000
NATIONAL PUBLIC RADIO 1111 NORTH CAPITOL STREET NE WASHINGTON DC, DC 20002	NONE	N/P	GENERAL	10,000
NATIONAL TRUST FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVE NW WASHINGTON DC, DC 20036	NONE	N/P	GENERAL	50,000
THE NEW YORK STATE HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024	NONE	N/P	GENERAL	10,000
THE NEW YORK STATE TROOPER FOUNDATION 3 AIRPORT PARK BLVD LATHAM, NY 12110	NONE	N/P	GENERAL	2,000
PRESERVATION LEAGUE OF NEW YORK STATE 44 CENTRAL AVE ALBANY, NY 12206	NONE	N/P	GENERAL	10,000
RENSSELAER COUNTY HISTORICAL SOCIETY 57 SECOND STREET TROY, NY 12180	NONE	N/P	GENERAL	1,000
RUNYON-WINCHELL CANCER FUND ONE EXCHANGE PLAZA 55 BROADWAY NEW YORK, NY 10006	NONE	N/P	GENERAL	1,000
Total  3a				1,813,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SARATOGA AUTO MUSEUM 110 AVENUE OF THE PINES SARATOGA SPRINGS,NY 12866	NONE	N/P	GENERAL	500
SHAKER ROAD-LOUDONVILLE FIRE DEPT 550 ALBANY SHAKER RD LOUDONVILLE,NY 12211	NONE	N/P	GENERAL	1,000
SHAKER HERITAGE SOCIETY 25 MEETING HOUSE RD ALBANY,NY 12211	NONE	N/P	GENERAL	1,000
ST ANDREWS ROMAN CATHOLIC CHURCH PO BOX 279 BLOCK ISLAND,RI 02807	NONE	N/P	GENERAL	2,000
ST ANNE'S FOUNDATION 160 NORTH MAIN AVE ALBANY,NY 12206	NONE	N/P	GENERAL	500
ST ELIZABETH'S CHURCH PO BOX 368 ELIZABETHTOWN,NY 12932	NONE	N/P	GENERAL	2,000
ST MARGARET'S CENTER 27 HACKETT BLVD ALBANY,NY 12208	NONE	N/P	GENERAL	200
ST MARY'S 10 LODGE STREET ALBANY,NY 12207	NONE	N/P	GENERAL	5,000
ST PATRICK'S PARISH 12 ST PATRICK PLACE PORT HENRY,NY 12974	NONE	N/P	GENERAL	1,000
ST PETER'S HOSPITAL FOUNDATION 319 SOUTH MANNING BLVD STE 309 ALBANY,NY 12208	NONE	N/P	GENERAL	1,000
ST PHILIP NERI CHURCH PO BOX 368 ELIZABETHTOWN,NY 12932	NONE	N/P	GENERAL	1,000
ST PIUS 23 CRUMITE ROAD LOUDONVILLE,NY 12211	NONE	N/P	GENERAL	3,000
THE NEXT STEP 2 HOLLAND AVE ALBANY,NY 12209	NONE	N/P	GENERAL	5,000
TIMES UNION HOPE FUND PO BOX 15000 ALBANY,NY 12212	NONE	N/P	GENERAL	1,000
VASSAR COLLEGE PO BOX 725 POUGHKEEPSIE,NY 12604	NONE	N/P	GENERAL	10,000
Total  3a				1,813,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VERMONT ETV 20 ETHAN ALLEN AVE COLCHESTER,VT 05446	NONE	N/P	GENERAL	1,000
WADHAMS FREE LIBRARY 763 NYS ROUTE 22 WADHAMS,NY 12993	NONE	N/P	GENERAL	1,000
WAMC NORTHEAST PUBLIC RADIO 318 CENTRAL AVE ALBANY,NY 12206	NONE	N/P	GENERAL	5,000
WMHT 4 GLOBAL VIEW TROY,NY 12180	NONE	N/P	GENERAL	5,000
WESTPORT DEPOT THEATRE PO BOX 414 WESTPORT,NY 12993	NONE	N/P	GENERAL	1,000
WESTPORT EMERGENCY SQUAD PO BOX 375 WESTPORT,NY 12993	NONE	N/P	GENERAL	500
WESTPORT TOWN LIBRARY PO BOX 436 WESTPORT,NY 12993	NONE	N/P	GENERAL	3,000
WILDWOOD FOUNDATION 2995 CURRY ROAD EXTENSION SCHENECTADY,NY 12303	NONE	N/P	GENERAL	1,000
THE WOMEN'S FUND OF THE CAPITAL REGION SIX TOWER PLACE ALBANY,NY 12203	NONE	N/P	GENERAL	1,000
CAPITAL REGION SPONSOR A SCHOLAR 3 PINE WEST PLAZA STE 305 ALBANY,NY 12205	NONE	N/P	GENERAL	4,000
RONALD MCDONALD HOUSE CHARITIES 139 SOUTH LAKE AVE ALBANY,NY 12208	NONE	N/P	GENERAL	25,000
FORT TICONDEROGA PO BOX 390 TICONDEROGA,NY 12883	NONE	N/P	GENERAL	500
ALBANY MEDICAL CENTER 43 NEW SCOTLAND AVE ALBANY,NY 12208	NONE	N/P	GENERAL	500,000
THE METROPOLITAN MUSEUM OF ART 11 WEST 53RD STREET NEW YORK,NY 10019	NONE	N/P	GENERAL	400,000
Total  3a				1,813,200

TY 2013 Accounting Fees Schedule**Name:** DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,600	1,800		1,800

TY 2013 Investments Corporate

Stock Schedule

Name:

DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN:

13-3797919

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50,000 SHS JABIL CIRCUIT, INC.	1,008,436	872,000
250,000 SHS KIRKLANDS, INC.	681,600	1,420,200
40,000 SHS SYMMETRICOM, INC.	0	0
10,000 SHS SYMMETRICOM, INC.	0	0
40,000 SHS CRAY, INC.	293,564	1,098,400
44,754 SHS VIASYSTEMS GROUP, INC.	202,658	612,235
60,000 SHS BEBE STORES, INC.	386,099	319,200
40,000 SHS CRAY, INC.	209,252	1,098,400
30,000 SHS FINISH LINE, INC.	426,898	845,100
80,000 SHS HARMONIC, INC.	472,858	590,400
5,246 SHS VIASYSTEMS GROUP, INC.	113,401	71,765
21,117 SHS OBAGI MEDICAL PRODUCTS, INC.	0	0
50,000 SHS STAGE STORES, INC.	662,507	1,111,000
70,000 SHS TTM TECHNOLOGIES, INC.	700,101	600,600
20,000 SHS JABIL CIRCUIT, INC.	279,379	348,800
50,000 SHS PHOTRONICS, INC.	386,365	451,500
80,600 SHS NEW YORK & CO., INC.	285,783	352,222
10,000 SHS FOSSIL, INC.	1,060,000	1,199,400
18,883 SHS OBAGI MEDICAL PRODUCTS, INC.	0	0
10,000 SHS STEINER LEISURE LIMITED	464,913	491,900
50,000 SHS RUDOLPH TECHNOLOGIES INC.	554,337	587,000
60,000 SHS BEBE STORES, INC.	322,526	319,200
20,000 SHS FINISAR CORP.	430,350	478,400
119,400 SHS NEW YORK & CO., INC.	498,060	521,778

TY 2013 Investments - Other Schedule**Name:** DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PCM PARTNERS LP, II	AT COST	5,966,100	7,086,811
PCM PARTNERS INTERNATIONAL, LTD.-PARTNERSHIP INTEREST	AT COST	2,800,000	9,016,299
ARTWORK	AT COST	1,014,937	1,014,937

TY 2013 Legal Fees Schedule

Name: DAVID AND CANDACE WEIR FOUNDATION
C/O CL KING & ASSOCIATES INC
EIN: 13-3797919

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	97	0		97

TY 2013 Other Decreases Schedule

Name: DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Description	Amount
MARKET VALUE ADJUSTMENT	1,948,634

TY 2013 Other Expenses Schedule**Name:** DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	8,203	7,723		480
INSURANCE	1,300	0		0
STORAGE FEES	3,919	0		0

TY 2013 Other Income Schedule**Name:** DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	16,527	16,527	16,527
CLASS ACTION SETTLEMENT	66,604	66,604	66,604
PCM PARTNERS LP II	12,270	0	12,270

TY 2013 Taxes Schedule**Name:** DAVID AND CANDACE WEIR FOUNDATION

C/O CL KING & ASSOCIATES INC

EIN: 13-3797919

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	591	591		0
EXCISE TAX ON INVESTMENT INCOME	413	413		0