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Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation THE SCHMIDT FAMILY FOUNDATION P02433004		A Employer identification number 13-6808881						
Number and street (or P O box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117		B Telephone number (see instructions) 866-888-5157						
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603		C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td>☐ Initial return</td><td>☐ Initial return of a former public charity</td></tr> <tr><td>☐ Final return</td><td>☐ Amended return</td></tr> <tr><td>☐ Address change</td><td>☐ Name change</td></tr> </table>			☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation								
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 48,906,182. J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,304,153.	1,296,128.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,751,324.			
	b Gross sales price for all assets on line 6a 26,241,122.				
	7 Capital gain net income (from Part IV, line 2)		1,751,324.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	10,302.			STMT
	12 Total. Add lines 1 through 11	3,065,779.	3,047,452.		
	13 Compensation of officers, directors, trustees, etc.	181,577.	136,183.		45,39
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 2	6,175.	NONE	NONE	6,17
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 3	41,813.	41,813.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	15,043.	14,904.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	168,281.	117.		168,16
	24 Total operating and administrative expenses. Add lines 13 through 23	412,889.	193,017.	NONE	219,73
	25 Contributions, gifts, grants paid	2,492,239.			2,492,23
	26 Total expenses and disbursements Add lines 24 and 25	2,905,128.	193,017.	NONE	2,711,97
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	160,651.				
b Net investment income (if negative, enter -0-)		2,854,435.			
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		9,767.	2,495.	2,495.
	2	Savings and temporary cash investments		634,771.	2,708,227.	2,708,227.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)		14,128,317.	17,584,662.	22,296,185.
	c	Investments - corporate bonds (attach schedule)		13,613,464.	9,899,998.	9,869,484.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)		12,783,505.	10,626,012.	14,029,791.
	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)		41,169,824.	40,821,394.	48,906,182.	
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)				NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒					
	check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		41,169,824.	40,821,394.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		41,169,824.	40,821,394.		
31	Total liabilities and net assets/fund balances (see instructions)		41,169,824.	40,821,394.		

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	41,169,824.
2	Enter amount from Part I, line 27a	2	160,651.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	41,330,475.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD COST ADJ	5	509,081.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	40,821,394.

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 PUBLICLY TRADED SECURITIES					
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 26,241,122.		24,489,798.	1,751,324.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			1,751,324.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,751,324.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	7,871,048.	46,448,147.	0.169459
2011	2,444,013.	51,301,990.	0.047640
2010	2,635,881.	50,410,313.	0.052289
2009	3,202,523.	48,890,376.	0.065504
2008	2,330,796.	49,901,651.	0.046708
2 Total of line 1, column (d)			2 0.381600
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 0.076320
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 47,239,982.
5 Multiply line 4 by line 3			5 3,605,355.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 28,544.
7 Add lines 5 and 6			7 3,633,899.
8 Enter qualifying distributions from Part XII, line 4			8 2,711,972.

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		1	57,089.
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			
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	
3 Add lines 1 and 2		3	57,089.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	57,089.
6 Credits/Payments.			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 20,652.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c 42,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	62,652.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	5,563.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 5,563. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ FL		
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.	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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		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 ☐ JP MORGAN CHASE BANK N.A. Telephone no ☐ (866) 888-5157			
	Located at ☐ 10 SOUTH DEARBORN STREET, CHICAGO, IL ZIP+4 ☐ 60603			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			☐
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ☐			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No	
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
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)	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☐ No**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
SEE STATEMENT 6		181,577.		

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	46,191,550.
b	Average of monthly cash balances	1b	1,767,823.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	47,959,373.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	47,959,373.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	719,391.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	47,239,982.
6	Minimum investment return. Enter 5% of line 5	6	2,361,999.

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	2,361,999.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	57,089.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	57,089.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,304,910.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,304,910.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,304,910.

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	2,711,972.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,711,972.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,711,972.

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				2,304,910.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	4,908,419.			
f Total of lines 3a through e	4,908,419.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>2,711,972.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				2,304,910.
e Remaining amount distributed out of corpus	407,062.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,315,481.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,315,481.			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	4,908,419.			
e Excess from 2013	407,062.			

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☐ 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:

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 PLEASE SEE ATTACHED				2,492,239.
Total			3a	2,492,239.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations)

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

16 -

		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.		

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.

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.

	11/11/2014	
Signature of officer or trustee	Date	Title

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

☒ Yes	☐ No
---	-----------------------------

Form **990-PF** (2013)

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	11,729.
DEFERRED INCOME	-1,427.

TOTALS	10,302.
	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TESCHER & SPALLINA PA	6,175.			6,175.
TOTALS	6,175.	NONE	NONE	6,175.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INVESTMENT MGMT FEES- MANNING	23,880.	23,880.
INVESTMENT MGMT FEES- SCHAFER	17,933.	17,933.
	-----	-----
TOTALS	41,813.	41,813.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FLORIDA DEPT OF STATE TAXES PD	139.	
FOREIGN TAXES	1,116.	1,116.
FOREIGN TAXES ON QUALIFIED FOR	10,612.	10,612.
FOREIGN TAXES ON NONQUALIFIED	3,176.	3,176.
	-----	-----
TOTALS	15,043.	14,904.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INSURANCE	13,308.		13,308.
DUES & SUBSCRIPTIONS	130.		130.
ADMINISTRATIVE EXPENSES	154,394.		154,394.
MISC EXP	332.		332.
MISC INVESTMENT EXP	117.	117.	
TOTALS	168,281.	117.	168,164.
	=====	=====	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

RICHARD L SCHMIDT

ADDRESS:

201 PLAZA REAL, STE 140

BOCA RATON, FL 33432

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CATHERINE SCHMIDT

ADDRESS:

1001 CALIFORNIA ST. #3

SAN FRANCISCO, CA 94108

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

RAYMOND WEBB

ADDRESS:

1000 E. MAPLE

MUNDELEIN, IL 60060

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

BARBARA SCHMIDT

ADDRESS:

201 PLAZA REAL, STE 140

BOCA RATON, FL 33432

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

JPMORGAN CHASE BANK NA

ADDRESS:

10 SOUTH DEARBORN STREET

CHICAGO, IL 60603

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 181,577.

TOTAL COMPENSATION: 181,577.

=====

THE SCHMIDT FAMILY FOUNDATION P02433004
FORM 990PF, PART XV - LINES 2a - 2d
=====

13-6808881

RECIPIENT NAME:

ATTN: KAREN KRUMHOLTZ

ADDRESS:

201 PLAZA REAL, STE 140

BOCA RATON, FL 33432

FORM, INFORMATION AND MATERIALS:

NO SPECIFIC FORMAT

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

The Schmidt Family Foundation
 EIN 13-6808881
 2013 Form 990-PF
 Part XV, Line 3a

* Public = Public
 Charity

Recipient	Relationship	Foundation Status	Amount
American Association of Caregiving Youth Boca Raton, FL	None	Public	\$ 25,000
American Heart Association, Florida Affiliate Boca Raton, FL	None	Public	40,000
The Barn at Spring Brook Farm, Inc. West Chester, PA	None	Public	25,000
Bethlehem University of the Holy Land, Inc. St Joseph, MO	None	Educational Institution	25,000
Big Brothers/Big Sisters of PB and Martin Counties, Inc. West Palm Beach, FL	None	Public	25,000
Boca Flag Football and Cheerleading Corp. Boca Raton, FL	None	Public	5,000
Boca Helping Hands Boca Raton, FL	None	Public	10,000
Boca Raton Regional Hospital Foundation Boca Raton, FL	None	Public	51,000
Boca Raton Historical Society Boca Raton, FL	None	Public	10,000
Boca Raton Museum of Art, Inc. Boca Raton, FL	None	Public	5,000
Boca Raton Philharmonic Symphonia, Inc. Boca Raton, FL	None	Public	5,000
Boca Raton's Promise - The Alliance for Youth Boca Raton, FL	None	Public	20,000
Boggy Creek Gang, Inc. Eustis, FL	None	Public	10,000
The Boys & Girls Club of Boca Raton Boca Raton, FL	None	Public	10,000
Catholic Relief Services Baltimore, MD	None	Public	125,000
Center for the Arts at Mizner Park Boca Raton, FL	None	Public	150,000

The Schmidt Family Foundation
 EIN 13-6808881
 2013 Form 990-PF
 Part XV, Line 3a

Recipient	Relationship	Foundation Status	Amount
Center for Youth Activities, Inc. Boca Raton, FL	None	Public	20,000
Center for Strategic Philanthropy & Civic Engagement, Inc. Boca Raton, FL	None	Public	25,000
Children's Museum, Inc. Boca Raton, FL	None	Public	15,000
Children's Place at Homesafe, Inc. West Palm Beach, FL	None	Public	10,000
Community Child Care Center of Delray Beach, Inc. Delray Beach, FL	None	Public	25,000
Cystic Fibrosis Foundadtion Ft. Lauderdale, FL	None	Public	5,000
Dixie Manor Children's Fund, Inc. Boca Raton, FL	None	Public	20,000
Florida Atlantic University Christine E Lynn College of Nursing Boca Raton, FL	None	Educational Institution	25,000
Florida Atlantic University - Peace Studies Boca Raton, FL	None	Educational Institution	18,800
Florida Atlantic University Foundation Boca Raton, FL	None	Educational Institution	22,500
Florida Atlantic University - Stadium Boca Raton, FL	None	Educational Institution	500,000
Florida Atlantic University - Wellness & Memory Center Boca Raton, FL	None	Educational Institution	15,000
Florence Fuller Child Development Center, Inc. Boca Raton, FL	None	Public	30,000
Food for the Poor, Inc. Pompano Beach, FL	None	Public	386,000
Friends of the Orphans Arlington Heights, IL	None	Public	25,000

The Schmidt Family Foundation
 EIN 13-6808881
 2013 Form 990-PF
 Part XV, Line 3a

Recipient	Relationship	Foundation Status	Amount
GFWC Boca Raton Women's Club Boca Raton, FL	None	Public	2,500
Gateway Community Outreach Deerfield Beach, Florida	None	Public	5,000
George Snow Scholarship Foundation Boca Raton, FL	None	Public	20,000
Hospice and Homecare by the Sea Boca Raton, FL	None	Public	10,000
In the Pines, Inc. Delray Beach, FL	None	Public	5,000
Junior League of Boca Raton Boca Raton, FL	None	Public	7,500
Learning Ally, Inc. Boca Raton, FL	None	Public	5,000
Leadership Med-U-Tech, Inc. Boca Raton, FL	None	Public	25,000
Lynn University Boca Raton, FL	None	Educational Institution	100,000
Make-A-Wish Foundation, Inc. Fort Lauderdale, FL	None	Public	10,000
The Migrant Association, Inc. Boynton Beach, FL	None	Public	10,000
Milagro Center Delray Beach, FL	None	Public	10,000
Order of St. John of Jerusalem Knights Hospitaller of Florida, Inc. Delray Beach, FL	None	Public	5,000
Palm Beach County Food Bank, Inc. West Palm Beach, FL	None	Public	35,000
Palm Beach County Literacy Coalition Delray Beach, FL	None	Public	10,000
Peaceful Mind Peaceful Life, Inc. Boca Raton, FL	None	Private Operating	100,000

The Schmidt Family Foundation
 EIN 13-6808881
 2013 Form 990-PF
 Part XV, Line 3a

Recipient	Relationship	Foundation Status	Amount
Propel, Inc. Boca Raton, FL	None	Public	5,000
Soroptimist International of the Americas, Inc. Boca Raton, FL	None	Public	1,144
Special Olympics - Broward County/Pinion, Inc. Ft. Lauderdale, FL	None	Public	2,500
Spirit of Giving Network, Inc. Boca Raton, FL	None	Public	100,000
Summer Search - Napa Sonoma Petaluma, CA	None	Public	25,000
Tri-County Humane Society Boca Raton, FL	None	Public	10,000
University of Chicago Chicago, Illinois	None	Educational Institution	200,000
Vets Helping Heros, Inc. Boca Raton, FL	None	Public	25,000
Vita Nova, Inc. West Palm Beach, FL	None	Public	50,000
WPBT Communications Foundation, Inc. Miami, FL	None	Public	15,000
YMCA Boca Raton, FL	None	Public	10,000
Florida Atlantic University - School of Social Work Boca Raton, FL	None	Educational Institution	2,500
Literacy Coalition Palm Beach County, FL	None	Public	1,250
American Association of Caregiving Youth Boca Raton, FL	None	Public	1,545

Total

Part XV, Line 3a

\$2,492,239



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	16,257,415.70	15,622,701.30	(634,714.40)	206,542.28	37%
Alternative Assets	14,037,822.30	14,029,790.78	(8,031.52)	3,049.51	33%
Cash & Fixed Income	11,852,783.11	12,189,798.29	337,015.18	377,889.08	30%
Market Value	\$42,148,021.11	\$41,842,290.37	(\$305,730.74)	\$587,480.87	100%

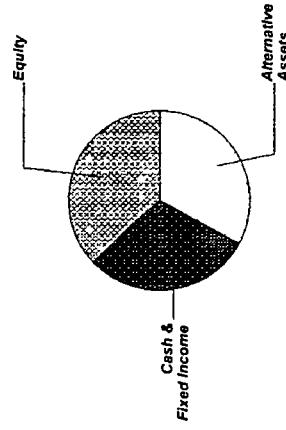
INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Accruals	4,153.14	5,195.96	1,042.82
Market Value	\$4,153.14	\$5,195.96	\$1,042.82

Cost Summary

	Cost
Equity	13,086,964.30
Cash & Fixed Income	12,220,311.78
Total	\$25,307,276.08

Asset Allocation



J.P.Morgan

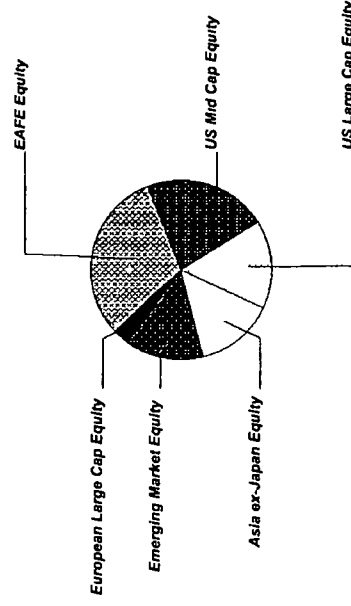


Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	2,604,301.67	2,553,217.64	(51,084.03)	6%
US Mid Cap Equity	3,200,385.57	3,241,524.21	41,138.64	8%
EAFE Equity	5,673,066.24	5,111,393.39	(561,672.85)	12%
European Large Cap Equity	596,155.00	600,430.00	4,275.00	1%
Asia ex-Japan Equity	2,241,248.76	2,194,664.86	(46,583.90)	5%
Emerging Market Equity	1,942,258.46	1,921,471.20	(20,787.26)	5%
Total Value	\$16,257,415.70	\$15,622,701.30	(\$634,714.40)	37%

Market Value/Cost	Current Period Value
Market Value	15,622,701.30
Tax Cost	13,086,964.30
Unrealized Gain/Loss	2,535,737.00
Estimated Annual Income	206,542.28
Yield	1.32%

Asset Categories



Equity as a percentage of your portfolio - 37 %

Equity Detail

J.P.Morgan



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	27 74	80,854 277	2,242,897 64	1,977,344 30	265,553 34	34,524 77	1 54 %
TRACTOR SUPPLY CO 892356-10-6 TSCO	77 58	4,000 000	310,320 00	64,520 00	245,800 00	2,080 00	0 67 %
Total US Large Cap Equity			\$2,553,217.64	\$2,041,864.30	\$511,353.34	\$36,604.77	1.43 %
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	149 98	10,388 000	1,557,992 24	874,931 29	683,060 95	20,474 74	1 31 %
PRUDENTIAL JENN M/C GROW-Z 74441C-80-8 PEGZ X	40 49	41,578 957	1,683,531 97	1,450,000 00	233,531 97		
Total US Mid Cap Equity			\$3,241,524.21	\$2,324,931.29	\$916,592.92	\$20,474.74	0.63 %
EAFE Equity							
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	43 04	81,657 351	3,514,532 39	2,880,000 00	634,532 39	56,751 85	1 61 %
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	23,800 000	1,596,861 00	1,565,428 44	31,432 56	40,531 40	2 54 %
Total EAFE Equity			\$5,111,393.39	\$4,445,428.44	\$665,964.95	\$97,283.25	1.90 %



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN .UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594 56 2515A1-LR-0	120 09	500,000 000	600,430 00	493,750 00	106,680 00		
Asia ex-Japan Equity							
MATTHEWS ASIA DIVIDEND-INS 577130-75-0 MIPI X	15 59	45,895 281	715,507 43	710,000 00	5,507 43	28,638 65	4 00%
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPT X	24 97	59,237 382	1,479,157 43	1,095,990 27	383,167 16		
Total Asia ex-Japan Equity			\$2,194,664.86	\$1,805,990.27	\$388,674.59	\$28,638.65	1.30%
Emerging Market Equity							
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	21 24	24,522 457	520,856 99	475,000 00	45,856 99	8,141 45	1.56%
VIRTUS EMERGING MKTS OPPOR-H 92828T-88-9 HIEM X	9 55	146,661 174	1,400,614 21	1,500,000 00	(99,385 79)	15,399 42	1 10%
Total Emerging Market Equity			\$1,921,471.20	\$1,975,000.00	(\$53,528.80)	\$23,540.87	1.22%

J.P.Morgan

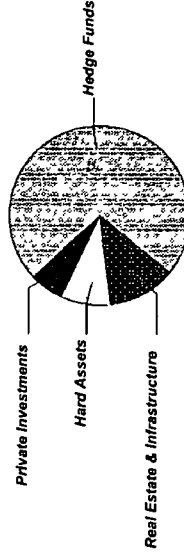


THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	10,193,014.65	10,312,089.38	119,074.73	24%
Private Investments	1,041,505.00	881,685.00	(159,820.00)	2%
Real Estate & Infrastructure	1,609,639.05	1,624,883.33	15,244.28	4%
Hard Assets	1,193,663.60	1,211,133.07	17,469.47	3%
Total Value	\$14,037,822.30	\$14,029,790.78	(\$8,031.52)	33%

Asset Categories



Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 33 %

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
ATLAS GLOBAL INVESTMENTS, LTD. CLASS D - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client 149913-92-3	1,858.90 11/29/13	367.967	684,014.52	500,000.00

J.P.Morgan



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
AVENUE INTERNATIONAL, LTD. - NEW				
ISSUES INELIGIBLE NON-SELF DEALING	13,826 71	45 428	628,119 85	500,000 00
FIDUCIARY INVESTORS - LEAD SERIES	11/29/13			
N/O Client				
053592-92-9				
BLACKSTONE PARTNERS OFFSHORE FUND				
LTD CLASS H2 - NEW ISSUES	1,319 37	1,272 118	1,678,394 33	1,236,008 03
INELIGIBLE NON-SELF DEALING	11/29/13			
FIDUCIARY INVESTORS - LEAD SERIES				
N/O Client				
092911-96-5				
BLUEMOUNTAIN LONG/SHORT CREDIT				
FUND LTD CLASS A - NEW ISSUES	1,039 32	500 000	519,657 76	500,000 00
INELIGIBLE NON-SELF DEALING	11/29/13			
FIDUCIARY 05-13				
N/O Client				
HFBMCA-DT-7				
BRAHMAN PARTNERS II OFFSHORE, LTD.				
CLASS H - NEW ISSUES INELIGIBLE	1,240 76	560 080	694,924 86	500,000 00
NON-SELF DEALING FIDUCIARY INVESTORS	11/29/13			
- LEAD SERIES				
N/O Client				
54321A-93-2				
COATUE OFFSHORE FUND, LTD. CLASS B				
SUB-CLASS D TRANCHE 5R (NON-SELF	163 04	5,336 028	869,986 58	500,000 00
DEALING FIDUCIARY INVESTORS NEW	11/29/13			
ISSUES INELIGIBLE) 01-08				
N/O Client				
190766-93-1				

J.P.Morgan



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
COATUE OFFSHORE FUND, LTD. CLASS B SUB-CLASS D-1 TRANCHE 6 (NON-SELF DEALING FIDUCIARY INVESTORS NEW ISSUES INELIGIBLE) 12-09 N/O Client 190766-94-9	169 50 11/29/13	4,089 168	693,102 49	500,000 00
DOUBLELINE LEVERAGED FUND LTD CLASS A - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS 10-12 N/O Client 258625-11-0	1,009 30 11/29/13	498 935	503,575 69	500,000 00
GRACIE INTERNATIONAL CREDIT OPPORTUNITIES FUND, LTD - 5% HOLDBACK N/O Client 384495-91-7	1 00 11/29/13	47,138 000	47,138 00	47,138 00
HALCYON PARTNERS OFFSHORE FUND LTD. NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client 383900-96-6	1,808 66 11/29/13	704 484	1,274,172 43	1,000,000 07
OCH-ZIFF OZOFII PRIVATE INVESTORS OFFSHORE LTD CLASS G PRIME - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS N/O Client 986903-92-0	161 10 11/29/13	8,465 581	1,363,830 08	1,000,000 00

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THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
SOUTHPAW CREDIT OPPORTUNITY FUND				
(FTE) LTD CLASS C - NEW ISSUES	101.68	5,000,000	508,403.00	500,000.00
INELIGIBLE NON-SELF DEALING	11/29/13			
FIDUCIARY INVESTORS 08-13				
N/O Client				
HFSPWA-PL-4				
YORK CREDIT OPPORTUNITIES UNIT TRUST				
CLASS B - NEW ISSUES INELIGIBLE	70.20	12,062,793	846,769.79	500,000.00
NON-SELF DEALING FIDUCIARY INVESTORS	11/29/13			
- LEAD SERIES				
N/O Client				
984593-94-7				
Total Hedge Funds			\$10,312,089.38	\$7,783,146.10

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THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Fund Strategy/Vintage	Capital Commitment Unfunded Commitment	(Net Capital Called Since Inception) Net Distribution Since Inception	(Net Capital Called)/ Distributed Since Inception	Estimated Capital Account Balance as of date	Net Contribution/ (Distribution) Since Last Capital Account Balance Date	Estimated Value Estimated Profit/ (Loss)	
Private Investments							
	BCP VI PRIVATE INVESTORS OFFSHORE, L P (NON SELF DEALING FIDUCIARY INVESTORS)	1,000,000 00 754,134 09	(245,865 91) 17,194 52	(228,671 39)	286,233 00 09/30/13	(592 00)	285,641 00 56,969 61
	N/O Client 05534X-93-7 LBO/2011						



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Fund Strategy/Vintage	Capital Commitment/ Unfunded Commitment	(Net Capital Called Since Inception) Net Distribution	(Net Capital Called/ Distributed Since Inception	Estimated Capital Account Balance as of date	Net Contribution/ (Distribution) Since Last Capital Account Balance Date	Estimated Value Estimated Profit/ (Loss)
Private Investments						
BLACKSTONE COMMERCIAL REAL ESTATE	1,000,000 00	(679,319 89)	(376,694 26)	768,161 00	(172,117 00)	596,044 00
DEBT CLASS A NSD FIDUCIARY(OFFSHORE)	320,680 11	302,625 63		09/30/13		219,349 74
N/O Client						
092915-92-5						
Direct Real Estate/2010						
Total Private Investments						\$881,685.00

"Unfunded Commitment" is only available for Private Equity Funds denominated in USD "Estimated Profit/(Loss)" is the comparison of your cash adjusted "Estimated Value" to your "(Net Capital Called)/Distributed Since Inception" This is an estimated value and is not intended to be used for the purposes of estimated taxable income nor as a substitute for Schedule K-1 "Vintage Year" refers to the first year in which the private equity fund called capital

Amounts shown above under "Estimated Capital Account Balance" for private equity funds are estimates of your value in the fund and are based on the latest fund-level values provided by the relevant funds as of the date noted below the value, which values may be as of a date (underlying fund value date) prior to the period covered by this statement. Therefore, such "Estimated Capital Account Balance" may not reflect the value of your interest for a specific private equity investment for the similar period. For additional information, please contact your J P Morgan representative

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which values may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J P Morgan representative

For private equity funds, amounts shown under "Estimated Value" are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market "Estimated Value" shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc Accrued Div.	Yield
Real Estate & Infrastructure						
BLACKSTONE REAL ESTATE CMBS OFFSHORE FUND LTD NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client 01290C-94-4	966 43	1,000,000 00		1,624,883 33 11/29/13		

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
BARC BEN BRENT 09/29/14 LNKD TO CO1 85% BARRIER- 5.47%CPN 15%CAP INITIAL LEVEL-09/13/13 112 63 06741T-K8-9	101.65	250,000 000	254,125 00	247,500 00	

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THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

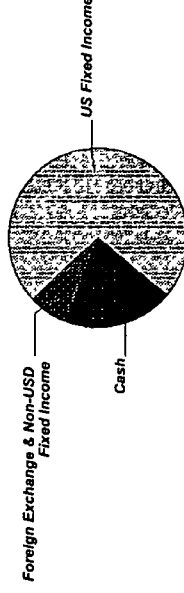
		Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets						
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	89,691 478	957,008 07	990,000 00	3,049 51	
Total Hard Assets			\$1,211,133 07	\$1,237,500.00	\$3,049.51	



THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	1,924,459.77	2,320,313.89	395,854.12	6%
US Fixed Income	9,066,252.89	8,997,825.44	(68,427.45)	22%
Foreign Exchange & Non-USD Fixed Income	862,070.45	871,658.96	9,588.51	2%
Total Value	\$11,852,783.11	\$12,189,798.29	\$337,015.18	30%



Cash & Fixed Income as a percentage of your portfolio - 30 %

Market Value/Cost	Current Period Value
Market Value	12,189,798.29
Tax Cost	12,220,311.78
Unrealized Gain/Loss	(30,513.49)
Estimated Annual Income	377,889.08
Accrued Interest	5,195.96
Yield	3 10 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	12,189,798.29	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	2,320,313.89	19%
Mutual Funds	9,869,484.40	81%
Total Value	\$12,189,798.29	100%

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THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

Note ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Cash							
US DOLLAR	1.00	2,320,313.89	2,320,313.89	2,320,313.89		696.09 47.45	0.03 % ¹
US Fixed Income							
PRUDENTIAL TOTAL RETURN BD-Z 74440B-40-5	13.97	114,127.22	1,594,357.24	1,664,000.00	(69,642.76)	59,574.40	3.74 %
PAYDEN HIGH INCOME FUND 704329-57-2	7.05	162,112.23	1,142,891.24	1,105,486.50	37,404.74	67,438.68	5.90 %
DOUBLELINE TOTAL RET BD-I 258620-10-3	10.78	146,465.12	1,578,894.02	1,653,000.00	(74,105.98)	81,581.07	5.17 %
EATON VANCE FLOATING RATE-I 277911-49-1	9.19	209,051.18	1,921,180.35	1,847,511.39	73,668.96	75,049.37	3.91 %
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11.89	136,554.62	1,623,634.46	1,625,000.00	(1,365.54)	43,834.03 3,686.97	2.70 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.89	104,395.60	1,136,868.13	1,140,000.00	(3,131.87)	15,554.94 1,461.54	1.37 %
Total US Fixed Income			\$8,997,825.44	\$9,034,997.89	(\$37,172.45)	\$343,032.49 \$5,148.51	3.81 %

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THE SCHMIDT FAMILY FOUNDATION ACCT P02433004
As of 12/31/13

		Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Foreign Exchange & Non-USD Fixed Income								
TEMPLETON GLOBAL BOND FD-AD		13.09	66,589.68	871,658.96	865,000.00	6,658.96	34,160.50	3.92%
880208-40-0								



SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	2,901,667.57	3,005,265.70	103,598.13	28,896.67	100%
Market Value	\$2,901,667.57	\$3,005,265.70	\$103,598.13	\$28,896.67	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Accruals	1,755.04	1,917.93	162.89
Market Value	\$1,755.04	\$1,917.93	\$162.89

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	2,901,667.57	2,258,642.29
Withdrawals & Fees		(23,880.46)
Net Additions/Withdrawals	\$0.00	(\$23,880.46)
Income	3,026.79	24,797.61
Change In Investment Value	100,571.34	745,706.26
Ending Market Value	\$3,005,265.70	\$3,005,265.70
Accruals	--	--
Market Value with Accruals	--	--

INCOME

	Current Period Value	Year-to-Date Value
	0.00	0.00
	\$0.00	\$0.00
	\$0.00	\$0.00
	1,917.93	1,917.93
	\$1,917.93	\$1,917.93

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SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	3,023 25	24,570 99
Foreign Dividends		215 00
Interest Income	3 54	11 62
Taxable Income	\$3,026.79	\$24,797.61

Cost Summary	Cost
Equity	2,277,330 07
Total	\$2,277,330.07

	Current Period Value	Year-to-Date Value
ST Realized Gain/Loss	7,407 07	90,709 54
LT Realized Gain/Loss	18,027 29	239,243 27
Realized Gain/Loss	\$25,434.36	\$329,952.81
Unrealized Gain/Loss		
		\$727,935.63



SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	2,901,667 57	3,005,265 70	103,598 13	100%

Market Value/Cost	Current Period Value
Market Value	3,005,265 70
Tax Cost	2,277,330 07
Unrealized Gain/Loss	727,935 63
Estimated Annual Income	28,896 67
Accrued Dividends	1,917 93
Yield	0 96 %

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SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

Note P indicates position adjusted for Pending Trade Activity

¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
ALCOA INC 013817-10-1 AA	10 63	7,300 000	77,599 00	63,058 79	14,540.21	876 00	1 13 %
ALERE INC 01449J-10-5 ALR	36 20	2,120 000	76,744 00	58,385 61	18,358 39		
ALEXANDRIA REAL ESTATE EQUITIES INC 015271-10-9 ARE	63 62	190 000	12,087 80	12,981 42	(893 62)	516 80 129 20	4 28 %
AMAZON COM INC 023135-10-6 AMZN	398 79	60 000	23,927 40	11,197 82	12,729 58		
APACHE CORP 037411-10-5 APA	85 94	640 000	55,001 60	57,373 30	(2,371.70)	512 00	0 93 %
APPLE INC. 037833-10-0 AAPL	561 02	90 000	50,491 80	37,769 37	12,722 43	1,098 00	2 17 %
BAKER HUGHES INC 057224-10-7 BHI	55 26	1,810 000	100,020 60	68,738 52	31,282.08	1,086 00	1 09 %
BECTON DICKINSON & CO 075887-10-9 BDx	110 49	530 000	58,559 70	36,092 90	22,466 80	1,155 40	1 97 %
BIOMED REALTY TRUST INC 09063H-10-7 BMR	18 12	600 000	10,872 00	10,886 03	(14 03)	600 00 150.00	5 52 %
BJ'S RESTAURANTS INC 09180C-10-6 BJRI	31 06	540 000	16,772 40	21,589 37	(4,816 97)		

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SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
C H ROBINSON WORLDWIDE INC 12541W-20-9 CHRW	58 35	880 000	51,348 00	51,153 92	194 08	1,232 00	2 40 %
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	59 53	1,280 000	76,198 40	69,312 59	6,885 81		
CATERPILLAR INC 149123-10-1 CAT	90 81	390 000	35,415 90	32,359 01	3,056 89	936 00	2 64 %
CERNER CORP 156782-10-4 CERN	55 74	1,220 000	68,002 80	18,891 57	49,111 23		
COCA-COLA CO 191216-10-0 KO	41 31	1,470 000	60,725 70	45,168 95	15,556 75	1,646 40	2 71 %
CORPORATE OFFICE PROPERTIES TRUST 22002T-10-8 OFC	23 69	290 000	6,870 10	8,079 61	(1,209 51)	319 00 79 75	4 64 %
COST OF PENDING PURCHASES	1 00	(8,717 120)	(8,717 12)	(8,717 12)			
D R HORTON INC 23331A-10-9 DHI	22 32	760 000	16,963 20	12,008 24	4,954 96		
DAVITA HEALTHCARE PARTNERS, INC 23918K-10-8 DVA	63 37	740 000	46,893 80	44,502 49	2,391 31		
DICKS SPORTING GOODS INC 253393-10-2 DKS	58 10	500 000	29,050 00	8,923 37	20,126 63	250 00	0 86 %
DIGITAL REALTY TRUST INC 253868-10-3 DLR	49 12	120 000	5,894 40	6,700 38	(805 98)	374 40 93 60	6 35 %
DIRECTV 25490A-30-9 DTV	69 06	950 000	65,607 00	43,490 78	22,116 22		
DUPONT FABROS TECHNOLOGY 26613Q-10-6 DFT	24 71	370 000	9,142 70	8,491 20	651 50	370 00 92 50	4 05 %



SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
E M C CORP MASS	25 15	3,950 000	99,342 50	86,830 18	12,512 32	1,580 00	1 59 %
268648-10-2 EMC							
EBAY INC	54 87	1,220 000	66,935 30	64,536 28	2,399 02		
278642-10-3 EBAY							
ELECTRONIC ARTS	22 94	2,490 000	57,120 60	41,532 31	15,588 29		
285512-10-9 EA							
EOG RESOURCES INC	167 84	200 000	33,568 00	21,247 99	12,320 01	150 00	0 45 %
26875P-10-1 EOG							
FACEBOOK INC-A	54 65	890 000	48,637 61	28,153 86	20,483 75		
30303M-10-2 FB							
FASTENAL CO	47 51	970 000	46,084.70	43,747 96	2,336 74	970 00	2 10 %
311900-10-4 FAST							
FORTINET INC	19 13	2,030 000	38,833 90	38,249 96	583 94		
34959E-10-9 FTNT							
F5 NETWORKS INC	90 86	430 000	39,069 80	34,457 01	4,612 79		
315616-10-2 FFIV							
GENERAL ELECTRIC CO	28 03	1,710 000	47,931 30	38,324.34	9,606 96	1,504 80	3.14 %
369604-10-3 GE						376.20	
GOOGLE INC	1,120 71	70 000	78,449 70	24,616 90	53,832 80		
CL A							
38259P-50-8 GOOG							
HCA HOLDINGS INC	47 71	460 000	21,946 60	21,151 70	794 90		
40412C-10-1 HCA							
HESS CORP	83 00	1,250 000	103,750 00	60,659 30	43,090 70	1,250 00	1 20 %
42809H-10-7 HES							
HOMEAWAY INC	40 88	400 000	16,352 00	9,437 17	6,914 83		
43739Q-10-0 AWAY							

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SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
INGREDION INCORPORATION 457187-10-2 INGR	68.46	530 000	36,283.80	35,445.03	838.77	890.40 222.60	2.45%
JOHNSON & JOHNSON 478160-10-4 JNJ	91.59	590 000	54,038.10	41,148.50	12,889.60	1,557.60	2.88%
JOY GLOBAL INC 481165-10-8 JOY	58.49	620 000	36,263.80	35,314.89	948.91	434.00	1.20%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	22.57	3,890 000	87,797.30	69,440.45	18,356.85		
KRAFT FOODS GROUP INC COM 50076Q-10-6 KRFT	53.91	500 000	26,955.00	20,041.97	6,913.03	1,050.00 262.50	3.90%
LENNAR CORP 526057-10-4 LEN	39.56	240 000	9,494.40	4,158.23	5,336.17	38.40	0.40%
LIN MEDIA LLC 532771-10-2 LIN	28.71	400 000	11,484.00	8,416.46	3,067.54		
LINKEDIN CORP - A 53578A-10-8 LNKD	216.83	70 000	15,178.10	7,218.25	7,959.85		
MCGRAW HILL FINANCIAL INC 580645-10-9 MHFI	78.20	400 000	31,280.00	20,286.49	10,993.51	448.00	1.43%
MEAD JOHNSON NUTRITION COMPANY CLASS A COMMON STOCK 582839-10-6 MJN	83.76	430 000	36,016.80	28,775.89	7,240.91	584.80 146.20	1.62%
MONSANTO CO 61166W-10-1 MON	116.55	500 000	58,275.00	25,334.75	32,940.25	860.00	1.48%
MSCI INCORPORATION 55354G-10-0 MSCI	43.72	710 000	31,041.20	23,773.43	7,267.77		



SCHMIDT FAMILY FOUNDATION-MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
NEXSTAR BROADCASTING GROUP CL A 65336K-10-3 NXST	55 73	190 000	10,588 70	7,303 70	3,285 00	91 20	0 86 %
PALO ALTO NETWORKS INC 697435-10-5 PANW	57 47	290 000	16,666 30	12,703 34	3,962 96		
PEABODY ENERGY CORP 704549-10-4 BTU	19 53	2,030 000	39,645 90	37,097 78	2,548 12	690 20	1 74 %
QUALCOMM INC 747525-10-3 QCOM	74 25	960 000	71,280 00	52,396 34	18,883 66	1,344 00	1 89 %
RANGE RESOURCES CORP 75281A-10-9 RRC	84 31	360 000	30,351 60	22,240 48	8,111 12	57 60	0 19 %
REALOGY HOLDINGS CORP 75605Y-10-6 RLGY	49 47	630 000	31,166 10	25,953 66	5,212 44		
P SHUTTERFLY INC 82568P-30-4 SFLY	50 93	470 000	23,937 10	23,751 59	185 51		
SINCLAIR BROADCAST GROUP INC CL A 829226-10-9 SBGI	35 73	480 000	17,150 40	15,407 81	1,742 59	288 00	1 68 %
SKYWORKS SOLUTIONS INC 83088M-10-2 SWKS	28 56	1,150 000	32,844 00	25,765 57	7,078 43		
SPIRIT AIRLINES INC 848577-10-2 SAVE	45 41	330 000	14,985 30	5,571 32	9,413 98		
STARZ SERIES A COMMON STOCK 85571Q-10-2 STRZ A	29 24	1,370 000	40,058 80	25,542 41	14,516 39		
TELEFLEX INC 879369-10-6 TFX	93 86	170 000	15,956 20	12,983 18	2,973 02	231 20	1 45 %



SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
TIME WARNER INC NEW 887317-30-3 TWX	69 72	830 000	57,867 60	25,247 61	32,619 99	954 50	1 65%
TOLL BROTHERS INC 889478-10-3 TOL	37 00	230 000	8,510 00	4,507 65	4,002 35		
TRIBUNE CO/NEW 896047-50-3 TRBA A	77 40	340 000	26,316 00	20,841 62	5,474 38		
TWENTY FIRST CENTY FOX INC CL A 90130A-10-1 FOXA	35 17	1,800 000	63,306 00	40,430 98	22,875 02	450 00	0 71 %
UNIVERSAL HEALTH SERVICES INC B 913903-10-0 UHS	81 26	200 000	16,252 00	9,177 85	7,074 15	40 00	0 25%
US DOLLAR	1 00	164,713 610	164,713 61	164,713 61		49 41 4 18	0 03 %
VERIFONE SYSTEMS, INC. 92342Y-10-9 PAY	26 82	830 000	22,260 60	21,348 93	911 67		
VIACOM INC CLASS B 92553P-20-1 VIAB	87 34	590 000	51,530 60	32,991 77	18,538 83	708 00	1 37 %
VOLCANO CORP 928645-10-0 VOLC	21 85	1,720 000	37,582 00	47,803 21	(10,221 21)		
WALT DISNEY CO 254687-10-6 DIS	76 40	420 000	32,088 00	7,744 80	24,343 20	361 20 361 20	1 13 %
WEATHERFORD INTL LTD H27013-10-3 WFT	15 49	1,810 000	28,036 90	19,799 28	8,237 62		
XYLEM INCORPORATION 98419M-10-0 XYL	34 60	560 000	19,376 00	16,061 80	3,314 20	260 96	1 35 %

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SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
YUM BRANDS INC 988498-10-1 YUM	75 61	730 000	55,195 30	49,206 36	5,988 94	1,080 40	1 96 %
Total US Large Cap Equity			\$3,005,265.70	\$2,277,330.07	\$727,935.63	\$28,896.67 \$1,917.93	0.96 %



SCHMIDT FAMILY FOUNDATION- MANNING & ACCT A14698004
For the Period 12/1/13 to 12/31/13

Portfolio Activity Summary

Transactions	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	151,564.53	--
INFLOWS		
Income	3,026.79	24,797.61
Total Inflows	\$3,026.79	\$24,797.61
OUTFLOWS **		
Fees & Commissions		(23,880.46)
Total Outflows	\$0.00	(\$23,880.46)
TRADE ACTIVITY		
Settled Sales/Maturities/Redemptions	90,098.14	1,418,294.16
Settled Securities Purchased	(79,975.85)	(1,348,118.85)
Total Trade Activity	\$10,122.29	\$70,175.31
Ending Cash Balance	\$164,713.61	--

* Year to date information is calculated on a calendar year basis

** Your account's standing instructions use a HIGH COST method for relieving assets from your position

Cost Adjustments	Current Period Value	Year-To-Date Value*
Cost Adjustments	(1,722.39)	(1,985.37)
Total Cost Adjustments	(\$1,722.39)	(\$1,985.37)

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SCHMIDT FMLY FNDTN FIXED INCOME ACC ACCT P02433202
For the Period 8/1/13 to 8/31/13

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Cash & Fixed Income	11,616.37	0.00	(11,616.37)		
Market Value	\$11,616.37	\$0.00	(\$11,616.37)		\$0.00

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	11,616.37	5,169,239.52
Additions		10,714.18
Withdrawals & Fees	(11,616.37)	(5,203,535.40)
Securities Transferred Out		(0.03)
Net Additions/Withdrawals	(\$11,616.37)	(\$5,192,821.25)
Income		30,866.68
Change In Investment Value		(7,284.95)
Ending Market Value	\$0.00	\$0.00

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SCHMIDT FMLY FNDTN FIXED INCOME ACC ACCT P02433202
For the Period 8/1/13 to 8/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Interest Income		31,766 74
Ordinary Income		469 30
Accrued Interest Current Year		(1,369 36)
Taxable Income		\$30,866.68

	Current Period Value	Year-to-Date Value
ST Realized Gain/Loss		(2,365 53)
LT Realized Gain/Loss		(1,430 71)
Realized Gain/Loss		(\$3,796.24)

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SCHMIDT FMLY FNDTN FIXED INCOME ACC ACCT P02433202
For the Period 8/1/13 to 8/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	11,616.37	0.00	(11,616.37)	



SCHMIDT FMLY FNDTN FIXED INCOME ACC ACCT P02433202
For the Period 8/1/13 to 8/31/13

Portfolio Activity Summary

Transactions	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	11,616.37	--
INFLOWS		
Income		30,397.38
Contributions		10,714.18
Total Inflows	\$0.00	\$41,111.56
OUTFLOWS **		
Withdrawals	(11,616.37)	(5,203,535.40)
Total Outflows	(\$11,616.37)	(\$5,203,535.40)
TRADE ACTIVITY		
Settled Sales/Maturities/Redemptions		7,951,893.95
Settled Securities Purchased		(2,856,960.62)
Total Trade Activity	\$0.00	\$5,094,933.33
Ending Cash Balance	\$0.00	--

* Year to date information is calculated on a calendar year basis

** Your account's standing instructions use a HIGH COST method for relieving assets from your position

Securities Transferred In/Out	Current Period Value	Year-To-Date Value*
Securities Transferred Out		(0.03)

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SCHMIDT FMLY FNDTN FIXED INCOME ACC ACCT P02433202
For the Period 8/1/13 to 8/31/13

Portfolio Activity Detail

INFLOWS & OUTFLOWS

Settle Date	Type	Description	Quantity		Per Unit Amount	Amount
	Selection Method		Cost			
8/6	Misc Disbursement	FUNDS TRANSFERRED TO MAIN SCHMIDT FAMILY FOUNDATION ACCOUNT P02433004 FROM FIXED INCOME PORTFOLIO P02433202				(11,616.37)



SCHMIDT FAMILY FOUNDATION-SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	3,980,469.43	4,056,130.95	75,661.52	130,210.87	100%
Market Value	\$3,980,469.43	\$4,056,130.95	\$75,661.52	\$130,210.87	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Accruals	15,293.66	10,515.52	(4,778.14)
Market Value	\$15,293.66	\$10,515.52	(\$4,778.14)

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	3,980,469.43	3,255,026.99
Withdrawals & Fees	(28.59)	(19,166.41)
Net Additions/Withdrawals	(\$28.59)	(\$19,166.41)
Income	15,896.42	127,581.42
Change In Investment Value	59,793.69	692,688.95
Ending Market Value	\$4,056,130.95	\$4,056,130.95
Accruals	--	--
Market Value with Accruals	--	--

INCOME

	Current Period Value	Year-to-Date Value
	0.00	0.00
	\$0.00	\$0.00
	\$0.00	\$0.00
	10,515.52	10,515.52
	\$10,515.52	\$10,515.52

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SCHMIDT FAMILY FOUNDATION- SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	12,697 96	96,466 56
Foreign Dividends	3,193 06	31,092 51
Interest Income	5 40	22 35
Taxable Income	\$15,896.42	\$127,581.42

Cost Summary	Cost
Equity	2,608,280 16
Total	\$2,608,280.16

	Current Period Value	Year-to-Date Value
LT Realized Gain/Loss		143,654 21
Realized Gain/Loss		\$143,654.21
Unrealized Gain/Loss		\$1,447,850.79

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Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	3,980,469.43	4,056,130.95	75,661.52	100%

Market Value/Cost	Current Period Value
Market Value	4,056,130.95
Tax Cost	2,608,280.16
Unrealized Gain/Loss	1,447,850.79
Estimated Annual Income	130,210.87
Accrued Dividends	10,515.52
Yield	3.21%

Note. ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
ALTRIA GROUP INC 02209S-10-3 MO	38.39	3,500,000	134,365.00	61,833.95	72,531.05	6,720.00 1,680.00	5.00%
ASTRAZENECA PLC SPONS ADR 046353-10-8 AZN	59.37	1,850,000	109,834.50	70,393.04	39,441.46	5,180.00	4.72%



SCHMIDT FAMILY FOUNDATION- SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
AT&T INC 00206R-10-2 T	35 16	2,760 000	97,041 60	68,684 00	28,357 60	5,078 40	5 23 %
BCE INC 05534B-76-0 BCE	43 29	2,365 000	102,380 85	104,825 63	(2,444 78)	5,290 50 1,124 13	5 17 %
BOEING CO 097023-10-5 BA	136 49	1,200 000	163,788 00	66,466 41	97,321 59	3,504 00	2 14 %
CHEVRON CORP 166764-10-0 CVX	124 91	1,100 000	137,401 00	75,823 56	61,577 44	4,400 00	3 20 %
CISCO SYSTEMS INC 17275R-10-2 CSCO	22 43	4,440 000	99,589 20	92,085 45	7,503 75	3,019 20	3 03 %
CONOCOPHILLIPS 20825C-10-4 COP	70 65	1,830 000	129,289 50	75,242 52	54,046 98	5,050 80	3 91 %
DIAGEO P L C SPONS ADR NEW 25243Q-20-5 DEO	132 42	1,200 000	158,904 00	64,894 80	94,009 20	3,597 60	2 26 %
DIAMOND OFFSHORE DRILLING INC 25271C-10-2 DO	56 92	1,545 000	87,941 40	111,351 25	(23,409 85)	772 50	0 88 %
DOMINION RESOURCES INC VA 25746U-10-9 D	64 69	1,650 000	106,738 50	69,533 31	37,205 19	3,712 50	3 48 %
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	64 97	1,550 000	100,703 50	52,465 77	48,237 73	2,790 00	2 77 %
ELI LILLY & CO 532457-10-8 LLY	51 00	2,450 000	124,950 00	83,876 22	41,073 78	4,802 00	3 84 %
GENERAL ELECTRIC CO 369604-10-3 GE	28 03	4,000 000	112,120 00	37,920 00	74,200 00	3,520 00 880 00	3 14 %
GENUINE PARTS CO 372460-10-5 GPC	83 19	1,260 000	104,819 40	36,524 12	68,295 28	2,709 00 677 25	2 58 %

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SCHMIDT FAMILY FOUNDATION- SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
HCP, INC 40414L-10-9 HCP	36 32	2,050 000	74,456 00	63,461 54	10,994 46	4,305 00	5 78 %
HEALTH CARE REIT INC 42217K-10-6 HCN	53 57	1,570 000	84,104 90	53,419 66	30,685 24	4,804 20	5 71 %
HSBC HOLDINGS PLC SPONS ADR 404280-40-6 HSBC	55 13	1,430,000	78,835 90	68,343 84	10,492 06	3,432 00	4 35 %
INTEL CORP 458140-10-0 INTC	25 96	4,500 000	116,797 50	97,676 32	19,121 18	4,050 00	3 47 %
JOHNSON & JOHNSON 478160-10-4 JNJ	91 59	1,270 000	116,319 30	77,525 86	38,793 44	3,352 80	2 88 %
JP MORGAN CHASE & CO 46625H-10-0 JPM	58 48	1,325 000	77,486 00	60,506 92	16,979 08	2,014 00	2 60 %
KIMBERLY-CLARK CORP 494368-10-3 KMB	104 46	935 000	97,670 10	45,557 30	52,112 80	3,029 40 757 35	3 10 %
KRAFT FOODS GROUP INC COM 50076Q-10-6 KRFT	53 91	896 000	48,303 36	24,570 86	23,732 50	1,881 60 470 40	3 90 %
MERCK AND CO INC 58933Y-10-5 MRK	50 05	2,390 000	119,619 50	79,358 52	40,260 98	4,206 40 1,051 60	3 52 %
METLIFE INC 59156R-10-8 MET	53 92	2,010 000	108,379 20	80,956 76	27,422 44	2,211 00	2 04 %
MICROSOFT CORP 594918-10-4 MSFT	37 41	3,310 000	123,827 10	81,804 27	42,022 83	3,707 20	2 99 %
NEXTERA ENERGY INC 65339F-10-1 NEE	85 62	1,750 000	149,835 00	82,960 40	66,874 60	4,620 00	3 08 %



SCHMIDT FAMILY FOUNDATION- SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	87 13	1,050 000	91,486 50	39,738 33	51,748 17	3,948 00 987 00	4 32%
RAYTHEON CO 755111-50-7 RTN	90 70	1,750 000	158,725 00	91,675 34	67,049 66	3,850 00 962 50	2 43%
ROYAL DUTCH SHELL PLC ADR 780259-10-7 RDS B	75 11	1,650 000	123,931 50	117,216 19	6,715 31	5,940 00	4 79%
THE TRAVELERS COMPANIES INC. 89417E-10-9 TRV	90 54	910 000	82,391 40	41,294 35	41,097 05	1,820 00	2 21%
UNILEVER N V 904784-70-9 UN	40 23	2,700 000	108,621 00	60,317 81	48,303 19	3,202 20	2 95%
US DOLLAR	1 00	231,916 240	231,916 24	231,916 24		69 57 5 78	0 03%
VODAFONE GROUP PLC SPONS ADR 92857W-20-9 VOD	39 31	3,900 000	153,309 00	78,592 77	74,716 23	6,201 00 1,919 51	4 04%
3M CO 88579Y-10-1 MMM	140 25	1,000 000	140,250 00	59,466 85	80,783 15	3,420 00	2 44%
Total US Large Cap Equity			\$4,056,130.95	\$2,608,280.16	\$1,447,850.79	\$130,210 87 \$10,515.52	3 21%



SCHMIDT FAMILY FOUNDATION- SCHAFER C ACCT A14700008
For the Period 12/1/13 to 12/31/13

Portfolio Activity Summary

Transactions	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	216,048.41	--
INFLOWS		
Income	15,896.42	127,581.42
Total Inflows	\$15,896.42	\$127,581.42
OUTFLOWS **		
Withdrawals		(117.00)
Fees & Commissions		(17,933.24)
Tax Payments	(28.59)	(1,116.17)
Total Outflows	(\$28.59)	(\$19,166.41)
TRADE ACTIVITY		
Settled Sales/Maturities/Redemptions		338,665.46
Settled Securities Purchased		(387,125.00)
Total Trade Activity	\$0.00	(\$48,459.54)
Ending Cash Balance	\$231,916.24	--

* Year to date information is calculated on a calendar year basis

** Your account's standing instructions use a HIGH COST method for relieving assets from your position

Cost Adjustments	Current Period Value	Year-To-Date Value*
Cost Adjustments		(3,101.83)
Total Cost Adjustments	\$0.00	(\$3,101.83)

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