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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](http://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 VILLCHUR FOUNDATION		<b>A Employer identification number</b> 14-1764435
Number and street (or P O box number if mail is not delivered to street address) PO BOX 306	Room/suite	<b>B Telephone number (see instructions)</b> (845) 679-6509
City or town, state or province, country, and ZIP or foreign postal code WOODSTOCK, NY 12498		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,533,770	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	675			
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	326,725	326,637	326,725	
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 <input checked="" type="checkbox"/>	158,657			
	<b>b</b> Gross sales price for all assets on line 6a 17,872,332				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		50,947		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold . . . . .					
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .					
<b>11</b> Other income (attach schedule) . . . . . <input checked="" type="checkbox"/>	28,118	7,116	28,118		
<b>12 Total.</b> Add lines 1 through 11 . . . . .	514,175	384,700	354,843		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . . <input checked="" type="checkbox"/>	120	40		
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) <input checked="" type="checkbox"/>	18,037	6,013		
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
<b>23</b> Other expenses (attach schedule) . . . . . <input checked="" type="checkbox"/>	20,746	6,293			
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	38,903	12,346		0	
<b>25</b> Contributions, gifts, grants paid . . . . .	150,200			150,200	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	189,103	12,346		150,200	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	325,072				
<b>b Net investment income</b> (if negative, enter -0-)		372,354			
<b>c Adjusted net income</b> (if negative, enter -0-)			354,843		

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

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .					
	<b>2</b>	Savings and temporary cash investments . . . . .	237,953	98,136	98,136		
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	303				
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)					
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	291,587	4,420,384	4,420,384		
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	3,851,279				
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .					
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b>	Other assets (describe ▶ _____)		15,250	15,250			
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	4,381,122	4,533,770	4,533,770			
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .					
	<b>18</b>	Grants payable . . . . .					
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)		7,000	7,000		
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		7,000	7,000			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b>	Unrestricted . . . . .	4,381,122	4,526,770			
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/>		<b>and complete lines 27 through 31.</b>				
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .					
	<b>28</b>	Paid-in or capital surplus, or land, bldg , and equipment fund					
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds					
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	4,381,122	4,526,770				
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	4,381,122	4,533,770				

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	4,381,122
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	325,072
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	18,144
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	4,724,338
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	197,568
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	4,526,770

**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)
<b>1a</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b>	Capital gain net income or (net capital loss) <span style="font-size: small;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	50,947
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <span style="font-size: small;">If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</span>	<b>3</b>	

**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	229,750	4,085,290	0.056238
2011		7,775	
2010		6,608	
2009		7,827	
2008		11,541	

<b>2</b>	<b>Total</b> of line 1, column (d).	<b>2</b>	0.056238
<b>3</b>	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	<b>3</b>	0.056238
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	4,386,095
<b>5</b>	Multiply line 4 by line 3.	<b>5</b>	246,665
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	3,724
<b>7</b>	Add lines 5 and 6.	<b>7</b>	250,389
<b>8</b>	Enter qualifying distributions from Part XII, line 4.	<b>8</b>	150,200

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

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

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes amounts like 7,447, 7,000, 85, 532, and 0.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-e) for activities. Includes Yes/No columns and specific questions about political activities and tax returns.

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.VILLCHURFOUNDATION.ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>MIRIAM BERG</b> Telephone no <b>(845) 679-6509</b> Located at <b>PO BOX 407 BEARSVILLE NY</b> ZIP +4 <b>12409</b>			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
<b>16</b>	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? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.			<b>Yes</b>	<b>No</b>
<b>1a</b>	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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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"/>	<b>1b</b>		
<b>c</b>	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?	<b>1c</b>		
<b>2</b>	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))			
<b>a</b>	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 <b>20</b> ____, <b>20</b> ____, <b>20</b> ____, <b>20</b> ____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions).	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> ____, <b>20</b> ____, <b>20</b> ____, <b>20</b> ____			
<b>3a</b>	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>b</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> )	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> 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</p> <p><b>(5)</b> 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</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> 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 checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p><b>6a</b> 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</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p><b>7a</b> 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</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>		
	<b>6b</b>		<b>No</b>
	<b>7b</b>		

**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
MIRIAM BERG PO BOX 306 WOODSTOCK, NY 12498	PRESIDENT/TR 2 00	0	0	0
NANCY SUMMER PO BOX 407 BEARSVILLE, NY 12409	VICE PRESIDE 1 00	0	0	0
GLORIA BULEY PO BOX 407 BEARSVILLE, NY 12409	SECRETARY 1 00	0	0	0

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

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

**Total** number of other employees paid over \$50,000.

**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. . . . . ▶

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	4,124,018
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	328,870
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	4,452,888
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	4,452,888
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	66,793
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	4,386,095
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	219,305

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	219,305
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	7,447
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	7,447
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	211,858
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	211,858
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	211,858

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	150,200
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	150,200
<b>5</b>	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). . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	150,200

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				211,858
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .				
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				
<b>b</b> From 2009. . . . .				
<b>c</b> From 2010. . . . .				
<b>d</b> From 2011. . . . .				
<b>e</b> From 2012. . . . . 32,362				
<b>f Total</b> of lines 3a through e. . . . .	32,362			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 150,200				
<b>a</b> Applied to 2012, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2013 distributable amount. . . . .				150,200
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	32,362			32,362
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				29,296
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a. . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				
<b>b</b> Excess from 2010. . . . .				
<b>c</b> Excess from 2011. . . . .				
<b>d</b> Excess from 2012. . . . .				
<b>e</b> Excess from 2013. . . . .				

**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>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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) )

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**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

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**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

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

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

---

**c** Any submission deadlines

---

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

**Part XV Supplementary Information** (continued)

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

Recipient	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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3a</b> 150,200
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>▶ 3b</b>





**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)				
<b>a</b> <i>Paid during the year</i>				
AAIA PO BOX 5006 HAGERSTOWN, MD 21741			OPERATING EXPENSES	500
ACLU FOUNDATION 125 BROAD ST 18TH FL NEW YORK, NY 10004			OPERATING EXPENSES	500
AMERICANS UNITED PO BOX 96033 850 EAST TOWER WASHINGTON, DC 20090			OPERATING EXPENSES	500
ASHOKAN CENTER 477 BEAVERKILL ROAD OLIVEBRIDGE, NY 12461			OPERATING EXPENSES	500
AWAN POB 53 WOODSTOCK, NY 12498			OPERATING EXPENSES	500
CARTER CENTER 1 COPEN HILL ATLANTA, GA 30307			OPERATING EXPENSES	500
CATHOLICS FOR CHOICE 1436 U ST NW STE 301 WASHINGTON, DC 20009			OPERATING EXPENSES	500
COMMUNITY CATALYST 30 WINTER ST 10TH FL BOSTON, MA 02108			OPERATING EXPENSES	500
FAMILY OF WOODSTOCK PO BOX 3516 KINGSTON, NY 12402			OPERATING EXPENSES	60,000
FOOD BANK OF THE HUDSON VALLEY 195 HUDSON ST CORNWALLONHUDSON, NY 12520			OPERATING EXPENSES	500
FRESH AIR FUND 633 THIRD AVE 14TH FL NEW YORK, NY 10164			OPERATING EXPENSES	500
FRIENDS OF THE LIBRARY 5 LIBRARY LANE WOODSTOCK, NY 12498			OPERATING EXPENSES	5,000
HISTORICAL SOCIETY OF WOODSTOCK PO BOX 841 WOODSTOCK, NY 12498			OPERATING EXPENSES	500
HOSPICE FOUNDATION 34 BROADWAY KINGSTON, NY 12401			OPERATING EXPENSES	1,000
KODI KIDS CATSKILL ROTARY POB 152 WOODSTOCK, NY 12498			OPERATING EXPENSES	500
<b>Total . . . . .</b>				<b>150,200</b>

**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)				
<b>a</b> <i>Paid during the year</i>				
LEARNING ALLIANCE 20 ROSZEL RD PRINCETON, NJ 08540			OPERATING EXPENSES	500
MAVERICK CONCERTS PO BOX 9 WOODSTOCK, NY 12498			OPERATING EXPENSES	1,000
MOUNT HOLYOKE COLLEGE 50 COLLEGE ST MOUNT HADLEY, MA 01075			OPERATING EXPENSES	500
MPP FOUNDATION PO BOX 77492 WASHINGTON, DC 20013			OPERATING EXPENSES	500
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CTR DR RESTON, VA 20190			OPERATING EXPENSES	500
NATIONAL WOMENS HEALTH NETWORK 1413 K ST NW 4TH FLOOR WASHINGTON, DC 20005			OPERATING EXPENSES	500
PPMHV 178 CHURCH ST POUGHKEEPSIE, NY 12601			OPERATING EXPENSES	5,000
PUBLIC CITIZEN 1600 20TH ST NW WASHINGTON, DC 20009			OPERATING EXPENSES	500
RCRC EDUC FUND 1413 K ST NW 14TH FL WASHINGTON, DC 20005			OPERATING EXPENSES	500
WOODSTOCK ARTISTS ASSOCMUSEUM 28 TINKER ST WOODSTOCK, NY 12498			OPERATING EXPENSES	10,000
WOODSTOCK EMERG RESCUE SQUAD PO BOX 222 WOODSTOCK, NY 12498			OPERATING EXPENSES	10,000
WOODSTOCK FARM ANIMAL SANCTUARY PO BOX 1329 WOODSTOCK, NY 12498			OPERATING EXPENSES	100
WOODSTOCK FIRE CO NO 1 PO BOX 452 WOODSTOCK, NY 12498			OPERATING EXPENSES	10,000
WOODSTOCK LAND CONSERVANCY PO BOX 864 WOODSTOCK, NY 12498			OPERATING EXPENSES	500
WOODSTOCK MEALS ON WHEELS 16 TINKER ST WOODSTOCK, NY 12498			OPERATING EXPENSES	500
<b>Total . . . . .</b>				150,200

**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)				
<b>a</b> <i>Paid during the year</i>				
WOODSTOCK PLAYHOUSE PO BOX 1434 WOODSTOCK, NY 12498			OPERATING EXPENSES	1,000
WOODSTOCK SCHOOL OF ART PO BOX 338 WOODSTOCK, NY 12498			OPERATING EXPENSES	10,000
LIVE MONARCH 3003-C8 YAMATO ROAD 1015 BOCA RATON, FL 33434			OPERATING EXPENSES	500
LEBANON HISTORICAL SOCIETY PO BOX 151 LEBANON, CT 06249			OPERATING EXPENSES	500
GOOD NEIGHBOR FOOD PANTRY PO BOX 619 WOODSTOCK, NY 12498			OPERATING EXPENSES	1,000
NEW ORGANIZING INSTITUTION EDUCATIO 1133 19TH ST NW STE 550 WASHINGTON, DC 20036			OPERATING EXPENSES	1,000
OVERLOOK MOUNTAIN CENTER PO BOX 1278 WOODSTOCK, NY 12498			OPERATING EXPENSES	1,000
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065			OPERATING EXPENSES	500
BARNARD COLLEGE 3009 BROADWQAY NEW YORK, NY 10027			OPERATING EXPENSES	500
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL ST NEW YORK, NY 10005			OPERATING EXPENSES	500
CHARITY WATCH PO BOX 843324 KANSAS CITY, MO 64181			OPERATING EXPENSES	100
HUDSON RIVER MARITIME MUSEUM 50 RONDOUT LANDING KINGSTON, NY 12401			OPERATING EXPENSES	250
PLANNED PAREHTHOOD (WOODSTOCK BENEF C/O ROZ BALKIN PO BOX 69 WOODSTOCK, NY 12498			OPERATING EXPENSES	250
RCAL 727 ULSTER AVE KINGSTON, NY 12401			OPERATING EXPENSES	500
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FL NEW YORK, NY 10003			OPERATING EXPENSES	500
<b>Total . . . . .</b>				<b>150,200</b>

**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)				
<b>a</b> <i>Paid during the year</i>				
HUDSON VALLEY COMMUNITY PRODUCTIONS 118 LA BERGERIE LANE RED HOOK, NY 12571			OPERATING EXPENSES	500
SPIRIT IN ACTION 21 WILBRAHAM ST BOX C3 PALMER, MA 01069			OPERATING EXPENSES	500
HEALTH ALLIANCE FOUNDATION 396 BROADWAY KINGSTON, NY 12401			OPERATING EXPENSES	1,000
WIKIMEDIA FOUNDATION PO BOX 98204 WASHINGTON, DC 20090			OPERATING EXPENSES	5,000
PFAW FOUNDATION PO BOX 96200 WASHINGTON, DC 20077			OPERATING EXPENSES	500
COMMON CAUSE EDUCATIONAL FUND 1133 19TH ST NW 9TH FLOOR WASHINGTON, DC 20036			OPERATING EXPENSES	500
MAVERICK CONCERTS PO BOX 9 WOODSTOCK, NY 12498			OPERATING EXPENSES	10,000
TOYS FOR TOTS 18251 QUANTICO GATEWAY DR TRIANGLE, VA 22172			OPERATING EXPENSES	200
LIBANA PO BOX 400530 CAMBRIDGE, MA 02140			OPERATING EXPENSES	200
MAX'S KANSAS CITY PROJECT PO BOX 53 WOODSTOCK, NY 12498			OPERATING EXPENSES	200
THE WASHBOURNE HOUSE PO BOX 3516 KINGSTON, NY 12402			OPERATING EXPENSES	200
FFF WILDLIFE CTR 10846 ROUTE 23A HUNTER, NY 12442			OPERATING EXPENSES	200
WORLD WILD LIFE FUND 1250 24TH ST NW WASHINGTON, DC 20037			OPERATING EXPENSES	500
<b>Total . . . . .</b>				<b>150,200</b>

**Form 990PF Part XVI-A Line 11 - Other revenue:**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		<b>(e)</b> Related or exempt function income (See the instructions )
	<b>(a)</b> Business code	<b>(b)</b> Amount	<b>(c)</b> Exclusion code	<b>(d)</b> Amount	
<b>11</b> Other revenue					
<b>a</b> CVR PARTNERS, LP			14	4	
<b>b</b> VANGUARD			18	2,092	
<b>c</b> VANGUARD			18	3,178	
<b>d</b> VANGUARD			18	1,588	
<b>e</b> VANGUARD			18	318	
<b>f</b> VANGUARD			18	12,113	
<b>g</b> VANGUARD			18	9,901	
<b>h</b> ATLAS			18	3,347	
<b>i</b> ATLAS			18	912	
<b>j</b> ATLAS			18	2,596	
<b>k</b> ATLAS			18	3,137	
<b>l</b> ATLAS RESOURCE PARTNERS, LP			14	90	
<b>m</b> ARC LOGISTICS PARTNERS, LP	900099	2			
<b>n</b> ATLAS ENERGY, LP	900099	-1,965			
<b>o</b> ATLAS PIPELINE PARTNERS, LP	900099	-14,872			
<b>p</b> CVR PARTNERS, LP	900099	-4,686			
<b>q</b> ENTERPRISE PRODUCTS PARTNER	900099	-1,810			
<b>r</b> VANGUARD NATURAL RESOURCES,			14	18,981	
<b>s</b> VANGUARD NATURAL RESOURCES,	900099	-7,091			
<b>t</b> ATLAS RESOURCE PARTNERS,LP	900099	-6,833			

# TY 2013 Compensation Explanation

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Person Name	Explanation
MIRIAM BERG	
NANCY SUMMER	
GLORIA BULEY	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

### TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: VILLCHUR FOUNDATION

EIN: 14-1764435

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
5000 SHS AMER INTL GP INC	2013-01	PURCHASE	2013-04		206,337	193,812			12,525	
4000 SHS AMER INTL GP INC	2013-03	PURCHASE	2013-05		166,165	156,616			9,549	
5000 SHS AMEREN CORP	2013-01	PURCHASE	2013-02		167,757	159,005			8,752	
3340 SHS BIOMED REALTY TRUST INC	2013-10	PURCHASE	2013-11		67,163	64,727			2,436	
5000 SHS CENTURYLINK INC	2013-02	PURCHASE	2013-02		173,123	163,671			9,452	
2000 SHS CIENA CORP	2013-12	PURCHASE	2013-12		47,466	44,436			3,030	
3000 SHS COLUMBIA PPTY TR INC	2013-11	PURCHASE	2013-12		68,814	68,338			476	
3000 SHS FMC TECHNOLOGIES INC	2013-10	PURCHASE	2013-12		151,346	158,102			-6,756	
2000 SHS FMC TECHNOLOGIES INC	2013-11	PURCHASE	2013-12		100,186	97,489			2,697	
8000 SHS FMC TECHNOLOGIES INC	2013-10	PURCHASE	2013-12		407,863	407,075			788	
5000 SHS FOSTER WHEELER AG	2013-12	PURCHASE	2013-12		163,947	156,529			7,418	
2000 SHS GOLDMAN SACHS GRP INC	2013-12	PURCHASE	2013-12		343,837	341,766			2,071	
5000 SHS HOLLYFRONTIER CORP	2013-08	PURCHASE	2013-08		228,989	226,417			2,572	
3000 SHS HOLLYFRONTIER CORP	2013-10	PURCHASE	2013-10		124,341	121,404			2,937	
3000 SHS HOLLYFRONTIER CORP	2013-09	PURCHASE	2013-10		128,932	125,285			3,647	
3000 SHS HOLLYFRONTIER CORP	2013-08	PURCHASE	2013-10		129,830	133,336			-3,506	
5000 SHS HOLLYFRONTIER CORP	2013-08	PURCHASE	2013-10		225,886	220,784			5,102	
6000 SHS HOLLYFRONTIER CORP	2013-09	PURCHASE	2013-11		273,289	277,408			-4,119	
2000 SHS HOLLYFRONTIER CORP	2013-11	PURCHASE	2013-11		93,033	92,049			984	
10000 SHS INVESCO MORTGAGE CAPITAL	2013-05	PURCHASE	2013-11		147,748	206,965			-59,217	
5000 SHS JAVELIN MORTGAGE INV CORP	2013-04	PURCHASE	2013-11		57,464	100,566			-43,102	
5000 SHS JAVELIN MORTGAGE INC CORP	2013-04	PURCHASE	2013-11		58,152	100,498			-42,346	
10000 SHS JAVELIN MORTGAGE INV CORP	2013-05	PURCHASE	2013-12		131,491	197,118			-65,627	
1000 SHS MEDLEY CAPITAL CORP	2013-04	PURCHASE	2013-07		14,390	15,045			-655	
4000 SHS MEDLEY CAPITAL CORP	2013-04	PURCHASE	2013-07		57,787	60,068			-2,281	
10000 SHS MEDLEY CAPITAL CORP	2013-04	PURCHASE	2013-07		145,091	143,462			1,629	
3000 SHS ONEOK INC	2013-10	PURCHASE	2013-11		173,240	171,084			2,156	
3000 SHS ONEOK INC	2013-10	PURCHASE	2013-11		176,915	170,274			6,641	
3000 SHS ONEOK INC	2013-10	PURCHASE	2013-12		177,005	171,851			5,154	
3000 SHS ONEOK INC	2013-10	PURCHASE	2013-12		177,244	170,111			7,133	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
5000 SHS PINNACLE FOODS INC	2013-04	PURCHASE	2013-05		124,741	121,649			3,092	
5000 SHS SEADRILL LTD	2013-05	PURCHASE	2013-07		214,728	202,325			12,403	
2500 SHS SEADRILL LTD	2013-05	PURCHASE	2013-08		105,687	102,555			3,132	
2500 SHS SEADRILL LTD	2013-05	PURCHASE	2013-08		108,583	102,555			6,028	
3000 SHS SEMGROUP CORP	2013-10	PURCHASE	2013-10		176,804	173,030			3,774	
3000 SHS SHIP FINANCE INTL LTD	2013-06	PURCHASE	2013-11		49,432	49,740			-308	
6000 SHS THE MOSAIC CO	2013-09	PURCHASE	2013-10		274,789	271,098			3,691	
4000 SHS TORTOISE PIPELNE&ENGY FD I	2012-12	PURCHASE	2013-02		106,653	97,166			9,487	
4000 SHS TORTOISE PIPELINE&ENGY FD I	2012-12	PURCHASE	2013-02		106,755	96,610			10,145	
3000 SHS VANGUARD EUROPEAN MSCI	2013-08	PURCHASE	2013-09		162,002	159,128			2,874	
3000 SHS VANGUARD EUROPEAN MSCI	2013-10	PURCHASE	2013-10		165,020	162,186			2,834	
5000 SHS WILLIAMS CO INC	2013-02	PURCHASE	2013-03		186,284	173,654			12,630	
100000 SHS ADVANCED MICRO	2013-03	PURCHASE	2013-04		97,044	93,847			3,197	
5000 SHS ANGLOGOLD CV	2013-09	PURCHASE	2013-09		761	761				
ANGLOGOLD ASHANTI LIMITED	2013-09	PURCHASE	2013-09		2				2	
10000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-05		264,081	251,599			12,482	
17000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-05		454,174	426,735			27,439	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-07		78,034	76,214			1,820	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-07		79,106	78,266			840	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-07		79,998	78,266			1,732	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-07		79,072	78,133			939	
200 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		5,413	5,164			249	
3800 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		104,835	98,125			6,710	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		82,846	76,695			6,151	
3000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		82,170	75,810			6,360	
2000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		55,279	48,105			7,174	
2000 SHS APOLLO GLBL MGMT LLC	2013-05	PURCHASE	2013-08		56,569	48,233			8,336	
6000 SHS APOLLO GLBL MGMT LLC	2013-08	PURCHASE	2013-09		168,647	158,219			10,428	
3000 SHS APOLLO GLBL MGMT LLC	2013-08	PURCHASE	2013-09		85,651	79,579			6,072	
8000 SHS APOLLO GLBL MGMT LLC	2013-09	PURCHASE	2013-10		231,589	224,153			7,436	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
1301 SHS ATLAS ENERGY LP	2013-04	PURCHASE	2013-06		66,266	66,120			146	
6000 SHS ATLAS ENERGY LP	2013-04	PURCHASE	2013-06		307,990	311,961			-3,971	
3699 SHS ATLAS ENERGY LP	2013-04	PURCHASE	2013-06		192,391	187,090			5,301	
5000 SHS ATLAS ENERGY LP	2013-08	PURCHASE	2013-09		257,225	252,590			4,635	
2000 SHS ATLAS ENERGY LP	2013-10	PURCHASE	2013-10		95,992	94,212			1,780	
2000 SHS ATLAS ENERGY LP	2013-10	PURCHASE	2013-10		97,112	93,912			3,200	
3000 SHS ATLAS ENERGY LP	2013-10	PURCHASE	2013-10		148,829	140,151			8,678	
7500 SHS ATLAS ENERGY LP	2013-10	PURCHASE	2013-12		347,668	382,202			-34,534	
200000 SHS CITIZENS COMM CO	2012-07	PURCHASE	2013-01		218,404	196,750			21,654	
1500 SHS ENTERPRISE PROD PRTNRS LP	2013-11	PURCHASE	2013-12		98,195	95,117			3,078	
200000 SHS GMAC	2012-05	PURCHASE	2013-04		200,145	199,000			1,145	
200000 SHS GMAC	2012-05	PURCHASE	2013-05		200,211	200,000			211	
50000 SHS GMAC	2012-06	PURCHASE	2013-04		50,117	50,459			-342	
100000 SHS GMAC	2012-06	PURCHASE	2013-05		99,961	101,730			-1,769	
75000 SHS PENN VIRGINIA CORP	2012-11	PURCHASE	2013-06		72,818	73,875			-1,057	
100000 SHS STONE ENERGY CO	2012-10	PURCHASE	2013-01		104,500	101,481			3,019	
6000 SHS OAKTREE CAPITAL GP LLC	2013-03	PURCHASE	2013-05		337,597	317,512			20,085	
2000 SHS OAKTREE CAPITAL GP LLC	2013-04	PURCHASE	2013-05		112,703	103,243			9,460	
2000 SHS OAKTREE CAPITAL GP LLC	2013-04	PURCHASE	2013-05		113,465	102,197			11,268	
4000 SHS OAKTREE CAPITAL GP LLC	2013-04	PURCHASE	2013-05		228,637	211,264			17,373	
2000 SHS OAKTREE CAPITAL GP LLC	2013-05	PURCHASE	2013-09		108,791	111,579			-2,788	
6000 SHS OAKTREE CAPITAL GP LLC	2013-05	PURCHASE	2013-10		331,593	336,488			-4,895	
3000 SHS OAKTREE CAPITAL GP LLC	2013-05	PURCHASE	2013-10		170,084	167,769			2,315	
2000 SHS OAKTREE CAPITAL GP LLC	2013-05	PURCHASE	2013-10		112,725	111,387			1,338	
5000 SHS OAKTREE CAPITAL GP LLC	2013-05	PURCHASE	2013-11		283,631	284,683			-1,052	
3000 SHS OAKTREE CAPITAL GP LLC	2013-08	PURCHASE	2013-11		171,602	163,167			8,435	
4000 SHS OAKTREE CAPITAL GP LLC	2013-11	PURCHASE	2013-12		225,647	222,411			3,236	
10000 SHS VANGUARD NATURAL RESOURCES	2013-01	PURCHASE	2013-04		292,435	279,339			13,096	
6000 SHS VANGUARD NATURAL RESOURCES	2013-04	PURCHASE	2013-04		174,337	167,840			6,497	
5000 SHS VANGUARD NATURAL RESOURCES	2013-04	PURCHASE	2013-04		145,892	139,724			6,168	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
10000 SHS VANGUARD NATURAL RESOURCES	2013-04	PURCHASE	2013-05		291,725	286,060			5,665	
5000 SHS VANGUARD NATURAL RESOURCES	2013-04	PURCHASE	2013-05		146,889	141,534			5,355	
5000 SHS VANGUARD NATURAL RESOURCES	2013-04	PURCHASE	2013-05		147,638	140,685			6,953	
2400 SHS VANGUARD NATURAL RESOURCES	2013-05	PURCHASE	2013-06		66,762	67,527			-765	
10000 SHS VANGUARD NATURAL RESOURCES	2013-06	PURCHASE	2013-12		283,631	282,489			1,142	
10000 SHS VANGUARD NATURAL RESOURCES	2013-07	PURCHASE	2013-12		281,354	277,429			3,925	
100000 SHS EUROPEAN INVT BK	2012-01	DONATION	2013-02		50,299	67,201			-16,902	
25000 SHS GMAC	2012-01	DONATION	2013-04		24,993	23,382			1,611	
75000 SHS GMAC	2012-01	DONATION	2013-04		74,993	71,009			3,984	
75000 SHS GMAC	2012-01	DONATION	2013-04		74,994	71,669			3,325	
150000 SHS GMAC	2012-01	DONATION	2013-04		150,000	142,500			7,500	
200000 SHS GMAC	2012-01	DONATION	2013-04		200,000	186,902			13,098	
150000 SHS GMAC	2012-01	DONATION	2013-04		150,000	143,290			6,710	
150000 SHS GMAC	2012-01	DONATION	2013-04		150,000	145,500			4,500	
150000 SHS GMAC	2012-01	DONATION	2013-04		150,270	143,476			6,794	
146000 SHS GMAC	2012-01	DONATION	2013-04		146,000	143,444			2,556	
45000 SHS GMAC	2012-02	PURCHASE	2013-04		45,025	45,001			24	
246000 SHS GMAC	2012-01	DONATION	2013-04		246,000	243,540			2,460	
100000 SHS GMAC	2012-01	DONATION	2013-04		100,000	97,238			2,762	
200000 SHS GMAC	2012-01	DONATION	2013-04		200,500	199,628			872	
24000 SHS GMAC	2012-01	DONATION	2013-05		23,985	24,122			-137	
100000 SHS GMAC	2012-01	DONATION	2013-04		100,000	99,955			45	
75000 SHS GMAC	2012-01	DONATION	2013-04		75,053	75,377			-324	
330000 SHS GMAC	2012-01	DONATION	2013-05		328,555	328,344			211	
100000 SHS GMAC	2012-01	DONATION	2013-05		100,000	95,708			4,292	
150000 SHS GMAC	2012-01	DONATION	2013-05		149,395	148,716			679	
200000 SHS IBRD	2012-01	DONATION	2013-01		97,996	127,579			-29,583	
100000 SHS IBRD	2012-01	DONATION	2013-11		44,351	67,338			-22,987	
50000 SHS LLOYDS TSB BANK	2012-01	DONATION	2013-11		20,738	33,013			-12,275	
200000 SHS MORGAN STANLEY	2012-01	DONATION	2013-11		84,726	130,000			-45,274	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
75000 SHS PENN VIRGINIA CORP	2012-11	PURCHASE	2013-11		76,111	73,875			2,236	
FORM 6252, SHORT-TERM GAIN/LOSS					14				14	
FORM 6252, LONG-TERM GAIN/LOSS					845				845	

**TY 2013 Investments Corporate  
Stock Schedule****Name:** VILLCHUR FOUNDATION**EIN:** 14-1764435

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
	4,420,384	4,420,384

# TY 2013 Legal Fees Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	120	40		

## TY 2013 Other Assets Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SILVER WINGS DEPOSIT		500	500
DIVIDEND RECEIVABLE		14,750	14,750

## TY 2013 Other Decreases Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Amount
UNREALIZED LOSS	197,568

# TY 2013 Other Expenses Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
SERVICE CHARGES	300	100		
INVESTMENT FEE	72	72		
WEBSITE DESIGN	250	83		
APOLLO INVESTMENT INTEREST EX	31	31		
APOLLO INVESTMENT DEDUCTION	122	122		
OAKTREE INVESTMENT DEDUCTION	752	752		
OAKTREE INVESTMENT DEDUCTION	27	27		
VANGUARD INVESTMENT EXPENSE	19,189	5,103		
ATLAS ENERGY, LP	3	3		

# TY 2013 Other Income Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
APOLLO GLOBAL MANAGEMENT, LLC	5,892	5,892	5,892
OAKTREE CAPITAL GROUP, LLC	444	444	444
OAKTREE CAPITAL GROUP, LLC	-209	-209	-209
OAKTREE CAPITAL GROUP, LLC	220	220	220
VANGUARD NATURAL RESOURCES, L	769	769	769
CVR PARTNERS, LP	4		4
VANGUARD	2,092		2,092
VANGUARD	3,178		3,178
VANGUARD	1,588		1,588
VANGUARD	318		318
VANGUARD	12,113		12,113
VANGUARD	9,901		9,901
ATLAS	3,347		3,347
ATLAS	912		912
ATLAS	2,596		2,596
ATLAS	3,137		3,137
ATLAS RESOURCE PARTNERS, LP	90		90
ARC LOGISTICS PARTNERS, LP	2		2
ATLAS ENERGY, LP	-1,965		-1,965
ATLAS PIPELINE PARTNERS, LP	-14,872		-14,872
CVR PARTNERS, LP	-4,686		-4,686
ENTERPRISE PRODUCTS PARTNERS	-1,810		-1,810
VANGUARD NATURAL RESOURCES, L	18,981		18,981
VANGUARD NATURAL RESOURCES, L	-7,091		-7,091
ATLAS RESOURCE PARTNERS,LP	-6,833		-6,833

## TY 2013 Other Increases Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Amount
PRIOR YEAR ADJUSTMENT	18,144

## TY 2013 Other Liabilities Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE		7,000

# TY 2013 Taxes Schedule

**Name:** VILLCHUR FOUNDATION

**EIN:** 14-1764435

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS FILING FEE	275	92		
EXCISE TAXES	13,877	4,626		
FOREIGN TAXES	3,885	1,295		

**TY 2013 IRS Payment****Name:** VILLCHUR FOUNDATION**EIN:** 14-1764435**Routing Transit Number:** 021000322**Bank Account Number:** 483053395486**Type of Account:** Checking**Payment Amount in Dollars and** 532**Cents:****Requested Payment Date:** 2014-11-17**Taxpayer's Daytime Phone** (845) 679-6509**Number:**

**TY 2013 GeneralDependencySmall****Name:** VILLCHUR FOUNDATION**EIN:** 14-1764435**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction  
Reference:****Regulations Reference:****Description:** GENERAL FOOTNOTE**Attachment Information:** THE TAXPAYER HAS REPORTED ORDINARY INCOME UPON THE DISPOSITION OF UNITS IN ATLAS ENERGY, LP, OAKTREE CAPITAL GROUP, LLC AND VANGUARD NATURAL RESOURCES, LLC, AS PROVIDED BY THE RESPECTIVE TAX MATTERS GENERAL PARTNERS. THE AMOUNTS WERE DETERMINED IN ACCORDANCE WITH INTERNAL REVENUE CODE SECTION 751 AND THE DETAILED INFORMATION IS AVAILABLE IN THE OFFICES OF THE RESPECTIVE TAX MATTERS GENERAL PARTNERS UPON REQUEST.

**TY 2013 GeneralDependencySmall****Name:** VILLCHUR FOUNDATION**EIN:** 14-1764435**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK**Attachment Information:**