



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation The Margaret Dunn Smith Family Foundation Inc		A Employer identification number 20-2642871	
Number and street (or P O box number if mail is not delivered to street address) 155A Alain White Road		B Telephone number (see instructions) (203) 625-9836	
City or town, state or province, country, and ZIP or foreign postal code Morris, CT 06763		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input type="checkbox"/> \$ 1,186,772		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J 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.)			

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,271	8,271		
	4 Dividends and interest from securities.	50,121	50,121		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	33,951			
	b Gross sales price for all assets on line 6a 298,301				
	7 Capital gain net income (from Part IV , line 2)		33,951		
	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)				
	12 Total. Add lines 1 through 11	92,343	92,343		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,650	0		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,286	5,286		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,845	11,845		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	19,781	17,131		0
	25 Contributions, gifts, grants paid	129,770			129,770
	26 Total expenses and disbursements. Add lines 24 and 25	149,551	17,131		129,770
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-57,208			
	b Net investment income (if negative, enter -0-)		75,212		
	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			
	2	Savings and temporary cash investments	23,502	13,248	13,248
	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 ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	0	14,991	14,994
	b	Investments—corporate stock (attach schedule)	707,386	699,254	867,923
	c	Investments—corporate bonds (attach schedule).	179,677	134,651	142,905
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	89,789	81,002	147,702
	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)	1,000,354	943,146	1,186,772	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	1,000,354	943,146	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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 page 17 of the instructions)	1,000,354	943,146	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,000,354	943,146	

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,000,354
2	Enter amount from Part I, line 27a	2	-57,208
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	943,146
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	943,146

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	33,951
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	148,924	1,155,787	0 128851
2011	153,720	1,274,674	0 120596
2010	139,751	1,278,600	0 109300
2009	85,403	47,146	1 811458
2008	156,950	1,514,400	0 103638

2	Total of line 1, column (d).	2	2 273843
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 454769
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	1,154,200
5	Multiply line 4 by line 3.	5	524,894
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	752
7	Add lines 5 and 6.	7	525,646
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	129,770

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,504
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	0
3 Add lines 1 and 2.		3	1,504
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,504
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,520	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	2,520
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,016
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,016 Refunded		11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
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		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
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?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions)			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶Randy Harrison CPA Telephone no ▶(203) 789-1040 Located at ▶One Audubon Street 3rd Floor New Haven CT ZIP +4 ▶06511			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

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

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

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)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,130,094
b	Average of monthly cash balances.	1b	41,683
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,171,777
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,171,777
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	17,577
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,154,200
6	Minimum investment return. Enter 5% of line 5.	6	57,710

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	57,710
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,504
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,504
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	56,206
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	56,206
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	56,206

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	129,770
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	129,770
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	129,770
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				56,206
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	82,636			
b From 2009.	84,010			
c From 2010.	77,640			
d From 2011.	92,125			
e From 2012.	93,631			
f Total of lines 3a through e.	430,042			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 129,770				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				56,206
e Remaining amount distributed out of corpus	73,564			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	503,606			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	82,636			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	420,970			
10 Analysis of line 9				
a Excess from 2009. . . .	84,010			
b Excess from 2010. . . .	77,640			
c Excess from 2011. . . .	92,125			
d Excess from 2012. . . .	93,631			
e Excess from 2013. . . .	73,564			

Part XIV

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. . . .

Check box to indicate whether the organization 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

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

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

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

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

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	129,770
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
British Amn Tobacco		2012-05-18	2013-11-18
Southern Copper Corp		2011-03-15	2013-08-02
Annaly Cap Mgmt		2008-07-14	2013-11-13
AT&T		2009-01-22	2013-06-05
Baytex Energy Corp		2008-09-08	2013-08-14
Enbridge Energy Partners LP		2009-01-23	2013-10-21
Natural Resource Partners LP		2008-05-21	2013-08-26
Sunoco Logistics Parts LP		2008-05-21	2013-06-26
Magellan Midstream Partners LP		2008-05-21	2013-06-26
PVR Partners LP		2008-05-21	2013-10-23
Columbia Seligman	P	2013-05-23	2013-06-12
Columbia Seligman	P	2012-12-20	2013-06-12
Columbia Seligman	P	2012-12-20	2013-06-12
Columbia Seligman	P	2012-12-20	2013-06-12
Loomis Sayles Strategic	P	2012-11-23	2013-02-21
Loomis Sayles Strategic	P	2012-09-24	2013-02-21
Loomis Sayles Strategic	P	2012-10-23	2013-02-21
Loomis Sayles Strategic	P	2012-12-21	2013-02-21
Loomis Sayles Strategic	P	2012-08-23	2013-02-21
Loomis Sayles Strategic	P	2012-10-23	2013-02-21
Loomis Sayles Strategic	P	2012-02-24	2013-02-21
Loomis Sayles Strategic	P	2012-03-26	2013-02-21
Loomis Sayles Strategic	P	2012-02-24	2013-02-21
Loomis Sayles Strategic	P	2012-03-26	2013-02-21
Loomis Sayles Strategic	P	2012-04-24	2013-02-21
Loomis Sayles Strategic	P	2013-01-29	2013-02-21
Loomis Sayles Strategic	P	2012-12-21	2013-02-21
Loomis Sayles Strategic	P	2012-09-24	2013-02-21
Loomis Sayles Strategic	P	2013-01-29	2013-02-21
Loomis Sayles Strategic	P	2012-07-24	2013-02-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Loomis Sayles Strategic	P	2012-07-24	2013-02-21
Loomis Sayles Strategic	P	2012-06-25	2013-02-21
Loomis Sayles Strategic	P	2013-01-29	2013-02-21
Loomis Sayles Strategic	P	2012-06-25	2013-02-21
Loomis Sayles Strategic	P	2012-05-24	2013-02-21
Lord Abbett Floating	P	2013-07-31	2013-10-15
Lord Abbett Floating	P	2013-09-30	2013-10-15
Lord Abbett Floating	P	2012-11-30	2013-10-15
Lord Abbett Floating	P	2013-08-30	2013-10-15
Lord Abbett Floating	P	2013-06-28	2013-10-15
Lord Abbett Floating	P	2013-02-28	2013-10-15
Lord Abbett Floating	P	2012-10-31	2013-10-15
Lord Abbett Floating	P	2012-11-30	2013-10-15
Lord Abbett Floating	P	2013-09-30	2013-10-15
Lord Abbett Floating	P	2013-05-31	2013-10-15
Lord Abbett Floating	P	2012-12-31	2013-10-15
Lord Abbett Floating	P	2013-01-31	2013-10-15
Lord Abbett Floating	P	2013-01-31	2013-10-15
Lord Abbett Floating	P	2013-02-28	2013-10-15
Lord Abbett Floating	P	2013-05-31	2013-10-15
Lord Abbett Floating	P	2013-03-28	2013-10-15
Lord Abbett Floating	P	2013-04-30	2013-10-15
Lord Abbett Floating	P	2013-09-30	2013-10-15
Lord Abbett Floating	P	2013-04-30	2013-10-15
Rs Global Natural	P	2012-12-14	2013-06-12
Rs Global Natural	P	2012-09-20	2013-06-12
Rs Global Natural	P	2012-12-14	2013-06-12
Rs Global Natural	P	2012-12-14	2013-06-12
Templeton Gbl Bond Fd	P	2013-02-20	2013-02-21
Western Asset Core Bond	P	2012-07-02	2013-02-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Western Asset Core Bond	P	2012-11-01	2013-02-21
Western Asset Core Bond	P	2012-09-28	2013-02-21
Western Asset Core Bond	P	2012-08-31	2013-02-21
Western Asset Core Bond	P	2012-08-31	2013-02-21
Western Asset Core Bond	P	2012-07-31	2013-02-21
Western Asset Core Bond	P	2012-05-31	2013-02-21
Western Asset Core Bond	P	2012-02-29	2013-02-21
Western Asset Core Bond	P	2012-07-02	2013-02-21
Western Asset Core Bond	P	2012-04-30	2013-02-21
Western Asset Core Bond	P	2012-04-30	2013-02-21
Western Asset Core Bond	P	2013-01-31	2013-02-21
Western Asset Core Bond	P	2012-03-30	2013-02-21
Western Asset Core Bond	P	2012-11-01	2013-02-21
Western Asset Core Bond	P	2013-01-31	2013-02-21
Western Asset Core Bond	P	2013-01-31	2013-02-21
Western Asset Core Bond	P	2012-12-31	2013-02-21
Western Asset Core Bond	P	2012-11-30	2013-02-21
Loomis Sayles Strategic	P	2012-01-25	2013-02-21
Lord Abbett Floating	P	2012-06-29	2013-10-15
Lord Abbett Floating	P	2012-08-31	2013-10-15
Lord Abbett Floating	P	2012-07-31	2013-10-15
Lord Abbett Floating	P	2012-04-30	2013-10-15
Lord Abbett Floating	P	2012-05-31	2013-10-15
Lord Abbett Floating	P	2012-09-28	2013-10-15
Lord Abbett Floating	P	2012-04-30	2013-10-15
Lord Abbett Floating	P	2012-05-31	2013-10-15
Lord Abbett Floating	P	2012-07-31	2013-10-15
Lord Abbett Floating	P	2012-03-30	2013-10-15
Lord Abbett Floating	P	2012-02-29	2013-10-15
Lord Abbett Floating	P	2012-02-29	2013-10-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Lord Abbett Floating	P	2012-01-31	2013-10-15
Lord Abbett Floating	P	2012-09-28	2013-10-15
Lord Abbett Value	P	2012-02-21	2013-06-26
Lord Abbett Value	P	2012-02-21	2013-06-26
Western Asset Core Bond	P	2012-01-31	2013-02-21
Western Asset Core Bond	P	2012-01-31	2013-02-21
Columbia Seligman	P	2011-12-20	2013-06-12
Columbia Seligman	P	2011-12-20	2013-06-12
Columbia Seligman	P	2011-02-15	2013-06-12
General Electric Company	P	2006-01-25	2013-02-01
Loomis Sayles Strategic	P	2011-11-22	2013-02-21
Loomis Sayles Strategic	P	2011-12-20	2013-02-21
Loomis Sayles Strategic	P	2011-12-20	2013-02-21
Loomis Sayles Strategic	P	2011-11-04	2013-02-21
Lord Abbett Floating	P	2011-01-31	2013-10-15
Lord Abbett Floating	P	2011-06-30	2013-10-15
Lord Abbett Floating	P	2011-01-31	2013-10-15
Lord Abbett Floating	P	2011-07-29	2013-10-15
Lord Abbett Floating	P	2010-12-31	2013-10-15
Lord Abbett Floating	P	2010-12-17	2013-10-15
Lord Abbett Floating	P	2010-12-31	2013-10-15
Lord Abbett Floating	P	2011-08-31	2013-10-15
Lord Abbett Floating	P	2011-08-31	2013-10-15
Lord Abbett Floating	P	2011-02-28	2013-10-15
Lord Abbett Floating	P	2011-09-30	2013-10-15
Lord Abbett Floating	P	2010-12-17	2013-10-15
Lord Abbett Floating	P	2010-06-05	2013-10-15
Lord Abbett Floating	P	2011-12-30	2013-10-15
Lord Abbett Floating	P	2011-05-31	2013-10-15
Lord Abbett Floating	P	2010-12-17	2013-10-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Lord Abbett Floating	P	2011-12-30	2013-10-15
Lord Abbett Floating	P	2010-10-29	2013-10-15
Lord Abbett Floating	P	2011-05-31	2013-10-15
Lord Abbett Floating	P	2010-09-30	2013-10-15
Lord Abbett Floating	P	2010-08-31	2013-10-15
Lord Abbett Floating	P	2010-08-31	2013-10-15
Lord Abbett Floating	P	2011-02-28	2013-10-15
Lord Abbett Floating	P	2011-03-31	2013-10-15
Lord Abbett Floating	P	2011-04-29	2013-10-15
Lord Abbett Floating	P	2010-07-30	2013-10-15
Lord Abbett Floating	P	2010-07-30	2013-10-15
Lord Abbett Floating	P	2010-11-30	2013-10-15
Lord Abbett Floating	P	2010-06-30	2013-10-15
Lord Abbett Floating	P	2010-06-01	2013-10-15
Lord Abbett Floating	P	2010-05-28	2013-10-15
Lord Abbett Floating	P	2010-05-10	2013-10-15
Lord Abbett Floating	P	2010-05-10	2013-10-15
Lord Abbett Value	P	2009-04-02	2013-06-26
Lord Abbett Value	P	2010-11-23	2013-06-26
Lord Abbett Value	P	2011-11-22	2013-06-26
Lord Abbett Value	P	2011-11-22	2013-06-26
Templeton Gbl Bond Fd	P	2011-11-04	2013-02-21
Templeton Gbl Bond Fd	P	2011-11-04	2013-02-21
Vanguard Ftse All World	P	2009-08-10	2013-06-12
Vanguard Ftse All World	P	2010-04-09	2013-06-12
Western Asset Core Bond	P	2009-04-06	2013-02-21
Western Asset Core Bond	P	2010-07-30	2013-02-21
Western Asset Core Bond	P	2010-09-30	2013-02-21
Western Asset Core Bond	P	2010-07-30	2013-02-21
Western Asset Core Bond	P	2010-06-30	2013-02-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Western Asset Core Bond	P	2010-06-30	2013-02-21
Western Asset Core Bond	P	2010-02-02	2013-02-21
Western Asset Core Bond	P	2010-04-30	2013-02-21
Western Asset Core Bond	P	2010-10-29	2013-02-21
Western Asset Core Bond	P	2010-10-29	2013-02-21
Western Asset Core Bond	P	2010-11-30	2013-02-21
Western Asset Core Bond	P	2010-12-31	2013-02-21
Western Asset Core Bond	P	2010-12-31	2013-02-21
Western Asset Core Bond	P	2010-03-31	2013-02-21
Western Asset Core Bond	P	2010-02-26	2013-02-21
Western Asset Core Bond	P	2010-02-01	2013-02-21
Western Asset Core Bond	P	2010-05-28	2013-02-21
Western Asset Core Bond	P	2011-07-29	2013-02-21
Western Asset Core Bond	P	2011-12-30	2013-02-21
Western Asset Core Bond	P	2011-03-31	2013-02-21
Western Asset Core Bond	P	2009-10-30	2013-02-21
Western Asset Core Bond	P	2011-09-30	2013-02-21
Western Asset Core Bond	P	2010-01-29	2013-02-21
Western Asset Core Bond	P	2011-11-30	2013-02-21
Western Asset Core Bond	P	2011-10-31	2013-02-21
Western Asset Core Bond	P	2010-04-01	2013-02-21
Western Asset Core Bond	P	2011-08-31	2013-02-21
Western Asset Core Bond	P	2010-03-01	2013-02-21
Western Asset Core Bond	P	2011-04-29	2013-02-21
Western Asset Core Bond	P	2011-06-30	2013-02-21
Western Asset Core Bond	P	2011-05-31	2013-02-21
Western Asset Core Bond	P	2011-07-29	2013-02-21
Western Asset Core Bond	P	2011-09-30	2013-02-21
Western Asset Core Bond	P	2009-07-01	2013-02-21
Western Asset Core Bond	P	2011-04-29	2013-02-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Western Asset Core Bond	P	2009-08-31	2013-02-21
Western Asset Core Bond	P	2011-01-31	2013-02-21
Western Asset Core Bond	P	2010-08-31	2013-02-21
Western Asset Core Bond	P	2009-09-30	2013-02-21
Western Asset Core Bond	P	2011-02-28	2013-02-21
Western Asset Core Bond	P	2009-12-01	2013-02-21
Western Asset Core Bond	P	2009-11-30	2013-02-21
Western Asset Core Bond	P	2009-09-01	2013-02-21
Western Asset Core Bond	P	2009-12-31	2013-02-21
Western Asset Core Bond	P	2009-07-31	2013-02-21
Western Asset Core Bond	P	2010-01-04	2013-02-21
Western Asset Core Bond	P	2009-06-30	2013-02-21
Western Asset Core Bond	P	2009-05-29	2013-02-21
Western Asset Core Bond	P	2009-04-30	2013-02-21
Western Asset Core Bond	P	2011-03-31	2013-02-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,363		3,841	522
2,792		4,253	-1,461
3,772		6,184	-2,412
6,725		4,767	1,958
5,987		4,078	1,909
11,541		7,972	3,569
3,557		6,884	-3,327
6,593		1,841	4,752
4,248		1,655	2,593
6,371		6,822	-451
5		4	1
1,303		1,223	80
47		44	3
558		524	34
62		60	2
47		46	1
16		15	1
171		170	1
62		60	2
47		46	1
62		60	2
47		45	2
16		15	1
16		15	1
62		60	2
16		16	0
16		15	1
16		15	1
3		3	0
47		44	3

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
16		15	1
62		59	3
47		47	0
16		15	1
94		87	7
66		67	-1
9		9	0
66		66	0
66		66	0
66		66	0
9		9	0
76		75	1
9		9	0
57		57	0
66		67	-1
76		75	1
9		9	0
66		66	0
66		66	0
9		10	-1
66		67	-1
9		10	-1
5		5	0
66		67	-1
33		32	1
26,043		26,965	-922
75		73	2
38		39	-1
10		10	0
37		36	1

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12		12	0
25		25	0
37		37	0
12		12	0
37		37	0
37		36	1
37		36	1
12		12	0
37		36	1
12		12	0
25		25	0
49		48	1
37		37	0
8		8	0
12		12	0
37		37	0
37		37	0
47		44	3
66		64	2
76		74	2
9		9	0
66		65	1
76		73	3
66		66	0
9		9	0
9		9	0
66		65	1
76		74	2
66		65	1
9		9	0

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
66		64	2
9		9	0
8		5	3
3,502		2,998	504
37		36	1
12		12	0
1,256		1,163	93
47		45	2
29,407		31,792	-2,385
45,000		45,000	0
94		85	9
187		171	16
16		15	1
15,793		14,992	801
95		94	1
104		102	2
9		9	0
104		102	2
104		103	1
38		37	1
9		9	0
9		9	0
114		106	8
9		9	0
114		106	8
95		93	2
76		73	3
66		63	3
114		112	2
9		9	0

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9		9	0
104		103	1
9		9	0
104		102	2
114		110	4
9		9	0
95		94	1
104		103	1
85		85	0
104		101	3
9		9	0
104		103	1
104		100	4
9		9	0
66		64	2
114		111	3
14,143		13,814	329
37,807		18,294	19,513
250		189	61
19		11	8
154		116	38
1		1	0
8,489		8,324	165
29,904		26,224	3,680
4,390		4,365	25
11,129		7,791	3,338
86		80	6
86		81	5
12		11	1
98		90	8

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12		11	1
12		11	1
98		90	8
12		12	0
86		81	5
86		81	5
12		12	0
86		80	6
49		44	5
86		76	10
4,503		3,989	514
98		89	9
12		12	0
49		47	2
74		69	5
74		64	10
74		71	3
74		65	9
49		47	2
74		71	3
12		11	1
74		71	3
12		11	1
12		12	0
74		70	4
74		71	3
74		71	3
12		12	0
12		10	2
74		70	4

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
74		61	13
74		69	5
74		69	5
61		52	9
74		69	5
12		11	1
74		64	10
12		10	2
233		202	31
86		70	16
12		11	1
74		58	16
86		66	20
74		54	20
12		12	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			522
			-1,461
			-2,412
			1,958
			1,909
			3,569
			-3,327
			4,752
			2,593
			-451
			1
			80
			3
			34
			2
			1
			1
			1
			2
			1
			2
			2
			1
			1
			2
			0
			1
			1
			0
			3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			3
			0
			1
			7
			-1
			0
			0
			0
			0
			0
			1
			0
			0
			-1
			1
			0
			0
			0
			-1
			-1
			-1
			0
			-1
			1
			-922
			2
			-1
			0
			1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			0
			0
			0
			1
			1
			0
			1
			0
			0
			1
			0
			0
			1
			0
			0
			0
			0
			0
			0
			3
			2
			2
			0
			1
			3
			0
			0
			0
			1
			2
			1
			0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			0
			3
			504
			1
			0
			93
			2
			-2,385
			0
			9
			16
			1
			801
			1
			2
			0
			2
			1
			1
			0
			0
			8
			0
			8
			2
			3
			3
			2
			0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			1
			0
			2
			4
			0
			1
			1
			0
			3
			0
			1
			4
			0
			2
			3
			329
			19,513
			61
			8
			38
			0
			165
			3,680
			25
			3,338
			6
			5
			1
			8

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			1
			8
			0
			5
			5
			0
			6
			5
			10
			514
			9
			0
			2
			5
			10
			3
			9
			2
			3
			1
			3
			1
			0
			4
			3
			3
			0
			2
			4


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13
			5
			5
			9
			5
			1
			10
			2
			31
			16
			1
			16
			20
			20
			0

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Margaret Dunn Smith	President 0 00	0	0	0
3 MacPherson Dr Greenwich, CT 06830				
Chrstina S DiSabato	Treasurer 0 00	0	0	0
66 Parkwood Rd Fairfield, CT 06824				
Winthrop H Smith III	Secretary 0 00	0	0	0
246 Galloping Wind Trail Warren, VT 05674				
Cameron W Smith	Asst Treasurer 0 00	0	0	0
3 MacPherson Dr Greenwich, CT 06830				
Heather S Smith	Asst Secretary 0 00	0	0	0
3 MacPherson Dr Greenwich, CT 06830				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Chase Collegiate School 565 Chase Parkway Waterbury,CT 06708		501(c)(3)	To promote the organization's exempt purpose	60,000
Mattatuck Museum 144 W Main Street Waterbury,CT 06702		501(c)(3)	To promote the organization's exempt purpose	300
Morris Land Trust 19 Boonton Avenue Boonton,NJ 07005		501(c)(3)	To promote the organization's exempt purpose	500
United Way of Greater Waterbury 100 North Elm Street 2nd Floor Waterbury,CT 06702		501(c)(3)	To promote the organization's exempt purpose	10,000
Wakeman 2414 Fairfield Avenue Bridgeport,CT 06605		501(c)(3)	To promote the organization's exempt purpose	250
Warren After School Program 293 School Road Warren,VT 05674		501(c)(3)	To promote the organization's exempt purpose	1,000
The Warren Fund 293 School Road Warren,VT 05674		501(c)(3)	To promote the organization's exempt purpose	500
Waterbury Regional Chamber 82 Bank St 2 Waterbury,CT 06702		501(c)(3)	To promote the organization's exempt purpose	500
Wheaton College 501 College Ave Wheaton,IL 60187		501(c)(3)	To promote the organization's exempt purpose	56,000
World Vision PO Box 9716 Federal Way,WA 98063		501(c)(3)	To promote the organization's exempt purpose	420
High Fives Foundation PO Box 3212 Truckee,CA 96160		501(c)(3)	To promote the organization's exempt purpose	300
Total  3a				129,770

TY 2013 Accounting Fees Schedule

Name: The Margaret Dunn Smith Family Foundation Inc

EIN: 20-2642871

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	2,650	0		0

**TY 2013 Investments Corporate
Bonds Schedule****Name:** The Margaret Dunn Smith Family Foundation Inc**EIN:** 20-2642871

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Bank of America Notes	44,697	49,600
General Electric Company Notes	0	0
NM Merrill Lynch & Co	45,042	48,183
NM Genl Elec Cap Corp BE Senior Notes	44,912	45,122

TY 2013 Investments Corporate
Stock Schedule

Name: The Margaret Dunn Smith Family Foundation Inc
EIN: 20-2642871

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Vanguard All World - 775 Sh	0	0
Columbia Seligman 701 Sh	0	0
Ishares Core S&P Mid-Cap 200 Sh	23,121	26,762
Spider S&P 500 ETF Trust 302 Sh	49,071	55,945
Neuberger Berman - 6350 Sh	43,522	50,483
First Eagle Global Class 640 Sh	31,441	34,475
Prudential Jennison Small Co 2595 Sh	61,398	74,551
Federated Ultra Short 2410 Sh	22,221	22,055
MFS Value Fd 2235 Sh	58,464	74,578
MFS Research International - 3793 Sh	48,265	69,986
Mainstay Large Cap - 6991 Sh	41,220	72,783
Lord Abbett Inflation - 1103 Sh	16,434	15,644
Oppenheimer Developing Markets 1017 Sh	33,960	38,210
Western Asset Core Bond - 1545 Sh	0	0
Lord Abbett - 2169 Sh	0	0
Lord Abbett Floating - 1721 Sh	0	0
JP Morgan Strategic Income Opp Fund - 1926 Sh	22,571	22,910
Davis New York Venture - 1320 Sh	40,039	55,327
Templeton Global Bond Fund 665 Sh	8,710	8,714
Loomis Sayles Strategic 1032 Sh	0	0
Kinetics Paradigm Fund 1325 Sh	30,000	45,457
Prmtrc Emerging Markets 2321 Sh	33,908	34,549
RS Global Natural Resources 696 Sh	0	0
UAM FPA Crescent Port 1006 Sh	28,580	33,164
Annaly Cap Mgmt 315 Sh	0	0
Annaly Cap Mgmt 45 Sh	0	0
AT& T 115 Sh	0	0
AT& T 75 Sh	0	0
British Amn Tobacco 40 Sh	0	0
BCE Inc 85 Sh	3,174	3,680

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Baytex Energy Tr 145 Sh	0	0
Dupont Fabros Technology 170 Sh	4,023	4,201
Entertainment Properties Trust REIT 95 Sh	5,067	4,670
Entertainment Properties Trust REIT 70 Sh	3,111	3,441
Golar Lng Limited 125 Sh	4,736	4,536
Genuine Parts Co 35 Sh	1,385	2,912
Kinder Morgan 85 Sh	3,045	3,060
Kinder Morgan 150 Sh	5,449	5,400
Lockheed Martin 70 Sh	5,756	10,406
Lexington Realty Trust REIT 310 Sh	3,674	3,165
Omega Healthcare Invs 265 Sh	8,576	7,897
Philip Morris Intl 55 Sh	3,333	4,792
Philip Morris Intl 45 Sh	2,716	3,921
Pfizer Inc 330 Sh	5,402	10,108
Reynolds American Inc 55 Sh	2,832	2,749
Southern Copper Corp 106 Sh	0	0
Starwood Ppty Tr Inc 145 Sh	3,071	4,016
Starwood Ppty Tr Inc 215 Sh	4,434	5,955
Seadrill Ltd 215 Sh	6,219	8,832
SSE PLC ADR 150 Sh	3,172	3,414
SSE PLC ADR 135 Sh	2,873	3,072
Ventas 120 Sh	5,636	6,874
Ventas 10 Sh	413	573
Vodafone Group PLC 57 Sh	1,088	2,241
Vodafone Group PLC 13 Sh	237	511
Vodafone Group PLC 100 Sh	1,902	3,931
Westpac Banking 250 Sh	5,654	7,263
Westpac Banking 50 Sh	930	1,453
Williams Companies DEL 190 Sh	5,253	5,786
Williams Companies DEL 20 Sh	3,168	3,471

TY 2013 Investments Government Obligations Schedule

Name: The Margaret Dunn Smith Family Foundation Inc

EIN: 20-2642871

US Government Securities - End of

Year Book Value: 14,991

US Government Securities - End of

Year Fair Market Value: 14,994

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2013 Investments - Other Schedule

Name: The Margaret Dunn Smith Family Foundation Inc
EIN: 20-2642871

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Apollo Global Mgmt 275	FMV	7,963	8,693
Atlas Pipeline Partners LP 220	FMV	8,422	7,711
Buckeye Partners LP 135 Sh	FMV	6,739	9,586
Buckeye Partners LP 25 Sh	FMV	1,003	1,775
Kinder Morgan Energy Partners LP 110 Sh	FMV	6,667	8,873
Kinder Morgan Energy Partners LP 40 Sh	FMV	1,921	3,226
El Paso Pipeline Partner 75	FMV	2,761	2,700
Enbridge Energy Partners LP 260 Sh	FMV	0	0
Enbridge Energy Partners LP 12 Sh	FMV	0	0
Enbridge Energy Partners LP 40 Sh	FMV	0	0
Enbridge Energy Partners LP 66 Sh	FMV	0	0
Natural Resource Partners LP 175 Sh	FMV	0	0
Enterprise Prdts Partners LP 205 Sh	FMV	6,496	13,591
Enterprise Prdts Partners LP 28 Sh	FMV	619	1,856
Enterprise Prdts Partners LP 52 Sh	FMV	1,150	3,448
Plains All American LP 140 Sh	FMV	6,684	14,496
Alliance Resource Partners LP 140 Sh	FMV	6,745	10,780
Sunoco Logistics LP 390 Sh	FMV	4,996	21,512
Magellan Midstream Partners LP 240 Sh	FMV	4,966	15,185
Magellan Midstream Partners LP 34 Sh	FMV	776	2,151
Magellan Midstream Partners LP 32 Sh	FMV	733	2,025
Targa Resources Partners 180 Sh	FMV	4,892	9,414
Williams Partners LP 190 Sh	FMV	6,861	9,663
Williams Partners LP 20 Sh	FMV	608	1,017
PVR Partners 245 Shares	FMV	0	0

TY 2013 Other Expenses Schedule

Name: The Margaret Dunn Smith Family Foundation Inc

EIN: 20-2642871

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Fees	4,092	4,092		0
Investment Fees	7,753	7,753		0

TY 2013 Taxes Schedule**Name:** The Margaret Dunn Smith Family Foundation Inc**EIN:** 20-2642871

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	222	222		0
Excise Taxes	5,064	5,064		0