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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 The Swan Family Charitable Foundation		<b>A Employer identification number</b>  20-3954964	
% c/o Foundation Source		<b>B Telephone number</b> (see instructions)  (800) 839-1754	
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd Suite 123		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		<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>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>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <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>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), 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) <input checked="" type="checkbox"/> \$ 12,758,662		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,011	1,011		
	4 Dividends and interest from securities. . . . .	162,505	162,505		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	84,461			
	b Gross sales price for all assets on line 6a 7,590,841				
	7 Capital gain net income (from Part IV, line 2) . . .		84,461		
	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) . . . . .	487	487		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	248,464	248,464		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	67,210	67,210		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	3,580	2,429		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	44,679	319		44,360
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	115,469	69,958		44,360
	25 Contributions, gifts, grants paid . . . . .	110,702			110,702
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	226,171	69,958		155,062
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	22,293			
	b <b>Net investment income</b> (if negative, enter -0-)		178,506		
	c <b>Adjusted net income</b> (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 . . . . .	10,139,296	1,187,738	1,187,738
	3	Accounts receivable ▶ <u>1,598</u>			
		Less allowance for doubtful accounts ▶ _____		1,598	1,598
	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)	166,570	 436,612	433,803
	b	Investments—corporate stock (attach schedule) . . . . .	1,050,487	 5,548,475	6,193,769
	c	Investments—corporate bonds (attach schedule). . . . .	374,926	 1,061,236	1,055,762
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .		 3,517,913	3,885,992
	14	Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	11,731,279	11,753,572	12,758,662
	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
		<b>and complete lines 27 through 31.</b>			
	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	11,731,279	11,753,572	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	11,731,279	11,753,572	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	11,731,279	11,753,572	

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	11,731,279
2	Enter amount from Part I, line 27a . . . . .	2	22,293
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	11,753,572
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	11,753,572

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 )
1 a Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 7,590,841		7,506,380	84,461	
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			84,461	
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	84,461
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			
2011			
2010			
2009			
2008			

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

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

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	3,570
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	3,570
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	3,570
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	1,100
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,100
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	2,470
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

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

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				
14	The books are in care of <div>co Foundation Source</div> Telephone no <div>(800) 839-1754</div> <div>Located at 501 Silverside Road Suite 123 Wilmington DE</div> ZIP +4 <div>198091377</div>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See 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?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? ( <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).		Yes	No
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.	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? If "Yes," list the years 20____, 20____, 20____, 20____			
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).	2b		
c	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 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?			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> )	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <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)?		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?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Kenneth R Swan	Pres / Dir / Sec	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 0			
Rebecca Swan	VP / Dir	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 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
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
credit suisse securities (usa) llc	Investment Mgt	66,128
11 madison ave 7th fl NEW YORK, NY 10010		
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
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. . . . .	



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	6,293,826
b	Average of monthly cash balances. . . . .	1b	2,867,215
c	Fair market value of all other assets (see instructions). . . . .	1c	3,271,100
d	Total (add lines 1a, b, and c). . . . .	1d	12,432,141
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	12,432,141
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	186,482
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,245,659
6	Minimum investment return. Enter 5% of line 5. . . . .	6	612,283

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	612,283
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	3,570
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	3,570
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	608,713
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	608,713
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	608,713

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	155,062
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	155,062
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	155,062

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				608,713
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			112,974	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				
e From 2012. . . . .				
f Total of lines 3a through e. . . . .				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 155,062				
a Applied to 2012, but not more than line 2a			112,974	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2013 distributable amount. . . . .				42,088
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
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. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				566,625
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . . 0				

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

1a

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

b

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

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

Part XVSupplementary 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) )

See Additional Data Table

b

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

2

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

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

a

The name, address, and telephone number 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

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



TY 2013 Other Expenses Schedule

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	44,335			44,335
Bank Charges	315	315		
State or Local Filing Fees	25			25

TY 2013 Other Income Schedule

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

Description	Revenue And	Net Investment	Adjusted Net Income
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Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: The Swan Family Charitable Foundation

EIN: 20-3954964

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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TY 2013 Investments Corporate  
Bonds Schedule

**Name:** The Swan Family Charitable Foundation  
**EIN:** 20-3954964

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ADVANCED MICRO DEVICES INC - 6	21,171	22,990
AMERENENERGY GENERATING CO - 7	22,294	34,200
BURLINGTN NORTH SANTA FE 03.00	37,284	37,250
CENTURYLINK INC NOTE - 6.450%	29,767	29,120
CHESAPEAKE ENERGY CORP - 6.12	31,756	32,175
CINCINNATI BELL INC NEW 8.375%	37,081	37,888
CVS CAREMARK CORP NOTE - 4.125	37,683	37,317
DEAN FOODS CO SR NT - 6.900% -	30,342	30,240
GATX CORP NOTE - 4.750% - 05/1	36,425	35,724
GENWORTH FINANCIAL MTN - 6.515	44,736	45,496
GOLDMAN SACHS - 5.500% - 11/15	35,462	34,394
ICAHN ENTERPRISES - 8.000% - 0	35,393	34,320
INT'L LEASE FIN CORP - 5.750%	39,971	39,636
JEFFERIES GROUP INC NOTE 06.87	40,680	41,005
KENNAMETAL INC 2.650% 11/01/20	34,220	33,108
KROGER CO SR NT - 3.400% - 04/	38,269	35,889
L-3 COMMUNICATIONS CORP - 4.75	30,144	28,116
LYONDELLBASELL INDUSTRIES NV -	36,483	36,804
MACYS RETAIL HLDGS INC-3.875%-	37,734	37,456
MASCO CORP BD - 6.125% - 10/03	45,633	45,919
MERRILL LYNCH & CO - 6.500% -	40,379	39,880
MORGAN STANLEY BD - 5.500% - 0	37,267	37,994
NRG ENERGY INC - 7.625% - 01/1	30,759	30,780
PHILLIPS 66 - 4.300% - 04/01/2	30,180	27,438
TELEFONAKTIEBOLAGET LM ERICSS	37,254	34,991
THOMSON-REUTERS CO 04.700% 10/	37,762	35,709
TRANSOCEAN INC NOTE - 06.37500	29,428	29,217
VALERO ENERGY CORP BONDS - 6.1	35,820	34,206
VERIZON COMMUNICATIONS INC - 4	37,581	37,470
ZURICH REINS CENTRE HLDG INC	42,278	39,030

TY 2013 Investments Corporate  
Stock Schedule

**Name:** The Swan Family Charitable Foundation  
**EIN:** 20-3954964

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABB LTD.	72,100	85,656
ABBOTT LABS	19,159	20,698
ABBVIE INC.	21,936	28,940
ACCENTURE PLC	41,158	44,892
ACE LTD	20,317	24,433
ADVANCED SEMICONDUCT	17,410	19,824
AES CORP	20,097	22,650
AFLAC INC.	34,609	43,019
AGRIUM INC.	30,263	29,182
AIA GROUP	20,747	24,192
ALTRIA GROUP INC	76,777	84,919
AMBEV SA	22,863	18,375
AMEREN CORPORATION	16,691	17,031
AMERICAN ELECTRIC POWER INC.	17,491	16,733
APPLE INC.	35,246	48,809
ARM HOLDINGS PLC	11,969	15,270
ASCENDAS INDIA TR	9,426	7,540
ASIAN PAY TELEVISION TR	13,615	11,724
ASML HOLDING NV	17,557	22,769
ASOS PLS ADR	10,593	17,325
ASSECO POLAND S A SHS	19,270	21,352
ASSURED GUARANTY LTD	16,007	18,211
ASTRAZENECA	55,600	69,641
AUTOMATIC DATA PROCESSING INC.	25,973	26,826
AUTOZONE INC	32,406	39,669
AXIATA GROUP BHD	15,824	15,806
BANK PEKAO	21,956	22,614
BASF AG SPONS ADR	33,386	37,619
BEMIS INC.	24,621	26,296
BERJAYA SPORT TOTO	16,052	14,226

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BIDVEST GROUP LTD	15,116	14,227
BLACKROCK INC	29,763	38,293
BOC HONG KONG HLDGS	18,649	17,628
BRASIL FOODS S.A.	15,315	14,943
BRITISH AMERICAN TOBACCO PLC	30,716	30,078
BROADCOM CORPORATION	17,742	15,092
CA INC.	22,562	28,468
CANADIAN NATL RAILWAY CO	20,502	23,720
CANADIAN PACIFIC RAILWAY LTD	19,267	24,060
CELGENE CORP	16,924	26,190
CHEVRON CORP	53,598	56,584
CHINA EVERBRIGHT LTD	13,795	12,918
CHINA MOBILE HGK LTD	56,213	54,905
CHUNGHWA TELECOM CO LTD	9,963	9,907
CITIGROUP INC	25,331	27,618
COCA COLA ENTRPR INC	16,811	20,476
COMPANHIA ENERG DE ADR	9,767	6,738
COPA HOLDINGS S.A.	5,940	8,806
CORE LABRATORIES	13,268	18,904
COVIDIEN LTD	17,270	20,294
CVS CAREMARK CORP.	22,036	27,125
DANAHER CORP	20,689	26,016
DEERE CO	16,863	17,535
DEUTSCHE BANK	19,582	15,104
ELBIT SYSTEMS LTD	19,911	27,927
ELI LILLY & CO	53,200	50,745
ERICSSON L M TEL CO	24,356	21,493
FANUC LIMITED UNSPONSORED	15,644	18,549
FIBRA UNO	13,978	12,383
FIFTH THIRD BANCORP	32,003	39,431

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FOSSIL INC	19,122	22,669
FRANKLIN HIGH INCOME FUND ADV	102,765	107,026
GENERAL ELECTRIC CO	98,615	114,138
GENTING MALAYSIA BER	14,771	14,582
GENUINE PARTS COMPANY	26,824	30,448
GOOGLE INC	35,672	52,673
GREEK ORG FOOTBALL	10,573	11,925
GRUPO FIN STANTANDER	13,687	12,003
HARRIS CORP DEL	35,166	50,891
HELMERICH PAYNE	26,128	30,941
HYUNDAI MOTOR	11,991	21,830
ICICI BK LTD ADS	18,920	22,302
ILLINOIS TOOL WORKS	22,384	28,839
INDUSTRIA DE DISENO	16,998	20,704
INDUSTRIAL AND COMMERCIAL BANK	9,365	8,785
INTEL CORP	50,898	58,618
IPOAF	8,988	4,827
ISHARES S&P 500 INDEX FD	428,102	449,274
ISHARES TR S & P MIDCAP 400	420,619	447,462
JERONIMO MARTINS	10,589	9,599
JP MORGAN ALERIAN MLP INDEX	76,638	87,833
JP MORGAN CHASE & CO	33,298	39,883
JSC MMC NRLSK NICKL SPON ADR	11,501	12,031
KCELL JT STK CO SPONSORED GDR	16,968	18,468
KELLOGG CO	21,666	20,886
KT CORP ADS	10,776	9,517
LORILLARD INC	34,202	41,811
LUKOIL HOLDING CO SP/ADR	23,913	22,723
LVMH MOET HENN UNSP	12,152	12,664
MAJOR CINEPLEX GROUP PUBLIC CO	20,460	15,122

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARATHON PETROLEUM CORP	17,559	19,172
MATTELL INC.	44,528	50,149
MATTHEWS PACIFIC TIGER FUND	49,499	66,533
MCKESSON CORP	18,460	27,599
MERCADOLIBRE, INC.	9,850	8,947
MERCK & CO INC.	21,338	24,024
METROPOLITAN HOLDINGS LTD	13,727	12,615
MICROSOFT CORPORATION	45,235	56,190
MOBILE TELSYS OJSC	11,165	11,897
MTN GROUP LTD ORD	19,438	20,523
NATL OILWELL VARCO	24,254	28,392
NESTLE S.A.	20,161	21,341
NOVARTIS AG ADR	43,519	49,112
NOVO NORDISK A S	21,104	22,171
NOVOZYMES A/S UNSP/ADR	14,681	18,383
ORACLE CORP	16,073	21,502
PACIFIC RUBIALES ENERGY	14,290	9,838
PERRIGO CO PLC	20,971	20,717
PETRO CHINA	9,017	7,133
PHILIP MORRIS INTL	19,793	18,994
PHILIPPINE LONG DISTANCE ADR	15,612	12,917
POLEN GROWTH FD INSTITUTIONAL	125,758	156,197
POWSZECHNY ZAKLAD UBEZPIECZEN	14,924	16,373
PPL CORPORATION	36,167	36,108
PRECISION CASTPARTS	15,421	21,005
PROSHARES ULTRA MIDCAP 400	232,098	262,811
PT TELEKOM. IND. TBK ADR	15,026	13,265
QUALCOMM INC	89,842	102,168
RIDGEWORTH FDS SEIX FLOATING	79,222	81,115
ROCHE HOLDING LTD ADR	32,771	37,978

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SABMILLER PLC ORD	22,031	22,346
SANOFI-AVENTIS SPONSORED ADR	52,373	56,097
SASOL LTD	9,744	10,879
SBERBANK SPONSORED ADR	22,811	20,112
SENSATA TECHNOLOGIES HOLDINGS	14,932	16,632
SGS SA UNSP ADR	23,984	21,844
SHOPRITE HOLDINGS LTD	14,216	11,340
SIEMENS A G ADR	65,588	86,707
SILICONWARE PRECISION INDUSTR	13,726	14,950
SJM HLDG LTD	17,519	21,864
ST. JUDE MED INC.	15,159	22,178
STANLEY BLACK & DECKER INC	21,912	22,674
STATOIL ASA ADS	48,384	50,914
SUN ART RETAIL GROUP	19,290	17,005
SVENSKA CELL AKT SCA ADR	16,780	20,597
SYMANTEC CORP	24,785	26,362
SYSCO CORP	23,585	25,775
SYSMEX CORP UNSP ASDR	9,816	11,460
TAIWAN SEMICONDUCTOR MFG CO LT	47,257	44,176
TELEVISION BRDCSTNG ORD	4,604	4,014
TENARIS SA-ADR	12,296	13,107
TENCENT HOLDINGS LIMITED	12,197	22,934
TEVA PHARMECEUTICAL SP ADR	7,156	7,214
THERMO FISHER SCIENTIFIC INC	27,710	38,193
THOMSON REUTERS CORPORATION	43,659	52,419
TOTAL FINA ELF S.A.	57,850	70,889
ULTRA S&P500 PROSHRS	241,511	267,888
UNILEVER PLC AMER	33,959	33,578
UNITEDHEALTH GROUP INC.	24,424	37,650
V F CORP	10,781	15,959

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VALE SA	25,033	23,089
VALE SA PREFERENCE A ADR	63,521	56,152
VALUE PARTNERS GRP	17,666	22,440
VIACOM INC.	32,873	45,766
VIRTUS EMERGING MARKETS OPPTS	56,881	55,950
WADDELL&REED FIN INC	14,063	21,229
WAL-MART DE MEX V SP/ADR	14,023	11,284
WAL-MART STORES INC.	27,643	29,666
WESTERN DIGITAL CORP	6,849	10,823
XINGDA INTL HLDGS	9,345	8,957
YACKTMAN FOCUSED FUND	107,392	142,615



# **TY 2013 Investments Government Obligations Schedule**

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

**US Government Securities - End of  
Year Book Value:**

436,612

**US Government Securities - End of  
Year Fair Market Value:**

433,803

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

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

**TY 2013 Investments - Land Schedule**

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

**TY 2013 Investments - Other Schedule****Name:** The Swan Family Charitable Foundation**EIN:** 20-3954964

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALKEON GROWTH OFFSHORE FUND LT		1,000,000	1,222,490
CREDIT SUISSE DOLLAR SR LOAN		1,000,000	1,038,038
LAZARD LTD		17,913	22,071
MKP OPPORTUNITY HEDGEFOCUS FD		750,000	800,532
SEER CAPITAL PARTNERS OFFSHORE		750,000	802,861

**TY 2013 Land, Etc. Schedule**

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

## TY 2013 Other Professional Fees Schedule

**Name:** The Swan Family Charitable Foundation

**EIN:** 20-3954964

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	67,210	67,210		

**TY 2013 Taxes Schedule****Name:** The Swan Family Charitable Foundation**EIN:** 20-3954964

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2013	1,100			
990-PF Excise Tax for 2012	51			
Foreign Tax Paid	2,429	2,429		

**Form 990PF Part XV Line 1a - 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).**

KENNETH R SWAN
REBECCA SWAN