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Form 990-PF

Return of Private Foundation

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

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

2013

Open to Public
Inspection

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

Name of foundation Robert and Martha Trussell Family Foundation		A Employer identification number 20-3992488
% c/o Foundation Source Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd Suite 123		B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply 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 <input type="checkbox"/>		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 Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input type="checkbox"/>		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) ► \$ 1,843,128	J Accounting method Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc, received (attach schedule)	0			
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	147	147		
4	Dividends and interest from securities.	16,749	16,749		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	-24,882			
b	Gross sales price for all assets on line 6a 846,983				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	205,048	205,048		
12	Total. Add lines 1 through 11	197,062	221,944		
Operating and Administrative Expenses					
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)	9,235	9,235		
17	Interest				
18	Taxes (attach schedule) (see instructions)	2,583	283		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	15,681	101	15,580	
24	Total operating and administrative expenses.				
	Add lines 13 through 23	27,499	9,619	15,580	
25	Contributions, gifts, grants paid.	534,556		534,556	
26	Total expenses and disbursements. Add lines 24 and 25	562,055	9,619	550,136	
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-364,993			
b	Net investment income (if negative, enter -0-)		212,325		
c	Adjusted net income (if negative, enter -0-)				

Part III 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	26,442	101,024	101,024
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)	16,052	14,693	14,383
b	Investments—corporate stock (attach schedule)	715,074	333,578	376,398
c	Investments—corporate bonds (attach schedule)	136,768		
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,335,365	1,415,413	1,351,323
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)	2,229,701	1,864,708	1,843,128
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	
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
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	2,229,701	1,864,708	
30	Total net assets or fund balances (see page 17 of the instructions)	2,229,701	1,864,708	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,229,701	1,864,708	

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	2,229,701
2	Enter amount from Part I, line 27a	2	-364,993
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,864,708
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	1,864,708

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	846,983		872,875	-25,892
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-25,892
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 -25,892
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	355,058	2,464,563	0 144065
2011	1,747,096	3,270,944	0 534126
2010	449,775	4,412,820	0 101925
2009	644,067	4,792,715	0 134385
2008	516,138	6,487,486	0 079559
2			2 0 99406
3			3 0 198812
4			4 2,103,876
5			5 418,276
6			6 2,123
7			7 420,399
8			8 550,136

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	2,123
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,123
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,123
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,429
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,883
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	7,312
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	3
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,186
11	Enter the amount of line 10 to be Credited to 2014 estimated tax	11	5,186 Refunded

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

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ►co Foundation Source Telephone no ►(800) 839-1754
Located at ►501 Silverside Road Suite 123 Wilmington DE ZIP+4 ►198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year ►

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? See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

Yes	No
16	No

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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► 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 ►	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? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
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? ► Yes <input checked="" type="checkbox"/> No	3a	
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	
Organizations relying on a current notice regarding disaster assistance check here.		<input type="checkbox"/>
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		<input checked="" type="checkbox"/>
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?	
<i>If "Yes" to 6b, file Form 8870.</i>		
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?	

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)

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
Martha O Trussell	Dir / Sec 1 0	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377				
Robert B Trussell	Pres / Dir / Treas 1 0	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377				

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

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".

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 656,516
b	Average of monthly cash balances.	1b 128,076
c	Fair market value of all other assets (see instructions).	1c 1,351,323
d	Total (add lines 1a, b, and c).	1d 2,135,915
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 2,135,915
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 32,039
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,103,876
6	Minimum investment return. Enter 5% of line 5.	6 105,194

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.	1 105,194
2a	Tax on investment income for 2013 from Part VI, line 5.	2a 2,123
b	Income tax for 2013 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 2,123
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 103,071
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 103,071
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.	7 103,071

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 550,136
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	4 550,136
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 2,123
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 548,013

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				103,071
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 2011, 2010, 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	194,568			
b From 2009.	407,487			
c From 2010.	229,134			
d From 2011.	1,583,549			
e From 2012.	229,198			
f Total of lines 3a through e.		2,643,936		
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 550,136				
a Applied to 2012, but not more than line 2a				
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.				103,071
e Remaining amount distributed out of corpus		447,065		
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:		3,091,001		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.				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).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).		194,568		
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.		2,896,433		
10 Analysis of line 9				
a Excess from 2009.	407,487			
b Excess from 2010.	229,134			
c Excess from 2011.	1,583,549			
d Excess from 2012.	229,198			
e Excess from 2013.	447,065			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.			
1b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
2b	85% of line 2a.			
2c	Qualifying distributions from Part XII, line 4 for each year listed.			
2d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
2e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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

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

NONE

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

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	534,556
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AID TO THE CHURCH IN NEED INC 725 LEONARD ST 3RD FLR BROOKLYN, NY 11222	N/A	PC	General & Unrestricted	200
AMERICAN CHESTERTON SOCIETY 4117 PEBBLEBROOK CIR MINNEAPOLIS, MN 55437	N/A	PC	General & Unrestricted	500
APOSTOLATE FOR FAMILY CONSECRATION 3375 COUNTY RD 36 BLOOMINGDALE, OH 43910	N/A	PC	General & Unrestricted	500
ARCHDIOCESE FOR THE MILITARY SERVICES USA 1025 MICHIGAN AVE NE WASHINGTON, DC 20017	N/A	PC	General & Unrestricted	500
AVE MARIA UNIVERSITY INC 5050 AVE MARIA BLVD AVE MARIA, FL 34142	N/A	PC	General & Unrestricted	500
BENEDICTINES OF MARY QUEEN OF APOSTLES 8005 NW 316TH ST GOWER, MO 64454	N/A	PC	General & Unrestricted	500
BLUE GRASS COMMUNITY FOUNDATION INC 499 E HIGH ST STE 112 LEXINGTON, KY 40507	N/A	PC	1000 Women Fund	1,000
BLUEGRASS INSTITUTE FOR PUBLIC POLICY SOLUTIONS IN PO BOX 11706 LEXINGTON, KY 40577	N/A	PC	General & Unrestricted	2,500
CATHEDRAL OF CHRIST THE KING 299 COLONY BLVD LEXINGTON, KY 40502	N/A	PC	General & Unrestricted	30,000
CATHOLIC ANSWERS INC PO BOX 199000 SAN DIEGO, CA 92159	N/A	PC	General & Unrestricted	2,500
CATHOLIC CHURCH EXTENSION SOCIETY OF US OF AMER 150 S WACKER DR CHICAGO, IL 60606	N/A	PC	General & Unrestricted	500
CATHOLIC FAMILY AND HUMAN RIGHTS INSTITUTE INC 1100 G ST NW STE 450 WASHINGTON, DC 20005	N/A	PC	General & Unrestricted	500
CATHOLIC RELIEF SERVICES INC 228 W LEXINGTON ST BALTIMORE, MD 21201	N/A	PC	General & Unrestricted	2,500
CATHOLIC SOCIAL SERVICE BUREAU 1310 W MAIN ST LEXINGTON, KY 40508	N/A	PC	General & Unrestricted	2,500
CATHOLICS COME HOME INC 560 W CROSSVILLE RD STE 101 ROSWELL, GA 30075	N/A	PC	Lou Holtz Bowl Game Advertising Campaign	25,000
Total			► 3a	534,556

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CATHOLICS UNITED FOR THE FAITH 827 N 4TH ST STEUBENVILLE, OH 43952	N/A	PC	General & Unrestricted	500
CHRISTENDOM EDUCATIONAL CORPORATION 134 CHRISTENDOM DR FRONT ROYAL, VA 22630	N/A	PC	General & Unrestricted	500
CHRYSALIS HOUSE INC 1589 HILL RISE DR LEXINGTON, KY 40504	N/A	PC	General & Unrestricted	500
DOMINICAN HIGH SCHOOL 120 E SILVER SPRING DR WHITEFISH BAY, WI 53217	N/A	PC	General & Unrestricted	10,000
DOMINICAN SISTERS OF MARY MOTHER OF THE EUCHARIST 4597 WARREN RD ANN ARBOR, MI 48105	N/A	PC	General & Unrestricted	500
DYNAMIC CATHOLIC INSTITUTE 2200 ARBOR TECH DR HEBRON, KY 41048	N/A	PC	General & Unrestricted	25,000
FEED THE CHILDREN INC 333 N MERIDIAN AVE OKLAHOMA CITY, OK 73107	N/A	PC	General & Unrestricted	500
FOOD FOR THE POOR INC 6401 LYONS RD COCONUT CREEK, FL 33097	N/A	PC	General & Unrestricted	1,000
GOOD COUNSEL INC 411 CLINTON ST HOBOKEN, NJ 07030	N/A	PC	General & Unrestricted	500
IHR EDUCATIONAL BROADCASTING - IMMACULATE HEART RA 3256 PENRYN RD LOOMIS, CA 95650	N/A	PC	General & Unrestricted	5,000
JUNIOR ACHIEVEMENT OF THE BLUEGRASS 1092 DUVAL ST STE 240 LEXINGTON, KY 40515	N/A	PC	General & Unrestricted	40,000
LEXINGTON PHILHARMONIC SOCIETY INC 161 N MILL ST LEXINGTON, KY 40507	N/A	PC	General & Unrestricted	500
LIFE LEGAL DEFENSE FOUNDATION PO BOX 2105 NAPA, CA 94558	N/A	PC	General & Unrestricted	500
MAGGIES PLACE INC PO BOX 1102 PHOENIX, AZ 85001	N/A	PC	General & Unrestricted	500
MARYKNOLL SISTERS CHARITABLE TR PO BOX 306 MARYKNOLL, NY 10545	N/A	PC	General & Unrestricted	500
Total			► 3a	534,556

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MATER ECCLESIAE FUND FOR VOCATIONS INC 9243 OLD GREEN MOUNTAIN RD ESMONT, VA 22937	N/A	PC	General & Unrestricted	500
MATER ECCLESIAE INC 60 AUSTIN AVE GREENVILLE, RI 02828	N/A	PC	General & Unrestricted	6,000
MISSIONARY OBLATES OF MARY IMMACULATE OF TEXAS 327 OBLATE DR SAN ANTONIO, TX 78216	N/A	PC	General & Unrestricted	500
PEACE HOMES INC 9669 CLOVERIDGE DR INDEPENDENCE, KY 41051	N/A	PC	Retreat House Project	225,000
PROVINCE OF ST AUGUSTINE OF THE CAPUCHIN ORDER 220 37TH ST PITTSBURGH, PA 15201	N/A	PC	General & Unrestricted	500
RACE TRACK CHAPLAINCY OF AMERICA INC 2365 HARRODSBURG RD LEXINGTON, KY 40504	N/A	PC	General & Unrestricted	1,000
RENEWAL MINISTRIES INC 230 COLLINGWOOD ST STE 240 ANN ARBOR, MI 48103	N/A	PC	General & Unrestricted	2,500
ROMAN CATHOLIC DIOCESE OF LEXINGTON KY 1310 W MAIN ST LEXINGTON, KY 40508	N/A	PC	Catholic Way Bible Study Program	5,000
ROMAN CATHOLIC DIOCESE OF LEXINGTON KY 1310 W MAIN ST LEXINGTON, KY 40508	N/A	PC	Charitable Event	2,356
ROMAN CATHOLIC DIOCESE OF LEXINGTON KY 1310 W MAIN ST LEXINGTON, KY 40508	N/A	PC	Annual Appeal Campaign	25,000
ROMAN CATHOLIC DIOCESE OF LEXINGTON KY 1310 W MAIN ST LEXINGTON, KY 40508	N/A	PC	Capital Campaign	75,000
RONALD MCDONALD HOUSE CHARITIES OF THE BLUEGRASS I PO BOX 22414 LEXINGTON, KY 40522	N/A	PC	General & Unrestricted	500
SHEPHERDS HOUSE INC 154 BONNIE BRAE DR LEXINGTON, KY 40508	N/A	PC	Charitable Event	500
ST CECILIA CONGREGATION 801 DOMINICAN DR NASHVILLE, TN 37228	N/A	PC	General & Unrestricted	2,000
THE RIGHT TO LIFE EDUCATIONAL FOUNDATION OF KENTUC 134 BRECKENRIDGE LN LOUISVILLE, KY 40207	N/A	PC	General & Unrestricted	2,500
Total			► 3a	534,556

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THY KINGDOM COME NETWORK INC 110 DENNIS DR LEXINGTON, KY 40503	N/A	PF	Expenditure Responsibility Grant	15,000
THY KINGDOM COME NETWORK INC 110 DENNIS DR LEXINGTON, KY 40503	N/A	PF	Expenditure Responsibility Grant	15,000
Total			► 3a	534,556

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

TY 2013 Depreciation Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

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

TY 2013 Expenditure Responsibility Statement

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
THY KINGDOM COME NETWORK INC	195 Moore Drive Lexington, KY 40503	2013-11-15	15,000	General Operating Expenses	15,000	NO	4/23/2014		None necessary
THY KINGDOM COME NETWORK INC	195 Moore Drive Lexington, KY 40503	2013-12-10	15,000	General Operating Expenses	15,000	NO	4/23/2014		None neccesary
THY KINGDOM COME NETWORK INC	195 Moore Drive Lexington, KY 40503	2011-12-30	25,000	General Operating Expenses	25,000	NO	11/13/2012, 10/31/2013		None necessary
Thy Will Be Done Inc	195 Moore Drive Lexington, KY 40503	2011-09-23	10,000	General funding (Installment 3 of 3)	10,000	NO	8/16/2012, 6/3/2013		None necessary
THY KINGDOM COME NETWORK INC	195 Moore Drive Lexington, KY 40503	2012-12-19	25,000	General Operating Expenses	25,000	NO	10/31/2013		None necessary
Thy Will Be Done Inc	195 Moore Drive Lexington, KY 40503	2008-10-23	10,000	General funding (Installment 1 of 3)	10,000	NO	9/8/2009, 12/31/2010 and 2/21/2011		None necessary
Thy Will Be Done Inc	195 Moore Drive Lexington, KY 40503	2009-10-26	10,000	General Funding (Installment 2 of 3)	10,000	NO	12/31/2010, 2/21/2011		None necessary

**TY 2013 Investments Corporate
Stock Schedule**

Name: Robert and Martha Trussell Family Foundation
EIN: 20-3992488

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	507	561
A RELATIONSHIP TRUST SRS S (SR	16,120	22,107
ACCIONA SA	436	341
ACORDA THERAPEUTICS, INC.	303	350
ADOBE SYSTEMS, INC.	403	659
ADVANCE AUTO PARTS INC	1,320	1,771
AEGON N V ORD AMER REG	883	986
AIA GROUP	1,349	2,016
ALEXION PHARMACEUTICALS, INC.	351	399
ALLERGAN INC.	609	778
ALNYLAM PHARMACEUTICALS, INC	125	322
AMAZON COM	1,727	2,393
AMERICAN EXPRESS CO	485	544
AMETEK INC.	335	421
AMPHENOL CORPORATION	2,141	2,408
ANSYS INC.	1,551	1,570
AON PLC	560	587
APPLE INC.	3,166	3,366
APPLIED MATERIALS INC.	862	866
ASAHI GLASS ADR	706	594
ASSOCIATED BRITISH FOODS PLC	631	813
ASTELLAS PHARMA INC	901	1,009
AVIVA PLC	696	985
BAKER HUGHES INTL	983	1,160
BANCO SANTANDER CEN	1,477	1,478
BARCLAYS PLC ADR	887	1,142
BAXTER INTERNATIONAL INC.	749	765
BAYER A G SPONSORED ADR	1,404	1,988
BIO RAD LABS INC CL A	321	371
BIOGEN IDEC INC	288	559

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BLUEBIRD BIO INC	102	84
BP PLC SPONSORED ADR	1,864	2,090
BRIDGESTONE CORP UNSP ADR	554	764
BROADCOM CORPORATION	1,709	1,720
BROWN FORMAN CORP CL B	878	907
BURBERRY GROUP PLC	651	708
CANADIAN PACIFIC RAILWAY LTD	142	151
CAPITAL ONE FINANCIAL CORP	459	536
CARDINAL HEALTH INC.	244	334
CARREFOUR S.A.	774	1,379
CATAMARAN CORP	455	427
CHECK POINT SOFTWARE TECHNOLOG	1,522	1,742
CHINA CONSTRUCT UNSPON ADR	1,061	987
CHURCH & DWIGHT COMMON	1,173	1,193
CITIGROUP INC	1,182	1,668
COACH INC	328	337
COMCAST CORP CL A	627	987
CONCHO RESOURCES INC	280	324
COPART INC.	2,366	2,602
CORE LABRATORIES	1,222	1,528
CREDIT SUISSE GROUP ADR	903	993
CROWN CASTLE INTL	514	587
CUMMINS INC	336	423
DANAHER CORP	1,578	1,776
DENTSPLY INTERNATIONAL INC	859	970
DEUTSCHE BANK AG	592	772
DICK'S SPORTING GDS	2,104	2,440
DIGITAL RLTY TR INC	1,340	1,277
DISCOVER FINL SVCS COM	370	448
DOLLAR GENERAL CORP	235	302

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOLLAR TREE INC.	2,482	2,539
DOW CHEMICAL PV	552	710
DRESSER-RAND GROUP	1,998	1,908
E.ON AG SPON ADR REP 1/3 ORD N	801	721
EAST JAPAN RAILWAY C	932	896
EDISION INTL	370	370
EDWARDS LIFESCIENCES	1,481	1,381
ELI LILLY & CO	604	612
ENVISION HEALTHCAR COM USD0.01	304	426
EOG RESOURCES INC	375	504
EPIZYME INC	87	83
EQUIFAX INC.	1,487	1,589
ESTEE LAUDER COMPANIES INC	466	603
EXPEDITORS INTL WASH INC.	2,551	2,744
FACEBOOK INC	394	710
FIRST CASH FINL SERVICES INC	1,351	1,484
FMC TECHS INC COM	270	313
FREESCALE SEMICONDUCTOR LTD	224	337
GEN DYNAMICS CP	628	860
GENERAL MOTORS	980	1,103
GILEAD SCIENCES INC	590	1,277
GLENCORE XSTRATA PLC	842	917
GOOGLE INC	597	1,121
GRACO INC	1,402	1,484
HALLIBURTON COMPANY	965	1,370
HEIDELBERGCEMENT AG UNSPONSORE	690	969
HEINEKEN N V S ADR	784	844
HERTZ GLOBAL HOLDINGS INC	1,034	1,603
HESS CORP	814	1,079
HITACHI LTD	872	917

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOSPIRA INC W/I	617	743
ILLINOIS TOOL WORKS	824	1,093
IMPAX LABS INC	292	427
IMPERIAL TOBACCO GRO	1,360	1,400
INFINEON TECH ADS	709	974
INT'L FLAVORS & FRAGRANCES	1,403	1,462
INTERNATIONAL PAPER CO.	443	539
INTESA SANPAOLO S.P.A	990	1,002
INTUIT	2,195	2,595
INTUITIVE SURGICAL, INC.	379	384
INVESCO PLC	425	546
ISHARES LEHMAN 20+ YR TREAS	7,621	7,435
ISHARES MSCI PACIFIC EX-JAPAN	3,916	4,112
ISHARES MSCI-JAPAN	6,841	7,089
ISHARES MSCI-SOUTH KOREA	3,247	3,557
ITOCHU CORP ADR OTC	1,084	1,223
JABIL CIRCUIT INC	1,027	872
JC PENNEY	548	311
JP MORGAN CHASE & CO	1,297	1,579
KDDI CP UNSP ADR	618	1,065
KELLOGG CO	508	489
KINGFISHER PLC	777	822
KONINKLIJKE DSM NV	829	1,193
LAS VEGAS SANDS CORP	287	552
LEXICON PHARMACEUTICALS INC	455	364
LIBERTY GLOBAL INC	400	445
LINCOLN NATIONAL CORP	608	1,032
LULULEMON ATHLETICA INC	344	295
LUNDIN PETE AB ORD	472	425
MACY'S INC	467	694

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MAILLINCKRODT PLC	274	314
MARTIN MARIETTA MATLS INC.	767	800
MASTERCARD INC	471	835
MCDERMOTT INT PANAMA	646	678
MELLANOX TECHNOLOGIES, LTD.	504	560
METLIFE INC.	715	863
MICHAEL KORS HOLDINGS LIMITED	278	406
MICRON TECHNOLOGY	205	587
MICROS SYSTEMS, INC	1,279	1,492
MITSUBISHI ESTATE CO ADR	1,027	1,085
MITSUBISHI TOKYO FIN	1,141	1,490
MOHAWK INDS INC	216	298
MONDELEZ INTERNATIONAL INC	1,824	2,083
MONSANTO CO	655	699
MONSTER BEVERAGE CORP	2,892	3,321
MORGAN STANLEY	729	1,474
NESTLE S.A.	1,912	2,208
NETAPP, INC.	487	576
NEXTERA ENERGY, INC	290	342
NII HOLDINGS INC - COMMON STOC	789	371
NIKE INC-CL B	486	708
NOBLE CORPORATION	654	712
NORDSON CP	2,036	2,006
NORFOLK SOUTHERN CORP	922	1,207
NOVARTIS AG ADR	1,750	2,251
NXP SEMICONDUCTORS	313	597
ORIX CORP ADS	849	1,426
OWENS CORNING	353	366
PANASONIC CORP	993	1,224
PEUGEOT S A SPOON ADR	833	723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PG&E CORP	866	765
PHILIP MORRIS INTL	1,194	1,133
PRECISION CASTPARTS	567	808
PRICELINE.COM INCORPORATED	541	1,162
PRUDENTIAL PLC SC	772	1,350
QUALCOMM INC	632	743
QUESTAR CP	1,392	1,310
R L I CP	1,500	1,753
RALPH LAUREN CORP	723	883
REALOGY HOLDINGS CORP	384	396
REGENERON PHARMACEUTICALS, INC	561	550
RIO TINTO PLC SPONSORED ADR	1,219	1,298
ROCKWELL COLLINS INC	2,185	2,218
ROSS STORES, INC.	2,343	2,548
RYANAIR HOLDINGS PLC-ADR COM	477	704
SABMILLER PLC S/ADR	842	923
SAGE GROUP PLC UNS/ADR	692	908
SALESFORCE.COM	577	773
SALIX PHARMACEUTICALS	233	360
SAMPO OYJ UNSPONSORED ADR	897	1,406
SCHLUMBERGER LTD	564	631
SCHNEIDER ELEC UNSP/ADR	812	1,053
SERVICE NOW	195	336
SERVICESOURCE INTERNATIONAL	716	637
SEVEN & I HOLDINGS C	866	1,040
SHERWIN-WILLIAMS CO.	369	551
SHIN-ETSU CHEMICAL C	1,007	1,051
SHIRE PLC	759	1,130
SHISEIDO CO LTD	971	1,050
SIGMA ALDRICH CORP	2,209	2,444

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SIGNATURE BANK	1,950	1,934
SIRONA DENTAL SYSTEMS INC	2,813	2,738
SMA RELATIONSHIP TR SER T	58,942	58,632
SMA RELATIONSHIP TRUST SER G	7,773	9,527
SPDR S&P 500 ETF TRUST	8,449	8,679
SUNCOR ENERGY INC	712	771
SYMANTEC CORP	660	802
T. ROWE PRICE ASSOCIATES	2,226	2,429
TECK COMINCO LIMITED CL B SV	560	442
TELENOR ASA	1,123	1,503
TEVA PHARMECEUTICAL SP ADR	277	281
TH K CO LTD	746	1,012
THE HAIN CELESTIAL GROUP, INC	239	272
THYSSEN KRUPP AG DUS	798	838
TIME WARNER INC.	731	906
TOKIO MARINE HOLDINGS INC	646	803
TOYOTA MTR CORP	1,487	1,951
UNION PACIFIC	378	504
UNITED TECHNOLOGIES CORP	500	683
UNITEDHEALTH GROUP INC.	579	753
US BANCORP DEL	744	889
VANGUARD MSCI EMERGING MARKETS	18,382	18,265
VANGUARD MSCI EUROPEAN ETF	19,861	22,990
VIACOM INC. CL B	808	1,135
VISA INC	453	891
VMWARE INC	537	628
VODAFONE GROUP PLC	1,418	1,966
WABCO HOLDINGS INC COMMON STOC	1,192	1,308
WALT DISNEY HOLDINGS CO.	856	917
WASTE MANAGEMENT INC.	500	583

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WATERS CORP	1,327	1,300
WATSON WYATT & CO. HOLDING	1,251	1,404
WELLS FARGO & CO.	241	409
WESTFIELDG STAPLED	652	574
WOLTERS KLUWER S/ADR	574	884
XILINX INC.	2,024	1,975
YELP INC	390	414
YUM BRANDS INC	814	832

TY 2013 Investments Government Obligations Schedule

Name: Robert and Martha Trussell Family Foundation
EIN: 20-3992488

US Government Securities - End of

Year Book Value: 14,693

US Government Securities - End of

Year Fair Market Value: 14,383

**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: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

TY 2013 Investments - Other Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
STARSLAT, LLC		64,090	
WAYCROSS 50/50 GROWTH FUND L.P		1,351,323	1,351,323

TY 2013 Land, Etc. Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

TY 2013 Other Expenses Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	15,555			15,555
Bank Charges	101	101		
State or Local Filing Fees	25			25

TY 2013 Other Income Schedule

Name: Robert and Martha Trussell Family Foundation**EIN:** 20-3992488

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss WAYCROSS 50/50 GROWTH FUND L P	205,048	205,048	

TY 2013 Other Professional Fees Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	9,235	9,235		

TY 2013 Taxes Schedule

Name: Robert and Martha Trussell Family Foundation**EIN:** 20-3992488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2013	2,300			
Foreign Tax Paid	283	283		