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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation		A Employer identification number
DIETZ & WATSON FOUNDATION 1730-03-4/4		23-3028685
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions)
GLENMEDE TRUST CO., N.A., 1650 MARKET ST	1200	215-419-6000
City or town, state or province, country, and ZIP or foreign postal code		
PHILADELPHIA, PA 19103-7391		C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[X] Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 9,334,423.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	187,151.	187,151.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	613,589.			
	b Gross sales price for all assets on line 6a 2,806,742.				
	7 Capital gain net income (from Part IV, line 2)		613,589.		
	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)	88,515.	88,515.		STMT 7
	12 **Total** Add lines 1 through 11	889,255.	889,255.		
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) STMT 8	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule) STMT 9	36,681.	36,681.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 10	15,550.	2,253.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	53,231.	38,934.	NONE	1,000.
	25 Contributions, gifts, grants paid	370,150.			370,150.
	26 Total expenses and disbursements Add lines 24 and 25	423,381.	38,934	NONE	371,150.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	465,874.			
	b **Net investment income** (if negative, enter -0-)		850,321.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	2,130.	9,033.	9,033.
2	Savings and temporary cash investments	248,266.	51,819.	51,819.
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			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 11	6,822,314.	7,484,249.	9,273,571.
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)	7,072,710.	7,545,101.	9,334,423.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
27	Capital stock, trust principal, or current funds	6,991,491.	7,545,101.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	81,219.		
30	**Total net assets or fund balances** (see instructions)	7,072,710.	7,545,101.	
31	**Total liabilities and net assets/fund balances** (see instructions)	7,072,710.	7,545,101.	

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	7,072,710.
2	Enter amount from Part I, line 27a	2	465,874.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	6,517.
4	Add lines 1, 2, and 3	4	7,545,101.
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	7,545,101.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,806,742.		2,193,153.	613,589.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				613,589.
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** 613,589.

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 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	346,742.	8,125,635.	0.042673
2011	348,539.	7,957,157.	0.043802
2010	376,021.	7,184,907.	0.052335
2009	335,002.	5,707,252.	0.058698
2008	295,678.	6,020,559.	0.049111

2	**Total** of line 1, column (d)	2	0.246619
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049324
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,744,525.
5	Multiply line 4 by line 3	5	431,315.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,503.
7	Add lines 5 and 6	7	439,818.
8	Enter qualifying distributions from Part XII, line 4	8	371,150.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	17,006.
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	17,006.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	17,006.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 11,333.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 14,210.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	25,543.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	52.
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	8,485.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 8,485. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ SEE STATEMENT 13 Telephone no ▶			
	Located at ▶ ZIP+4 ▶			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the 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? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes	☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			**5b**	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			**6b**	No: X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			**7b**	N/A

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
LOUIS J. ENI, JR. 5701 TACONY STREET, PHILADELPHIA, PA 19135	TRUSTEE 999	-0-	-0-	-0-
CHRISTOPHER W ENI 5701 TACONY STREET, PHILADELPHIA, PA 19135	TRUSTEE 999	-0-	-0-	-0-
RUTH ENI 5701 TACONY STREET, PHILADELPHIA, PA 19135	TREASURER/TRUSTE 999	-0-	-0-	-0-
CYNTHIA ENI YINGLING 5701 TACONY STREET, PHILADELPHIA, PA 19135	PRESIDENT/TRUSTE 999	-0-	-0-	-0-

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	8,738,109.
b	Average of monthly cash balances	1b	139,581.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,877,690.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,877,690.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	133,165.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,744,525.
6	**Minimum investment return.** Enter 5% of line 5	6	437,226.

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	437,226.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	17,006.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	17,006.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	420,220.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	420,220.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	420,220.

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	371,150.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	371,150.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	371,150.

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				420,220.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			62,849.	
b	Total for prior years 20 11 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2013				
a	From 2008 ...... NONE				
b	From 2009 ...... NONE				
c	From 2010 ...... NONE				
d	From 2011 ...... NONE				
e	From 2012 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 371,150.				
a	Applied to 2012, but not more than line 2a			62,849.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				308,301.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				111,919.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2009 ... NONE				
b	Excess from 2010 ... NONE				
c	Excess from 2011 ... NONE				
d	Excess from 2012 ... NONE				
e	Excess from 2013 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

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

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

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

1 Information Regarding Foundation Managers:

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

DIETZ & WATSON

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED				370,150.
Total . . . . ▶ **3a**				370,150.
b *Approved for future payment*				
N/A				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	187,151.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900000	1,803.	14	88,515.	
8 Gain or (loss) from sales of assets other than inventory			18	613,589.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		1,803.		889,255.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 891,058.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 9/7/14 Title:

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YONG SHUAI, CPA	[signature]	9/26/2014		P01321359

Firm's name ▶ THE GLENMEDE TRUST COMPANY, N.A. Firm's EIN ▶ 32-0274136

Firm's address ▶ 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391 Phone no 215-419-6000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AGCO CORP	47.	47.
AQR RISK PARITY FUND -I	3,730.	3,730.
AT&T INC	2,158.	2,158.
ABBOTT LABORATORIES	560.	560.
ABBVIE INC COM	1,600.	1,600.
ADVANCE AUTO PARTS	72.	72.
AETNA INC NEW	43.	43.
ALLSTATE CORP.	61.	61.
ALTRIA GROUP INC	176.	176.
AMERICAN ELECTRIC POWER CO. INC.	130.	130.
AMERICAN EXPRESS CO.	756.	756.
AMERICAN EXPRESS CR CORP DTD 6/12/2012 1	700.	700.
AMERIPRISE FINANCIAL INC	75.	75.
AMGEN	86.	86.
APACHE CORP	385.	385.
APPLE COMPUTER INC.	1,932.	1,932.
ARTISAN MID CAP VALUE FD-INV	503.	503.
AUTOMATIC DATA PROCESSING INC.	54.	54.
AVERY DENNISON CORP.	131.	131.
BAKER HUGHES INC.	50.	50.
C R BARD INC.	328.	328.
BAXTER INTL. INC.	1,406.	1,406.
BLACKROCK INC	1,008.	1,008.
BLACKROCK FLOATING RATE INCOME DTD 10/1/	5,415.	5,415.
BORG WARNER AUTOMOTIVE	35.	35.
CBS CORP CL B	22.	22.
CMS ENERGY CORP	63.	63.
CVS CORP	99.	99.
CA INC	211.	211.
CARDINAL HEALTH INC.	160.	160.
CATERPILLAR INC DTD 12/5/2008 7.9% 12/15	2,370.	2,370.
CELANESE CORP - SERIES A	48.	48.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHEVRON CORP	2,213.	2,213.
CISCO SYSTEMS	173.	173.
CITIGROUP INC	6.	6.
COCA COLA CO DTD 8/10/2011 3.3% 9/1/2021	1,448.	1,448.
COCA-COLA ENTERPRISES	130.	130.
COLGATE PALMOLIVE CO.	1,454.	1,454.
COMCAST CORP-CL A	109.	109.
COMERICA INC.	49.	49.
CONAGRA INC.	53.	53.
CORNING INC.	131.	131.
CORRECTIONS CORP OF AMERICA	219.	219.
JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2	1,560.	1,560.
DISCOVER FINANCIAL SERVICES	112.	112.
DODGE & COX STOCK FUND	600.	600.
DOUGLAS EMMETT INC	24.	24.
DOVER CORP.	124.	124.
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	833.	833.
E I DU PONT DE NEMOURS & CO.	1,510.	1,510.
EAST WEST BANCORP INC	66.	66.
EDISON INTERNATIONAL	89.	89.
EXXON MOBIL CORPORATION	1,754.	1,754.
FHLB DTD 10/19/2007 5% 11/17/2017	3,847.	3,847.
FHLB DTD 9/15/2008 3.625% 10/18/2013	2,193.	2,193.
FHLMC DTD 10/17/2003 4.875% 11/15/2013	2,438.	2,438.
FHLMC DTD 7/16/2004 5% 7/15/2014	2,000.	2,000.
FHLMC DTD 4/13/2006 5.25% 4/18/2016	860.	860.
FHLMC DTD 6/13/2008 4.875% 6/13/2018	1,171.	1,171.
FIFTH THIRD BANK	167.	167.
FLUOR CORP (NEW)-WI	27.	27.
FRANKLIN RESOURCES INC.	351.	351.
DUPONT CAPITAL EMG MKTS -I	1,670.	1,670.
GMO QUALITY FUND IV	1,453.	1,453.
GANNETT CO. INC.	126.	126.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THE GAP INC.	120.	120.
GENERAL ELEC CAP CORP DTD 9/24/2007 5.62	2,250.	2,250.
GENERAL MILLS INC.	98.	98.
GLENMEDE FUND INC-ADVISOR SMALL CAP VALU	3,298.	3,298.
GLENMEDE LARGE CAP CORE FUND	735.	735.
GREAT PLAINS ENERGY INC.	232.	232.
HALLIBURTON CO.	61.	61.
HARBOR CAPITAL APPRECIATION FUND	73.	73.
OAKMARK INTERNATIONAL FD I	1,251.	1,251.
H J HEINZ CO.	515.	515.
HELMERICH & PAYNE INC.	96.	96.
HENRY JACK & ASSOCIATES INC.	53.	53.
HOLLYFRONTIER CORP	496.	496.
HOME DEPOT INC.	1,367.	1,367.
HONEYWELL INTERNATIONAL INC	65.	65.
HONEYWELL INTERNATIONAL DTD 2/29/2008 5.	2,120.	2,120.
HORMEL CO	26.	26.
INGREDION INC	122.	122.
INTERNATIONAL BUSINESS MACHINES CORP.	1,190.	1,190.
IBM CORP DTD 11/1/1989 8.375% 11/1/2019	2,931.	2,931.
JP MORGAN CHASE & CO	163.	163.
JPMORGAN CHASE & CO DTD 10/4/2005 5.15%	1,940.	1,940.
JOHNSON & JOHNSON	2,183.	2,183.
JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/	1,803.	1,803.
KLA-TENCOR CORPORATION	50.	50.
KIMBERLY CLARK CORP.	93.	93.
KIMCO REALTY CORP	85.	85.
KROGER CO.	106.	106.
LEGG MASON BW GLOBAL OP BD-IS	2,299.	2,299.
LIBERTY PROPERTY TRUST	209.	209.
ELI LILLY & CO.	230.	230.
LINCOLN NATIONAL CORP IND	105.	105.
LOCKHEED MARTIN CORP.	177.	177.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LONGLEAF PARTNERS FUND	258.	258.
MACY'S INC	49.	49.
AMG TIMESSQUARE MID CAP GROWTH	299.	299.
MANNING & NAPIER EQUITY SERI	3,779.	3,779.
MANPOWER INC WIS COM	104.	104.
MATTHEWS PACIFIC TIGER FD - IS	2,285.	2,285.
MEDTRONIC INC.	33.	33.
METLIFE INC	81.	81.
MICROSOFT CORP.	1,627.	1,627.
MURPHY OIL CORP	64.	64.
NASDAQ STOCK MARKET INC	114.	114.
NATIONAL-OILWELL INC	88.	88.
NETAPP INC	92.	92.
NORTHROP CORP.	201.	201.
OMNICARE INC	97.	97.
OMNICOM GROUP	960.	960.
ORACLE CORP	342.	342.
ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018	2,300.	2,300.
OSHKOSH TRUCK CL B	43.	43.
PIMCO TOTAL RETURN FUND-INST DTD 1/31/20	4,650.	4,650.
PARKER-HANNIFIN CORP.	976.	976.
PEABODY ENERGY CORP	33.	33.
PEPSICO INC.	1,955.	1,955.
PEPSICO INC DTD 10/24/2008 7.9% 11/1/201	2,370.	2,370.
PERKINELMER INC	43.	43.
PFIZER INC.	204.	204.
PHILLIPS 66	85.	85.
PIMCO ALL ASSETS AUTH -IS	18,322.	18,322.
PROCTER & GAMBLE CO.	1,885.	1,885.
PROCTER & GAMBLE CO DTD 8/10/2004 4.95%	1,238.	1,238.
QUALCOMM CORP.	910.	910.
RAYTHEON COMPANY	228.	228.
RELIANCE STEEL & ALUMINUM	122.	122.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REYNOLDS AMERICAN INC	161.	161.
ROBERT HALF INTL INC	109.	109.
ROYCE SPECIAL EQUITY FUND -IN	522.	522.
SAFEWAY STORES INC	108.	108.
ST JUDE MEDICAL INC	113.	113.
SCHLUMBERGER LTD.	1,209.	1,209.
CHARLES SCHWAB CORP.	18.	18.
SERVICE CORP INTERNATIONAL	32.	32.
SONOCO PRODUCTS CO	105.	105.
SOUTHWEST AIRLINES	39.	39.
STATE STREET CORP	47.	47.
STRALEM EQUITY FUND	1,518.	1,518.
SUNTRUST BANKS INC.	74.	74.
SYMANTEC CORP	289.	289.
SYSCO CORP	111.	111.
TJX COS INC	437.	437.
TEMPLETON GLOBAL BOND FD-AD	5,132.	5,132.
TESORO PETROLEUM CORP.	113.	113.
THERMO ELECTRON CORP	26.	26.
THIRD AVENUE REAL ESTATE VAL	2,936.	2,936.
THORNBURG INTL VALUE FD-I	5,057.	5,057.
3M CO	1,524.	1,524.
TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2	6,098.	6,098.
TIME WARNER INC	88.	88.
TOTAL SYSTEM SERVICES INC	24.	24.
TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2	800.	800.
TWEEDY BROWNE GLOBAL VALUE FUND	6,553.	6,553.
U S BANCORP	1,020.	1,020.
URS CORP	35.	35.
US TREASURY N/B DTD 11/15/2003 4.25% 11/	2,125.	2,125.
US TREASURY N/B DTD 5/15/2006 5.125% 5/1	2,050.	2,050.
US TREASURY N/B DTD 5/31/2009 2.25% 5/31	700.	700.
US TREASURY N/B DTD 6/30/2009 2.625% 6/3	456.	456.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TREASURY N/B DTD 5/10/2010 3.5% 5/15/	1,050.	1,050.
US TREASURY N/B DTD 11/30/2011 1.375% 11	550.	550.
UNITED TECHNOLOGIES CORP.	1,526.	1,526.
UNITED TECHNOLOGIES CORP DTD 12/7/2007 5	2,150.	2,150.
UNITEDHEALTH GROUP INC	394.	394.
VALERO ENERGY CORP	196.	196.
VANGUARD PRIMECAP FUND ADMIRAL SHARES	995.	995.
VANGUARD FTSE ALL-WORLD EX-U	5,715.	5,715.
VANGUARD SMALL CAP INDEX FD SIGNAL SHS	2,732.	2,732.
WADDELL & REED FINANCIAL - A	148.	148.
WAL-MART STORES INC DTD 8/24/2007 5.8% 2	2,320.	2,320.
WEINGARTEN REALTY	62.	62.
WELLS FARGO CO	1,245.	1,245.
WESTERN DIGITAL CORP.	51.	51.
WYNDHAM WORLDWIDE CORP	111.	111.
XEROX CORP.	131.	131.
YUM BRANDS INC	818.	818.
ZIONS BANCORP	20.	20.
ACCENTURE PLC	158.	158.
DELPHI AUTOMOTIVE PLC	62.	62.
INVESCO LTD	46.	46.
MARVELL TECHNOLOGY GROUP LTD	135.	135.
SEAGATE TECHNOLOGY	137.	137.
XL GROUP PLC F	93.	93.
TE CONNECTIVITY LTD	110.	110.
LYONDELLBASELL INDUSTRIES NV	198.	198.
AVAGO TECHNOLOGIES LTD	616.	616.
TOTAL	187,151.	187,151.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INCOME ON GOC PARTNERSHIP K-1	41,838.	41,838.
INCOME ON USCI PARTNERSHIP K-1	-6,145.	-6,145.
INCOME ON GP VII PARTNERSHIP K-1	52,822.	52,822.
TOTALS	88,515.	88,515.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEE	36,681.	36,681.
TOTALS	36,681.	36,681.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	3,197.	
FEDERAL ESTIMATES - PRINCIPAL	10,100.	
FOREIGN TAXES ON QUALIFIED FOR	2,055.	2,055.
FOREIGN TAXES ON NONQUALIFIED	198.	198.
TOTALS	15,550.	2,253.

DIETZ & WATSON FOUNDATION 1730-03-4/4 23-3028685

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
OTHER INVESTMENT (ATTACHED)	C	7,341,246.	9,273,571.
TOTALS		7,341,246.	9,273,571.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		3.
MUTUAL FUND TIME DIFFERENCE		5,267.
COST BASIS ADJUSTMENT		1,247.
	TOTAL	6,517.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: THE GLENMEDE TRUST CO., N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

DIETZ & WATSON FOUNDATION
ACCOUNT #1730-03-4/4
E.I.N. 23-3028685
TAX YEAR ENDING 12/31/2013

ATTACHMENTS PAGE 6 FORM 990-PF
PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCT
1 LOUIS J ENI, JR 5701 TACONY STREET PHILADELPHIA, PA 19135	TRUSTEE	FULL TIME	0	0	0
2 CHRISTOPHER W ENI 5701 TACONY STREET PHILADELPHIA, PA 19135	TRUSTEE	FULL TIME	0	0	0
3 RUTH ENI 5701 TACONY STREET PHILADELPHIA, PA 19135	SECRETARY/ TREASURER/ TRUSTEE	FULL TIME	0	0	0
4 CYNTHIA ENI YINGLING 5701 TACONY STREET PHILADELPHIA, PA 19135	PRESIDENT AND TRUSTEE	FULL TIME	0	0	0

DIETZ & WATSON FOUNDATION
ACCOUNT #1730-03-4/4
E.I.N. 23-3028685
TAX YEAR ENDING 12/31/13

Kris Szalc 9/18/2014

PART XV, FORM 990-PF, PAGE 11
2013 GRANTS AND CONTRIBUTION -PAID-

NO.	CHARITY	CITY AND STATE	PURPOSE	AMOUNT
1	Albertsons Market Charity Classic	Lubbock, TX	General Purposes	$10,000 00
2	American Culinary Federation	St Augustine, FL	General Purposes	$2,000.00
3	American Lung Association	Smyrna, GA	General Purposes	$500 00
4	Associated Services for the Blind	Philadelphia, PA	General Purposes	$1,000 00
5	Avow Hospice	Florida	General Purposes	$500 00
6	Bancroft	Haddonfield, NJ	General Purposes	$2,500 00
7	Boys and Girls Club of Kingston, Inc	Kingston, NY	General Purposes	$1,500 00
8	Breastcancer org	Ardmore, PA	General Purposes	$5,000 00
9	Bringing Hope Home	Wayne, PA	General Purposes	$10,000 00
10	Camp Kesem	Culver City, CA	General Purposes	$500 00
11	Centre County Women's Resource Center	State College, PA	General Purposes	$500 00
12	Chamber Orchestra of Philadelphia	Philadelphia, PA	General Purposes	$4,000 00
13	Children's Cancer Foundation	Baltimore, MD	General Purposes	$575 00
14	Children's Cancer Foundation	Baltimore, MD	General Purposes	$5,000 00
15	Children's Hospital Foundation	Oklahoma City, OK	General Purposes	$25,000.00
16	Christine McCaffrey Community	Langhorne, PA	General Purposes	$1,000 00
17	Crohn's & Colitis FDN of America	New York, NY	General Purposes	$3,825 00
18	Crohn's & Colitis FDN of America	New York, NY	General Purposes	$25,000 00
19	Deborah Hospital Foundation	Browns Mills, NJ	General Purposes	$2,000 00
20	Delanco Emergency Squad	Delanco, NJ	General Purposes	$5,000 00
21	Demi Marie Micucci College Ed Fund	Sewell, NJ	General Purposes	$1,000 00
22	Devereux of New Jersey	New Jersey	General Purposes	$2,700 00
23	Drexel University College of Medicine	Philadelphia, PA	General Purposes	$10,000 00
24	Fraternal Order of Police Peace Officer		General Purposes	$2,000 00
25	Free Library of Philadelphia Foundation	Philadelphia, PA	General Purposes	$2,000 00
26	Habitat for Humanity Philadelphia	Philadelphia, PA	General Purposes	$2,000 00

27	Habitat for Humanity Philadelphia	Philadelphia, PA	General Purposes	$5,000 00
28	Hellenic Times Scholarship Fund	New York, NY	General Purposes	$500 00
29	Home Port Alliance for the USS NJ	Camden, NJ	General Purposes	$8,500 00
30	Home Port Alliance for thr USS NJ	Camden, NJ	General Purposes	$8,000 00
31	Horizon House	Philadelphia, PA	General Purposes	$1,000 00
32	Independent College Fund of Maryland	Annapolis, MD	General Purposes	$2,000 00
33	JDRF South Jersey Chapter	Cherry Hill, NJ	General Purposes	$500 00
34	Johnny M Foundation	Cherry Hill, NJ	General Purposes	$1,000 00
35	Kappa Delta Alpha	Syracuse, NY	General Purposes	$200 00
36	Komen for the Cure	Dallas, TX	General Purposes	$1,800 00
37	Ladies of Port Richmond	Philadelphia, PA	General Purposes	$500 00
38	Larc School	Bellmawr, NJ	General Purposes	$1,700 00
39	Liberty USO	Philadelphia, PA	General Purposes	$10,000 00
40	MAFTO	Sinking Springs, PA	General Purposes	$4,000 00
41	MAFTO	Sinking Springs, PA	General Purposes	$2,550 00
42	MAFTO	Sinking Springs, PA	General Purposes	$1,350 00
43	Medford-Vincentown Rotary Club	Medford, NJ	General Purposes	$500 00
44	Melanoma International Foundation	Glenmoore, PA	General Purposes	$100 00
45	Multiple Sclerosis Society	Indianapolis, IN	General Purposes	$7,000 00
46	Muscular Dystrophy Association	Atlanta, GA	General Purposes	$8,000 00
47	Muscular Dystrophy Association	Atlanta, GA	General Purposes	$10,000 00
48	National MS Society, Maryland Chapter	Timonium, MD	General Purposes	$10,000 00
49	New England Food Foundation	Boston, MA	General Purposes	$2,500 00
50	Norwescap Food Bank	Phillipsburg, NJ	General Purposes	$3,000 00
51	Operations Understanding	Philadelphia, PA	General Purposes	$5,000 00
52	Pennsylvania SPCA	Philadelphia, PA	General Purposes	$500 00
53	Philadelphia Affiliate of Susan G Komen	Philadelphia, PA	General Purposes	$10,000 00
54	Philadelphia Affiliate of Susan G Komen	Philadelphia, PA	General Purposes	$20,000 00
55	Race to Stop MS	New York, NY	General Purposes	$1,000 00
56	Richard L Barbour, Jr Scholarship Fund	Mt Holly, NJ	General Purposes	$150 00

57	Rockland County YMCA	Nyack, NY	General Purposes	$750 00
58	Ronald McDonald House of Long Island	New Hyde Park, NY	General Purposes	$500 00
59	Rotary Club of Haddonfield	Haddonfield, NJ	General Purposes	$1,000 00
60	Rotary Club of Moorestown	Moorestown, NJ	General Purposes	$500 00
61	Rowan Breast Cancer Educational Fund	Philadelphia, PA	General Purposes	$10,000.00
62	Scarc Foundation, Inc	Augusta, NJ	General Purposes	$3,000 00
63	Scarc Foundation, Inc	Augusta, NJ	General Purposes	$2,500 00
64	Second PA REGT	Mt Holly, NJ	General Purposes	$2,000 00
65	Shore Memorial Health Foundation	Somers Point, NJ	General Purposes	$10,000 00
66	Shriner's Hospital for Children	Philadelphia, PA	General Purposes	$2,000 00
67	Special Olympics Maryland	Arbutus, MD	General Purposes	$500 00
68	Special Olympics Pennsylvania	Norristown, PA	General Purposes	$500 00
69	St Marys of the Lakes	Medford, NJ	General Purposes	$2,350 00
70	St Vincent's Home	Philadelphia, PA	General Purposes	$1,000 00
71	The Evergreens	Moorestown, NJ	General Purposes	$1,000 00
72	The Evergreens	Moorestown, NJ	General Purposes	$1,000 00
73	The Robert M Cerullo Foundation	East Brunswick, NJ	General Purposes	$8,000.00
74	The Rock School for Dance Education	Philadelphia, PA	General Purposes	$600.00
75	The Stacy Zallie Foundation	Linwood, NJ	General Purposes	$5,000 00
76	The Trustee of the Univeristy of Pennsylva	Philadelphia, PA	General Purposes	$5,000 00
77	The Trustees of the University of Pennsylv	Philadelphia, PA	General Purposes	$5,000 00
78	Thomas Jefferson University	Philadelphia, PA	General Purposes	$3,000 00
79	THON	State College, PA	General Purposes	$500 00
80	THON	State College, PA	General Purposes	$500 00
81	THON	State College, PA	General Purposes	$500 00
82	THON	State College, PA	General Purposes	$500 00
83	Tiger Woods Foundation	Irvine, CA	General Purposes	$44,000 00
84	Travis Manion Foundation	Doylestown, PA	General Purposes	$2,500 00
85	TROCRF, INC	Concordville, PA	General Purposes	$1,000 00
86	Uplift Solutions	Westville, New Jersey	General Purposes	$2,500 00
87	Vendemmia Foundation	Philadelphia, PA	General Purposes	$1,000 00

88	Whitesbog Preservation Trust	Browns Mills, NJ	General Purposes	$250 00
89	Woodford Cedar Run Wildlife Refuge	Medford, NJ	General Purposes	$250 00
	TOTAL 2013 GRANT PAYMENTS			**$370,150**

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
51819	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GTGXX)		1.00	51,819	1.00	51,819		0	0.00 *
9033+	Cash		1.00	9,033	1.00	9,033		0	0.00
Cash & Reserves Total				60,852		60,852		0	0.00
Fixed Income									
U S Government Obligations									
20000	US TREASURY N/B DTD 5/31/2009 2.25% 5/31/2014 (912828KV1)		1.04	20,887	100.88	20,175	712-	450	2.23
15000	US TREASURY N/B DTD 6/30/2009 2.625% 6/30/2014 (912828KY5)		1.02	15,364	101.24	15,186	178-	394	2 59
40000	US TREASURY N/B DTD 5/15/2006 5.125% 5/15/2016 (912828FF2)	Aaa	1.01	40,225	110.82	44,328	4,103	2,050	4.62
40000	US TREASURY N/B DTD 11/30/2011 1.375% 11/30/2018 (912828RT9)	Aaa	1.02	40,936	98.50	39,400	1,536-	550	1.40
30000	US TREASURY N/B DTD 5/10/2010 3.5% 5/15/2020 (912828ND8)	Aaa	1.03	31,006	107.88	32,365	1,359	1,050	3.24
	Total			148,418		151,454	3,037.	4,494	2.97

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
U S Government Mutual Funds										
16438+	PIMCO TOTAL RETURN FUND-INST DTD 1/31/2008 (PTTRX)		11.28	185,489	10.69	175,720	9,769-	3,121	1.78	#
	Total			185,489		175,720	9,769-	3,121	1.78	
U S Government Agencies										
40000	FHLMC DTD 7/16/2004 5% 7/15/2014 (3134A4UU6)		1.12	44,965	102.60	41,039	3,926-	2,000	4.87	
50000	FHLMC DTD 4/13/2006 5.25% 4/18/2016 (3137EAAD1)	Aaa	1.13	56,447	110.78	55,389	1,059-	2,625	4.74	
35000	FNMA DTD 6/15/2006 5.375% 7/15/2016 (31359MS61)	Aaa	1.12	39,340	111.91	39,167	173-	1,881	4.80	
65000	FHLB DTD 10/19/2007 5% 11/17/2017 (3133XMQ87)	Aaa	1.17	76,311	114.12	74,176	2,135-	3,250	4.38	#
50000	FHLMC DTD 6/13/2008 4.875% 6/13/2018 (3137EABP3)	Aaa	1.17	58,251	113.63	56,815	1,436-	2,438	4.29	
	Total			275,314		266,586	8,728-	12,194	4.57	
Corporate Bonds - Industrial										
40000	UNITED TECHNOLOGIES CORP DTD 12/7/2007 5.375% 12/15/2017 (913017BM0)	A2	1.10	43,814	113.96	45,582	1,768	2,150	4.72	

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
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Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
40000	WAL-MART STORES INC DTD 8/24/2007 5.8% 2/15/2018 (931142CJ0)	Aa2	1.13	45,192	115.56	46,224	1,032	2,320	5.02
35000	JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/15/2018 (478160AU8)	Aaa	1.21	42,247	113.79	39,827	2,421-	1,803	4.53
30000	PEPSICO INC DTD 10/24/2008 7.9% 11/1/2018 (713448BJ6)	A1	1.32	39,746	125.00	37,499	2,246-	2,370	6.32
30000	CATERPILLAR INC DTD 12/5/2008 7.9% 12/15/2018 (149123BQ3)	A2	1.30	38,908	125.33	37,600	1,308-	2,370	6.30
35000	IBM CORP DTD 11/1/1989 8.375% 11/1/2019 (459200AG6)	Aa3	1.33	46,593	130.24	45,585	1,009-	2,931	6.43
45000	COCA COLA CO DTD 8/10/2011 3.3% 9/1/2021 (191216AV2)	Aa3	1.11	49,784	100.16	45,072	4,712-	1,485	3.29
	Total			306,284		297,389	8,896-	15,429	5.19
Corporate Bonds - Finance									
25000	PROCTER & GAMBLE CO DTD 8/10/2004 4.95% 8/15/2014 (742718DA4)		0.99	24,739	102.84	25,710	971	1,238	4.81
40000	AMERICAN EXPRESS CR CORP DTD 6/12/2012 1.75% 6/12/2015 (0258M0DE6)	A2	1.02	40,975	101.61	40,646	329-	700	1.72

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
40000	WACHOVIA BANK NA DTD 3/9/2006 5.6% 3/15/2016 (92976GAE1)	A1	1.10	44,152	109.51	43,805	346-	2,240	5.11
40000	TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2% 9/15/2016 (89233P5E2)	Aa3	0.99	39,720	102.86	41,144	1,425	800	1.94
40000	GENERAL ELEC CAP CORP DTD 9/24/2007 5.625% 9/15/2017 (36962G3H5)	A1	1.11	44,435	113.76	45,504	1,069	2,250	4.94
40000	HONEYWELL INTERNATIONAL DTD 2/29/2008 5.3% 3/1/2018 (438516AX4)	A2	1.09	43,430	113.04	45,216	1,786	2,120	4.69
40000	ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018 (68389XAC9)	A1	1.11	44,305	115.56	46,223	1,918	2,300	4.98
40000	BERKSHIRE HATHAWAY FINANCE DTD 11/15/2008 5.4% 5/15/2018 (084664BE0)	Aa2	1.15	46,010	115.02	46,009	0	2,160	4.69
40000	JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2021 (24422ERE1)	A2	1.09	43,645	103.59	41,437	2,208-	1,560	3.76 #
	Total			371,411		375,694	4,285	15,368	4.09
Other Taxable Bond Mutual Funds									
2308+	LEGG MASON BW GLOBAL OP BD-IS (GOBSX)		11.10	25,629	10.79	24,903	726-	1,075	4.32 #

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
1949+	TEMPLETON GLOBAL BOND FD-AD (TGBAX)		13.00	25,336	13.09	25,506	170	1,000	3.92	#
16783+	BLACKROCK FLOATING RATE INCOME DTD 10/1/2012 (BFRIX)		10.44	175,182	10.51	176,387	1,205	6,150	3.49	#
24752+	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013 (BSIIX)		10.10	250,000	10.16	251,485	1,485	4,935	1.96	
2220+	TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2012 (TIHYX)		9.92	22,031	10.21	22,670	639	1,240	5.47	#
	Total			498,178		500,951	2,773	14,400	2.87	
Fixed Income Total				1,785,094		1,767,794	17,297-	65,006	3.68	
Equities										
Basic Industries										
400	3M CO (MMM)		71.75	28,699	140.25	56,100	27,401	1,368	2.44	#
235	AGCO CORP (AGCO)		54.18	12,733	59.19	13,910	1,177	94	0.68	#
225	AVERY DENNISON CORP. (AVY)		43.18	9,716	50.19	11,293	1,577	261	2.31	
165	DOVER CORP. (DOV)		78.50	12,953	96.54	15,929	2,976	248	1.55	
700	E I DU PONT DE NEMOURS & CO. (DD)		40.45	28,315	64.97	45,479	17,164	1,260	2.77	#
50	FEDEX CORPORATION (FDX)		108.68	5,434	143.77	7,189	1,755	30	0.42	
170	FLUOR CORP (NEW) (FLR)		60.78	10,333	80.29	13,649	3,316	109	0.80	#
75	HONEYWELL INTERNATIONAL INC (HON)		82.55	6,191	91.37	6,853	662	135	1.97	
240	JACOBS ENGINEERING GROUP INC (JEC)		55.40	13,295	62.99	15,118	1,823	0	0.00	
137	MANPOWER INC (MAN)		56.36	7,722	85.86	11,763	4,041	126	1.07	#

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
165	NORTHROP GRUMMAN CORP (NOC)		83.02	13,699	114.61	18,911	5,212	403	2.13	
287	OSHKOSH TRUCK CL B (OSK)		45.48	13,053	50.38	14,459	1,406	172	1.19	#
400	PARKER-HANNIFIN CORP. (PH)		63.97	25,586	128.64	51,456	25,870	720	1.40	
205	RAYTHEON COMPANY (RTN)		67.62	13,863	90.70	18,594	4,731	451	2.43	
185	RELIANCE STEEL & ALUMINUM (RS)		65.25	12,072	75.84	14,030	1,959	244	1.74	
342	ROBERT HALF INTL INC (RHI)		38.61	13,203	41.99	14,361	1,158	219	1.52	
148	ROCK-TENN COMPANY -CL A (RKT)		95.89	14,192	105.01	15,541	1,349	207	1.33	
338	SONOCO PRODUCTS CO (SON)		38.64	13,059	41.72	14,101	1,043	419	2.97	#
975	SOUTHWEST AIRLINES (LUV)		14.00	13,650	18.84	18,369	4,719	156	0.85	#
210	TRW AUTOMOTIVE HOLDINGS CORP (TRW)		64.81	13,611	74.39	15,622	2,011	0	0.00	
500	UNITED TECHNOLOGIES CORP. (UTX)		35.75	17,874	113.80	56,900	39,026	1,180	2.07	#
	Total			299,253		449,627	150,373	7,802	1.74	
Communication Services										
974	AT&T INC (T)		35.28	34,361	35.16	34,246	115-	1,792	5.23	#
	Total			34,361		34,246	115-	1,792	5.23	
Consumer Discretionary										
300	ADVANCE AUTO PARTS (AAP)		72.94	21,882	110.68	33,204	11,322	72	0.22	
585	BED BATH & BEYOND INC (BBBY)		67.45	39,460	80.30	46,976	7,516	0	0.00	#
264	BORG WARNER AUTOMOTIVE (BWA)		47.95	12,659	55.91	14,760	2,101	132	0.89	#
180	CBS CORP CL B (CBS)		46.96	8,453	63.74	11,473	3,021	86	0.75	
280	COMCAST CORP-CL A (CMCSA)		39.54	11,072	51.97	14,550	3,478	218	1.50	
380	EBAY INC (EBAY)		51.06	19,401	54.87	20,849	1,448	0	0.00	
276	FOOT LOCKER INC (FL)		34.68	9,571	41.44	11,437	1,866	221	1.93	

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
630	GANNETT CO. INC. (GCI)		25.76	16,229	29.58	18,635	2,406	504	2.70	#
705	HOME DEPOT INC. (HD)		39.24	27,664	82.34	58,050	30,386	1,100	1.89	#
800	OMNICOM GROUP (OMC)		52.05	41,643	74.37	59,496	17,853	1,280	2.15	#
454	SERVICE CORP INTERNATIONAL (SCI)		18.40	8,352	18.13	8,231	121-	127	1.54	
340	THE GAP INC. (GPS)		41.34	14,055	39.08	13,287	768-	272	2.05	
206	TIME WARNER INC (TWX)		61.97	12,766	69.72	14,362	1,596	237	1.65	#
610	TJX COS INC (TJX)		13.47	8,217	63.73	38,875	30,659	354	0.91	#
191	WYNDHAM WORLDWIDE CORP (WYN)		58.98	11,265	73.69	14,075	2,809	222	1.57	
400	YUM BRANDS INC (YUM)		23.42	9,366	75.61	30,244	20,878	592	1.96	
	Total			272,055		408,504	136,452	5,417	1.33	
Consumer Staples										
367	ALTRIA GROUP INC (MO)		35.68	13,094	38.39	14,089	995	705	5.00	
800	COLGATE PALMOLIVE CO. (CL)		25.72	20,573	65.21	52,168	31,595	1,088	2.09	#
220	CVS CORP (CVS)		58.98	12,975	71.57	15,745	2,770	242	1.54	
284	DR PEPPER SNAPPLE GROUP (DPS)		48.79	13,857	48.72	13,836	20-	432	3.12	
258	GENERAL MILLS INC. (GIS)		49.11	12,670	49.91	12,877	207	392	3.05	
335	KROGER CO. (KR)		37.78	12,656	39.53	13,243	586	221	1.67	
550	PEPSICO INC. (PEP)		46.22	25,423	82.94	45,617	20,195	1,249	2.74	#
600	PROCTER & GAMBLE CO. (PG)		45.28	27,166	81.41	48,846	21,681	1,444	2.96	#
255	REYNOLDS AMERICAN INC (RAI)		48.15	12,279	49.99	12,747	469	643	5.04	
396	SYSCO CORP (SYY)		33.44	13,243	36.10	14,296	1,053	459	3.21	#
	Total			163,936		243,464	79,529	6,875	2.82	
Energy										
500	APACHE CORP (APA)		92.02	46,011	85.94	42,970	3,041-	400	0.93	#
259	BAKER HUGHES INC. (BHI)		49.24	12,752	55.26	14,312	1,561	155	1.09	#

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
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Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
185	CAMERON INTERNATIONAL CORP (CAM)		61.97	11,465	59.53	11,013	452-	0	0.00	
470	CHEVRON CORP (CVX)		67.83	31,879	124.91	58,708	26,828	1,880	3.20	#
630	EXXON MOBIL CORPORATION (XOM)		37.26	23,471	101.20	63,756	40,285	1,588	2.49	#
220	HALLIBURTON CO. (HAL)		42.72	9,398	50.75	11,165	1,767	132	1.18	
96	HELMERICH & PAYNE INC. (HP)		67.66	6,495	84.08	8,072	1,577	240	2.97	
310	HOLLYFRONTIER CORP (HFC)		43.41	13,458	49.69	15,404	1,946	372	2.41	#
170	NATIONAL OILWELL VARCO INC (NOV)		69.47	11,810	79.53	13,520	1,710	177	1.31	
217	PHILLIPS 66 (PSX)		59.21	12,849	77.13	16,737	3,889	339	2.02	
700	SCHLUMBERGER LTD. (SLB)		59.94	41,958	90.11	63,077	21,119	875	1.39	#
141	TESORO PETE CORP. (TSO)		57.83	8,154	58.50	8,249	94	141	1.71	
435	VALERO ENERGY CORP (VLO)		38.66	16,817	50.40	21,924	5,107	392	1.79	#
	Total			246,517		348,907	102,389	6,691	1.92	
Financials										
245	ALLSTATE CORP. (ALL)		47.25	11,576	54.54	13,362	1,786	245	1.83	
600	AMERICAN EXPRESS CO. (AXP)		37.93	22,756	90.73	54,438	31,682	552	1.01	
145	AMERIPRISE FINANCIAL INC (AMP)		89.26	12,943	115.05	16,682	3,739	302	1.81	#
100	BLACKROCK INC (BLK)		195.66	19,566	316.47	31,647	12,081	672	2.12	
305	CHARLES SCHWAB CORP. (SCHW)		21.61	6,592	26.00	7,930	1,338	73	0.92	
295	CITIGROUP INC (C)		49.61	14,634	52.11	15,372	739	12	0.08	
327	COCA-COLA ENTERPRISES (CCE)		39.87	13,038	44.13	14,431	1,393	262	1.81	#
280	DISCOVER FINANCIAL SERVICES (DFS)		47.85	13,399	55.95	15,666	2,267	224	1.43	
403	EAST WEST BANCORP INC (EWBC)		30.15	12,150	34.97	14,093	1,943	242	1.72	#
695	FIFTH THIRD BANK (FITB)		18.40	12,788	21.03	14,616	1,828	334	2.28	
216	FIRST SOLAR INC (FSLR)		59.06	12,758	54.64	11,802	956-	0	0.00	#

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
900	FRANKLIN RESOURCES INC. (BEN)		20.51	18,456	57.73	51,957	33,501	432	0.83	
435	LINCOLN NATIONAL CORP IND (LNC)		35.43	15,410	51.62	22,455	7,044	278	1.24	#
440	NASDAQ STOCK MARKET INC (NDAQ)		32.52	14,307	39.80	17,512	3,205	229	1.31	#
441	OMEGA HEALTHCARE INVESTORS (OHI)		32.14	14,175	29.80	13,142	1,033-	847	6.44	
180	STATE STREET CORP (STT)		68.50	12,330	73.39	13,210	880	187	1.42	
370	SUNTRUST BANKS INC. (STI)		31.85	11,786	36.81	13,620	1,834	148	1.09	
1200	US BANCORP (USB)		21.72	26,064	40.40	48,480	22,416	1,104	2.28	#
265	WADDELL & REED FINANCIAL - A (WDR)		46.73	12,384	65.12	17,257	4,873	360	2.09	
1315	WELLS FARGO CO (WFC)		29.52	38,824	45.40	59,701	20,877	1,578	2.64	#
245	ZIONS BANCORP (ZION)		27.44	6,723	29.96	7,340	617	39	0.53	
	Total			322,659		474,713	152,052	8,120	1.71	
Health Care										
1000	ABBOTT LABORATORIES (ABT)		21.22	21,216	38.33	38,330	17,114	880	2.30	#
1000	ABBVIE INC COM (ABBV)		23.01	23,006	52.81	52,810	29,804	1,600	3.03	#
142	ALLERGAN INC (AGN)		98.01	13,918	111.08	15,773	1,855	28	0.18	
92	AMGEN (AMGN)		98.00	9,016	114.08	10,495	1,479	224	2.14	
600	BAXTER INTL. INC. (BAX)		50.36	30,216	69.55	41,730	11,514	1,176	2.82	
400	C R BARD INC. (BCR)		98.44	39,376	133.94	53,576	14,200	336	0.63	
265	CARDINAL HEALTH INC. (CAH)		47.60	12,614	66.81	17,705	5,091	321	1.81	
105	CELGENE CORP (CELG)		119.99	12,599	168.97	17,742	5,143	0	0.00	
63	GILEAD SCIENCES INC. (GILD)		51.63	3,253	75.10	4,731	1,478	0	0.00	
499	JOHNSON & JOHNSON (JNJ)		52.42	26,159	91.59	45,703	19,545	1,317	2.88	#
275	ELI LILLY & CO. (LLY)		51.43	14,143	51.00	14,025	118-	539	3.84	#
117	MEDTRONIC INC. (MDT)		55.83	6,532	57.39	6,715	182	131	1.95	
285	OMNICARE INC (OCR)		46.80	13,338	60.36	17,203	3,864	228	1.33	
500	PATTERSON COS INC (PDCO)		41.90	20,950	41.20	20,600	350-	320	1.55	
310	PERKINELMER INC (PKI)		33.15	10,276	41.23	12,781	2,505	87	0.68	
425	PFIZER INC. (PFE)		28.92	12,290	30.63	13,018	728	442	3.40	

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
225	ST JUDE MEDICAL INC (STJ)		44.80	10,080	61.95	13,939	3,859	225	1.61	#
170	THERMO FISHER SCIENTIFIC INC (TMO)		85.21	14,485	111.35	18,930	4,444	102	0.54	#
185	UNITED THERAPEUTICS CORP (UTHR)		66.91	12,378	113.08	20,920	8,541	0	0.00	#
	Total			305,845		436,726	130,879	7,956	1.82	
Reits										
656	KIMCO REALTY CORP (KIM)		20.70	13,577	19.75	12,956	621-	590	4.56	#
401	WEINGARTEN REALTY (WRI)		29.11	11,673	27.42	10,995	678-	489	4.45	
	Total			25,250		23,951	1,299-	1,079	4.51	
Technology										
170	ACCENTURE PLC (ACN)		80.66	13,713	82.22	13,977	265	316	2.26	
890	ACTIVISION BLIZZARD INC (ATVI)		14.50	12,909	17.83	15,869	2,960	169	1.07	#
349	AMDOCS LTD (DOX)		37.24	12,997	41.24	14,393	1,396	181	1.26	
113	APPLE INC. (AAPL)		115.58	13,061	561.02	63,395	50,335	1,379	2.17	#
163	AUTOMATIC DATA PROCESSING INC. (ADP)		69.79	11,376	80.80	13,170	1,794	313	2.38	#
700	AVAGO TECHNOLOGIES LTD (AVGO)		34.12	23,887	52.88	37,015	13,129	700	1.89	
422	CA INC (CA)		31.02	13,090	33.65	14,200	1,110	422	2.97	
505	CISCO SYSTEMS (CSCO)		24.25	12,248	22.43	11,327	921-	343	3.03	
180	COGNIZANT TECH SOLUTIONS CRP (CTSH)		63.52	11,433	100.98	18,176	6,744	0	0.00	
271	COMPUTER SCIENCES CORP. (CSC)		50.96	13,809	55.88	15,143	1,334	217	1.43	
881	CORNING INC. (GLW)		14.90	13,131	17.82	15,699	2,569	352	2.24	#
257	EMC CORP (EMC)		25.44	6,538	25.15	6,464	74-	103	1.59	
86	F5 NETWORKS INC (FFIV)		80.19	6,896	90.86	7,814	918	0	0.00	

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
200	INTERNATIONAL BUSINESS MACHINES CORP. (IBM)		80.52	16,104	187.57	37,514	21,410	760	2.03	#
981	MICROSOFT CORP. (MSFT)		26.94	26,424	37.41	36,699	10,275	1,099	2.99	#
305	NETAPP INC (NTAP)		38.34	11,693	41.14	12,548	854	183	1.46	
1425	ORACLE CORP (ORCL)		12.31	17,538	38.26	54,521	36,983	684	1.25	#
700	QUALCOMM CORP. (QCOM)		59.06	41,343	74.25	51,975	10,632	980	1.89	
247	SKYWORKS SOLUTIONS INC (SWKS)		21.90	5,409	28.56	7,054	1,645	0	0.00	
640	SYMANTEC CORP (SYMC)		22.43	14,353	23.58	15,091	738	384	2.54	
220	TE CONNECTIVITY LTD (TEL)		45.43	9,994	55.11	12,124	2,131	220	1.81	#
203	WESTERN DIGITAL CORP. (WDC)		66.40	13,480	83.90	17,032	3,552	244	1.43	#
	Total			321,426		491,200	169,777	9,049	1.84	
Utilities										
444	CMS ENERGY CORP (CMS)		26.72	11,865	26.77	11,886	20	453	3.81	#
578	GREAT PLAINS ENERGY INC. (GXP)		22.86	13,213	24.24	14,011	798	532	3.80	#
	Total			25,078		25,897	818	985	3.80	
Other Assets										
238	DELPHI AUTOMOTIVE PLC (DLPH)		54.84	13,052	60.13	14,311	1,259	162	1.13	#
392	INVESCO LTD (IVZ)		34.22	13,413	36.40	14,269	856	353	2.47	#
1125	MARVELL TECHNOLOGY GROUP LTD (MRVL)		11.05	12,431	14.38	16,178	3,746	270	1.67	
331	XL GROUP PLC F (XL)		31.24	10,339	31.84	10,539	200	185	1.76	
	Total			49,235		55,297	6,061	970	1.75	

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
U S Mutual Funds										
3316+	AMG TIMESSQUARE MID CAP GROWTH (TMDIX)		12.19	40,425	18.49	61,308	20,884	0	0.00	#
2975+	AMG TIMESSQUARE SMALL GROW (TSCIX)		14.50	43,128	18.08	53,779	10,651	0	0.00	#
2297+	ARTISAN MID CAP VALUE FD-INV (ARTQX)		20.67	47,477	27.00	62,019	14,542	537	0.87	#
285+	DODGE & COX STOCK FUND (DODGX)		105.28	30,000	168.87	48,120	18,120	600	1.25	
8595+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTCSX)		15.26	131,154	26.19	225,102	93,948	988	0.44	*#
2576+	GMO QUALITY FUND IV (GQEFX)		23.00	59,260	24.94	64,256	4,996	1,414	2.20	#
1665+	HARBOR CAPITAL APPRECIATION FUND (HACAX)		40.71	67,791	56.69	94,403	26,612	75	0.08	#
3226+	LONGLEAF PARTNERS FUND (LLPFX)		23.39	75,448	33.75	108,869	33,421	871	0.80	#
5795+	MANNING & NAPIER EQUITY SERI (EXEYX)		16.77	97,199	19.68	114,036	16,836	50	0.04	#
1907+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		17.60	33,562	24.88	47,436	13,874	109	0.23	#
5193+	STRALEM EQUITY FUND (STEFX)		12.64	65,609	16.48	85,573	19,964	1,355	1.58	#
1033+	VANGUARD PRIMECAP FUND ADMIRAL SHARES (VPMAX)		60.25	62,246	95.73	98,898	36,652	0	0.00	#
4393+	VANGUARD SMALL CAP INDEX FD SIGNAL SHS (VSISX)		26.28	115,453	47.49	208,606	93,152	2,728	1.31	#
	Total			868,752		1,272,405	403,654	8,727	0.69	
International Mutual Funds										
12639+	DUPONT CAPITAL EMG MKTS -I (DCMEX)		7.86	99,360	9.09	114,887	15,526	1,365	1.19	#

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
9655+	MATTHEWS PACIFIC TIGER FD - IS (MIPTX)		20.55	198,464	24.97	241,096	42,632	2,028	0.84	#
2786+	OAKMARK INTERNATIONAL FD I (OAKIX)		16.44	45,808	26.32	73,317	27,509	1,215	1.66	#
10859+	THORNBURG INTL VALUE FD-I (TGVIX)		27.80	301,907	32.06	348,147	46,239	4,452	1.28	#
14002+	TWEEDY BROWNE GLOBAL VALUE FUND (TBGVX)		22.16	310,227	26.62	372,741	62,513	4,341	1.16	#
4000	VANGUARD FTSE ALL-WORLD EX-U (VEU)		42.67	170,661	50.73	202,920	32,259	5,400	2.66	#
	Total			1,126,427		1,353,108	226,679	18,801	1.39	
Equities Total				4,060,794		5,618,045	1,557,250	84,264	1.50	
Other										
Alternative Assets										
6545+	AQR RISK PARITY FUND -I (AQRIX)		11.90	77,883	10.77	70,485	7,398-	1,780	2.53	#
3521+	DREYFUS GLOBAL REAL ESTATE SECURITIES FD (DRLIX)		8.52	30,000	8.10	28,521	1,479-	940	3.30	
87985	GLENMEDE CLIENT OPP UNF COMMITMENT		0.00	0	0.00	0		0	0.00	
411999+	GLENMEDE CLIENT OPPORTUNITIES PFIC POOL		1.00	411,999	1.39	572,432	160,433	0	0.00	#
150000	GLENMEDE PRIVATE INVESTMENT FUND VII UNFUNDED COMMITMENT		0.00	0	0.00	0		0	0.00	
350000	GLENMEDE PRIVATE INVESTMENT FUND VII LLC		1.00	350,000	1.72	602,525	252,525	0	0.00	#
30308+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		10.79	327,143	9.90	300,051	27,093-	17,851	5.95	#

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION IA
12/31/13
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
5198+	THIRD AVENUE REAL ESTATE VAL (TAREX)		20.92	108,746	28.82	149,796	41,050	1,580	1.05	#
2923	UNITED STATES COMMODITY INDEX (USCI)		64.86	189,587	56.08	163,922	25,665-	0	0.00	#
	Total			1,495,358		1,887,732	392,374	22,151	1.17	
Other Total				1,495,358		1,887,732	392,374	22,151	1.17	
Grand Total				7,402,098		9,334,423	1,932,327	171,421	1.84	

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
\# INDICATES MULTIPLE TAX LOTS
\+ FRACTIONAL SHARE EXISTS

COMBINED STATEMENT OF ASSETS
DIETZ & WATSON FOUNDATION (Continue)
12/31/2013
1730-03-4/4

Shares/Par	Description of Assets	Bond Rtg	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income
Grand Total From Last Page			7,402,098		9,334,423	1,932,325	171,291
ADJUSTMENTS:							
Other							
Alternative Assets Adjustments to page 9 and 10							
	GLENMEDE PRIVATE INVESTMENT FUND VII LLC ADJUSTMENT TO BASIS PER K-1		80,080	-	-	(80,080)	-
	GLENMEDE CLIENT OPPORTUNITIES PFCI POOL ADJUSTMENT TO BASIS PER K-1		88,597	-	-	(88,597)	-
	UNITED STATES COMMODITY INDEX ADJUSTMENT TO BASIS PER K-1		(25,674)	-	-	25,674	-
Other Total			143,003	-	-	-143,003	-
Adjusted Grand Total			7,545,101		9,334,423	1,789,322	171,291

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

COPY

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [X]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions DIETZ & WATSON FOUNDATION 1730-03-4/4	Employer identification number (EIN) or 23-3028685
	Number, street, and room or suite no If a P O box, see instructions GLENMEDE TRUST CO., N.A., 1650 MARKET ST.	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19103-7391	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE GLENMEDE TRUST CO., N.A.

  Telephone No. ▶ (215)419-6000 FAX No. ▶ 215-640-3763
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 20 13 or

▶ ☐ tax year beginning ______, 20 ___, and ending ______, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 23,043.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 8833
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. WIRE	3c	$ 14,210.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions