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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
Widener Memorial Foundation In Aid
of Handicapped Children

A Employer identification number
23-6267223

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
4060 Butler Pike Suite 225

B Telephone number (see instructions)
(610) 825-8900

City or town, state or province, country, and ZIP or foreign postal code
Plymouth Meeting, PA 19462

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 8,109,304

J Accounting method ☑ 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))

	Line	Description	(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)	570,613			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	189,562	189,562		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	350,745			
	b	Gross sales price for all assets on line 6a 1,996,035				
	7	Capital gain net income (from Part IV, line 2)		350,745		
	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)				
	12	**Total.** Add lines 1 through 11	1,110,920	540,307		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	28,335	5,667		22,668
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	23,635	23,635		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	29,408	0		0
	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	81,378	29,302		22,668
	25	Contributions, gifts, grants paid	1,003,980			1,003,980
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,085,358	29,302		1,026,648
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	25,562			
	b	**Net investment income** (if negative, enter -0-)		511,005		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	75,740	110,477	110,477
2	Savings and temporary cash investments	490,583	237,271	237,271
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)			
b	Investments—corporate stock (attach schedule)	5,231,141	6,013,446	7,761,059
c	Investments—corporate bonds (attach schedule)	526,942	0	0
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	416	497	497
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,324,822	6,361,691	8,109,304
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ 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.			
27	Capital stock, trust principal, or current funds	-5,907	-5,907	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	6,330,729	6,367,598	
30	**Total net assets or fund balances** (see page 17 of the instructions)	6,324,822	6,361,691	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,324,822	6,361,691	

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	6,324,822
2	Enter amount from Part I, line 27a	2	25,562
3	Other increases not included in line 2 (itemize) ▶	3	11,307
4	Add lines 1, 2, and 3	4	6,361,691
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,361,691

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	350,745
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	966,992	7,051,077	0 137141
2011	964,472	7,013,037	0 137526
2010	869,006	6,416,573	0 135431
2009	903,452	5,557,228	0 162572
2008	941,811	7,418,509	0 126954

2	**Total** of line 1, column (d).	2	0 699624
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 139925
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,612,039
5	Multiply line 4 by line 3.	5	1,065,115
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,110
7	Add lines 5 and 6.	7	1,070,225
8	Enter qualifying distributions from Part XII, line 4.	8	1,026,648

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 ▶ ☐ 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	10,220
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	10,220
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	10,220
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	15,080		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	15,080
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,860
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 4,860 **Refunded** ▶			11	0

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶John Hagerty Telephone no ▶(215) 836-7500

Located at ▶4060 Butler Pike Plymouth Meeting PA ZIP+4 ▶19462

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 |

			Yes	No
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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**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 page 20 of the instructions)?	1b		
	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		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 ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	7,603,519
b	Average of monthly cash balances	1b	124,439
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	7,727,958
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	7,727,958
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	115,919
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,612,039
6	**Minimum investment return.** Enter 5% of line 5	6	380,602

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	380,602
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 10,220		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	10,220
3	Distributable amount before adjustments Subtract line 2c from line 1	3	370,382
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	370,382
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	370,382

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	1,026,648
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,026,648
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,026,648

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				370,382
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			257,053	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,026,648				
a Applied to 2012, but not more than line 2a			257,053	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	769,595			
d Applied to 2013 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	769,595			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				370,382
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	769,595			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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))

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 or e-mail address of the person to whom applications should be addressed

Edith R Dixon
4060 Butler Pike Suite 225
Plymouth Meeting, PA 19462
(215) 825-8900

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

Letter describing the purpose for which grant would be used, persons (other than orthopedically handicapped children) who would benefit from activity for which grant is requested Statements showing that organization is exempt under Sec 501(c)(3) of the Internal Revenue Code and also not classified as a private foundation

c Any submission deadlines

Trustees normally meet in May and November

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

Restrictions grants are for those Sec 501 (c)(3) organizations located in the Delaware Valley area which will use the funds to benefit orthopedically handicapped children

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 Additional Data Table				
Total . . . . ▶ **3a**				1,003,980
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (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	189,562	
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.					
8 Gain or (loss) from sales of assets other than inventory			18	350,745	
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). .		0		540,307	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 540,307

(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)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-08-04 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Carla M Vulpio				P00638829
Firm's name ▶ Ballard Spahr LLP			Firm's EIN ▶ 23-0382195	
Firm's address ▶ 1735 Market Street 51st floor Philadelphia, PA 19103			Phone no (215) 864-8360	

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491224007064

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization
Widener Memorial Foundation In Aid of Handicapped Children

Employer identification number
23-6267223

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	**Employer identification number**
Widener Memorial Foundation In Aid of Handicapped Children	23-6267223

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Widener Memorial School Endowment PNC Advisors 1600 Market Street Philadelphia, PA 19103	$ 570,613	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
Widener Memorial Foundation In Aid
of Handicapped Children

Employer identification number
23-6267223

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
Widener Memorial Foundation In Aid of Handicapped Children

Employer identification number
23-6267223

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
105 shs Agrium Inc	P	2012-12-03	2013-03-20
5 shs Alexion Pharm	P	2012-12-05	2013-07-29
5 shs Alexion Pharm	P	2012-12-05	2013-07-29
10 shs Alexion Pharm	P	2012-12-05	2013-07-30
5 shs Alexion Pharm	P	2012-12-05	2013-11-12
8 shs Allergan Inc	P	2012-12-05	2013-05-16
4 shs Allergan Inc	P	2012-12-05	2013-05-16
6 shs Allergan Inc	P	2012-12-05	2013-05-17
5 shs Allergan Inc	P	2012-12-05	2013-05-17
4 shs Allergan Inc	P	2012-12-05	2013-05-20
8 shs Allergan Inc	P	2012-12-05	2013-05-21
5 shs Allergan Inc	P	2012-12-05	2013-05-22
7 shs Allergan Inc	P	2012-12-05	2013-06-18
2 shs Allergan Inc	P	2012-12-05	2013-06-18
8 shs Allergan Inc	P	2012-12-05	2013-06-19
5 shs Allergan Inc	P	2012-12-05	2013-06-20
2 shs Allergan Inc	P	2012-12-05	2013-06-20
5 shs Allergan Inc	P	2012-12-05	2013-06-21
7 shs Allergan Inc	P	2012-12-05	2013-06-21
4 shs Allergan Inc	P	2012-12-05	2013-06-24
14 shs Allergan Inc	P	2012-12-05	2013-10-15
19 shs Allergan Inc	P	2012-12-05	2013-10-16
10 shs Allergan Inc	P	2012-12-05	2013-10-17
8 shs Allergan Inc	P	2012-12-05	2013-10-17
10 shs Allergan Inc	P	2012-12-05	2013-10-18
9 shs Allergan Inc	P	2012-12-05	2013-10-21
3 shs Allergan Inc	P	2012-12-05	2013-10-25
8 shs Allergan Inc	P	2012-12-05	2013-10-25
3 shs Allergan Inc	P	2012-12-05	2013-10-25
6 shs Allergan Inc	P	2012-12-05	2013-10-28

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
8 shs Allergan Inc	P	2012-12-05	2013-10-28
13 shs Allergan Inc	P	2012-12-05	2013-10-29
7 shs Allergan Inc	P	2012-12-05	2013-10-30
6 shs Allergan Inc	P	2012-12-05	2013-10-31
8 shs Allergan Inc	P	2012-12-05	2013-11-01
7 shs Allergan Inc	P	2012-12-05	2013-11-04
4 shs Allergan Inc	P	2012-12-05	2013-11-05
5 shs Allergan Inc	P	2012-12-05	2013-11-06
5 shs Allergan Inc	P	2012-12-05	2013-11-06
2 shs Allergan Inc	P	2012-12-05	2013-11-07
9 shs Amazon Com INC	P	2012-12-05	2013-07-29
6 shs Amazon Com INC	P	2012-12-05	2013-07-30
12 shs Amazon Com INC	P	2012-12-05	2013-10-15
10 shs Amazon Com INC	P	2012-12-05	2013-10-16
3 shs Amazon Com INC	P	2012-12-05	2013-11-12
50 shs American Express Co	P	2012-12-03	2013-07-01
27 shs Anheuser Busch INBEV	P	2012-12-03	2013-02-08
143 shs Anheuser Busch INBEV	P	2012-12-03	2013-02-08
18 shs Apple INC	P	2012-12-05	2013-02-01
2 shs Apple INC	P	2012-12-05	2013-02-14
3 shs Apple INC	P	2012-12-05	2013-02-19
2 shs Apple INC	P	2012-12-05	2013-02-20
12 shs Apple INC	P	2012-12-05	2013-03-21
9 shs Apple INC	P	2012-12-05	2013-03-26
4 shs Apple INC	P	2012-12-05	2013-03-27
4 shs Apple INC	P	2012-12-05	2013-03-28
6 shs Apple INC	P	2012-12-05	2013-04-02
15 shs Apple INC	P	2012-12-05	2013-04-05
15 Arm Holdings PLC Sponsored ADR	P	2013-01-08	2013-11-12
70 Astrazeneca PLC Spons ADR	P	2012-12-06	2013-12-05

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
5 shs Athenahealth INC	P	2012-12-05	2013-11-12
51 shs Avnet Inc	P	2013-03-06	2013-11-18
39 shs Avnet Inc	P	2013-03-06	2013-11-19
75 shs Avnet Inc	P	2013-03-06	2013-11-26
45 shs Avnet Inc	P	2013-03-06	2013-11-27
50 shs Avnet Inc	P	2013-03-06	2013-11-27
5 shs Avnet Inc	P	2013-08-20	2013-11-29
55 shs Avnet Inc	P	2013-03-07	2013-11-29
48 shs Avnet Inc	P	2013-08-20	2013-12-02
82 shs Avnet Inc	P	2013-08-20	2013-12-02
218 shs BCE Inc ISIN CA05534B7604	P	2012-12-06	2013-01-10
62 shs BCE INC ISIN CA05534B7604	P	2012-12-06	2013-09-17
5 shs Baudu INC	P	2013-06-17	2013-11-12
190 shs Baxter International INC	P	2013-08-08	2013-12-30
9 shs Biomarin Pharm	P	2012-12-05	2013-09-11
9 shs Biomarin Pharm	P	2012-12-05	2013-09-12
7 shs Biomarin Pharm	P	2012-12-05	2013-09-13
5 shs Biomarin Pharm	P	2012-12-05	2013-11-12
3 shs Biogen IDEC Inc	P	2013-03-06	2013-11-12
80 shs Boeing Co	P	2012-12-03	2013-02-15
2 shs Borg Warner INC	P	2012-11-16	2013-05-15
13 shs Borg Warner INC	P	2012-11-16	2013-10-10
225 shs Bristol Myers Squibb Co	P	2012-12-06	2013-06-05
149 shs Bristol Myers Squibb Co	P	2012-12-06	2013-07-08
10 shs CF Industries Holdings INC	P	2012-12-03	2013-01-22
45 shs CF Industries Holdings	P	2012-12-03	2013-10-29
25 shs CME Group Inc A Deriv Exc	P	2012-10-26	2013-10-17
29 shs CST Brands Inc	P	2013-02-05	2013-05-08
443 CST Brands INC	P	2013-02-05	2013-05-13
122 shs Cameron Intl Corp	P	2012-11-01	2013-10-28

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
165 shs Capital One Financial Corp	P	2012-12-03	2013-01-22
454 shs Centurylink INC	P	2012-12-06	2013-02-15
7 shs Cerner Corp	P	2012-12-05	2013-07-08
6 shs Cerner Corp	P	2012-12-05	2013-07-09
1 shs Cerner Corp	P	2012-12-05	2013-07-09
8 shs Cerner Corp	P	2012-12-05	2013-07-10
17 shs Cerner Corp	P	2012-12-05	2013-07-11
16 shs Cerner Corp	P	2012-12-05	2013-07-12
7 shs Cerner Corp	P	2012-12-05	2013-07-15
3 shs Cerner Corp	P	2012-12-05	2013-07-16
10 shs Cerner Corp	P	2012-12-05	2013-11-12
70 shs Chevron Corp	P	2012-12-03	2013-08-27
50 shs Chevron Corp	P	2012-12-03	2013-10-28
2 shs Chipotle Mexican Grill CL A	P	2012-12-05	2013-04-02
4 shs Chipotle Mexican Grill CL A	P	2012-12-05	2013-10-15
5 shs Chipotle Mexican Grill CL A	P	2012-12-05	2013-10-16
2 shs Chipotle Mexican Grill CL A	P	2012-12-05	2013-11-12
35 Cisco Systems INC	P	2012-12-03	2013-09-24
230 shs Cisco Systems INC	P	2012-12-03	2013-11-18
25 shs CitiGroup INC	P	2012-12-03	2013-09-24
20 shs Coach INC	P	2012-12-05	2013-03-06
11 shs Coach INC	P	2012-12-05	2013-03-06
14 shs Coach INC	P	2012-12-05	2013-03-07
9 shs Coach Inc	P	2012-12-05	2013-03-07
114 shs Coach INC	P	2012-12-05	2013-03-08
20 shs Coach INC	P	2012-12-05	2013-03-08
23 shs Coach INC	P	2012-12-05	2013-03-11
11 shs Coach INC	P	2012-12-05	2013-03-12
18 shs Coach INC	P	2012-12-05	2013-03-13
145 shs Comcast Corp CL A	P	2012-12-03	2013-10-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
121 shs Conagra Foods Inc	P	2013-02-08	2013-09-09
334 shs Conagra Foods Inc	P	2013-02-08	2013-09-09
109 shs D R Horton INC	P	2013-03-13	2013-12-17
56 shs D R Horton INC	P	2013-03-13	2013-12-17
66 shs D R Horton INC	P	2013-03-13	2013-12-17
68 shs D R Horton Inc	P	2013-03-13	2013-12-18
57 shs D R Horton Inc	P	2013-03-13	2013-12-18
84 shs D R Horton Inc	P	2013-03-13	2013-12-18
185 shs E M C Corp Mass	P	2012-12-03	2013-02-21
430 shs E M C Corp Mass	P	2012-12-03	2013-11-26
20 shs E M C Corp Mass	P	2012-12-03	2013-11-26
38 shs Eastman Chem Co	P	2012-12-03	2013-06-04
127 shs Eastman Chem Co	P	2012-12-03	2013-06-04
45 shs Eastman Chem Co	P	2012-12-03	2013-06-05
105 shs Ebay Inc	P	2012-12-03	2013-03-06
140 shs Edison Intl	P	2013-04-26	2013-08-08
140 shs Edison Intl	P	2013-04-30	2013-08-09
23 shs Equity Residential PPTTYS	P	2012-12-03	2013-02-08
137 shs of Equity Residential PPTTYS	P	2012-12-03	2013-02-08
25 shs FMC Corp New	P	2012-12-03	2013-01-22
70 shs FMC Corp New	P	2012-12-03	2013-01-23
26 shs FMC Corp New	P	2012-12-03	2013-01-24
34 shs FMC Corp New	P	2012-12-03	2013-01-24
10 shs FMC Tech INC	P	2012-12-05	2013-11-12
20 shs Facebook Inc A	P	2012-12-05	2013-11-12
5 shs F5 Networks Inc	P	2012-12-05	2013-04-02
2 shs F5 Networks Inc	P	2012-12-05	2013-06-19
6 shs F5 Networks Inc	P	2012-12-05	2013-06-20
7 shs F5 Networks Inc	P	2012-12-05	2013-06-21
6 shs F5 Networks Inc	P	2012-12-05	2013-06-24

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 shs F5 Networks Inc	P	2012-12-05	2013-06-25
5 shs F5 Networks Inc	P	2012-12-05	2013-06-25
6 shs F5 Networks Inc	P	2012-12-05	2013-06-26
7 shs F5 Networks Inc	P	2012-12-05	2013-06-27
6 shs F5 Networks Inc	P	2012-12-05	2013-06-28
10 shs F5 Networks Inc	P	2012-12-05	2013-07-01
9 shs F5 Networks Inc	P	2012-12-05	2013-07-02
6 shs F5 Networks Inc	P	2012-12-05	2013-07-03
4 shs F5 Networks Inc	P	2012-12-05	2013-07-03
8 shs F5 Networks Inc	P	2012-12-05	2013-07-05
8 shs F5 Networks Inc	P	2012-12-05	2013-07-08
3 shs shs F5 Networks Inc	P	2012-12-05	2013-07-09
13 shs F5 Networks Inc	P	2012-12-05	2013-07-09
1 shs F5 Networks Inc	P	2012-12-05	2013-07-10
13 shs F5 Networks Inc	P	2012-12-05	2013-07-10
13 shs F5 Networks Inc	P	2012-12-05	2013-07-10
6 shs F5 Networks Inc	P	2012-12-05	2013-07-11
375 shs Ford Motor Company	P	2013-07-22	2013-12-30
810 shs Ford Motor Company	P	2013-07-22	2013-12-30
40 shs Gannett Inc	P	2012-12-03	2013-05-15
50 shs Gannett Inc	P	2012-12-03	2013-05-15
300 shs Gannett Inc	P	2012-12-03	2013-05-16
40 shs Gannett Inc	P	2012-12-03	2013-05-16
113 shs Gannett Inc	P	2012-12-03	2013-05-17
27 shs Gannett Inc	P	2012-12-03	2013-05-17
102 shs Glaxo Smithkline ADR	P	2012-12-06	2013-04-18
4 shs Google Inc CL A	P	2012-12-05	2013-06-24
4 shs Google Inc CL A	P	2012-12-05	2013-07-29
322 shs Heinz H J Co	P	2012-12-06	2013-02-15
45 shs Hershey Foods Corp	P	2012-12-03	2013-08-29

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
470 Hertz Global Holdings Inc	P	2013-04-08	2013-11-01
7 shs Intercont Exc Inc	P	2012-12-05	2013-01-08
3 shs Intercont Exc Inc	P	2012-12-05	2013-01-08
7 shs Intercont Exc Inc	P	2012-12-05	2013-01-09
3 shs Intercont Exc Inc	P	2012-12-05	2013-01-09
5 shs Interc Exc Inc	P	2012-12-05	2013-01-25
5 shs Interc Exc Inc	P	2012-12-05	2013-01-25
4 shs Interc Exc Inc	P	2012-12-05	2013-01-28
29 shs Interc Exc Inc	P	2012-12-05	2013-01-28
6 shs Interc Exc Inc	P	2012-12-05	2013-01-29
3 shs Intercont Exc Inc	P	2012-12-05	2013-01-29
6 shs Interc Exc Inc	P	2012-12-05	2013-01-30
7 shs Intercont Exc Inc	P	2012-12-05	2013-01-30
3 shs Intercont Exc Inc	P	2012-12-05	2013-01-31
2 shs Intercont Exc Inc	P	2012-12-05	2013-01-31
230 shs International Paper Co	P	2013-03-20	2013-09-19
3 shs Intuitive Surgical Inc	P	2012-12-05	2013-11-12
20 shs JP Morgan Chase & CO	P	2012-12-03	2013-09-24
70 shs JP Morgan Chase & CO	P	2012-12-03	2013-10-09
15 shs Jacobs Engineering Group	P	2013-12-15	2013-11-22
53 shs Jacobs Engineering Group	P	2013-02-15	2013-11-22
157 shs Jacobs Engineering Group	P	2013-02-19	2013-11-25
15 shs Las Vegas Sands Corp	P	2012-12-05	2013-11-12
189 shs Lilly Eli & Co	P	2012-12-06	2013-05-06
125 shs Limited Inc	P	2012-12-03	2013-03-18
20 shs Limited Inc	P	2012-12-03	2013-03-18
150 shs Limited Inc	P	2012-12-03	2013-03-19
115 M&T BK Corp	P	2012-12-03	2013-06-04
400 Macy's Inc	P	2012-12-03	2013-08-20
155 McCormick & Co Inc	P	2012-12-03	2013-01-29

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
45 shs Merck & Co Inc	P	2012-12-03	2013-03-13
145 shs Merck & Co Inc	P	2012-12-03	2013-03-13
75 shs Microsoft Corp	P	2012-12-03	2013-07-22
5 00165 shs Monsanto Co	P	2013-01-23	2013-07-25
5 shs Monsanto Co	P	2013-07-08	2013-11-12
310 shs Moody's Corp	P	2012-12-03	2013-02-08
435 shs Mylan Inc	P	2012-12-03	2013-05-08
42 shs National Grid PLC Sp ADR	P	2012-12-06	2013-09-13
114 shs National oilwell	P	2012-12-03	2013-02-05
16 shs National Oilwell	P	2012-12-03	2013-02-05
10 shs National Oilwell	P	2012-12-05	2013-11-12
15 shs Nike Inc Class B	P	2012-12-05	2013-11-12
35 shs OGE Energy Corp	P	2012-12-03	2013-04-26
55 shs OGE Energy Corp	P	2012-12-03	2013-04-29
65 shs OGE Energy Corp	P	2012-12-03	2013-04-30
40 shs OGE Energy Corp	P	2012-12-03	2013-05-01
14 shs O Reilly Auto Inc	P	2012-07-30	2013-05-01
230 shs Oracle Corp	P	2012-12-03	2013-07-22
29 shs Pall Corp	P	2012-03-13	2013-02-11
73 shs Pall Corp	P	2012-12-03	2013-04-08
30 shs Pall Corp	P	2012-12-03	2013-04-08
62 shs Pall Corp	P	2012-12-03	2013-04-09
180 shs Phillip Morris Internat	P	2012-12-03	2013-05-13
4 shs Praxair Inc	P	2012-12-05	2013-07-08
4 shs Praxair Inc	P	2012-12-05	2013-07-09
6 shs Praxair Inc	P	2012-12-05	2013-07-09
4 shs Praxair Inc	P	2012-12-05	2013-07-10
2 shs Praxair Inc	P	2012-12-05	2013-07-10
4 shs Praxair Inc	P	2012-12-05	2013-07-11
4 shs Praxair Inc	P	2012-12-05	2013-07-12

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
5 shs Praxair Inc	P	2012-12-05	2013-07-15
6 shs Praxair Inc	P	2012-12-05	2013-07-16
6 shs Praxair Inc	P	2012-12-05	2013-07-17
4 shs Praxair Inc	P	2012-12-05	2013-07-17
3 shs Praxair Inc	P	2012-12-05	2013-07-18
4 shs Praxair Inc	P	2012-12-05	2013-07-18
5 shs Praxair Inc	P	2012-12-05	2013-07-19
2 shs Praxair Inc	P	2012-12-05	2013-07-19
3 shs Praxair Inc	P	2012-12-05	2013-07-22
4 shs Praxair Inc	P	2012-12-05	2013-07-22
5 shs Praxair Inc	P	2012-12-05	2013-07-23
5 shs Praxair Inc	P	2012-12-05	2013-07-24
5 shs Praxair Inc	P	2012-12-05	2013-07-24
12 shs Praxair Inc	P	2012-12-05	2013-07-25
2 shs Praxair Inc	P	2012-12-05	2013-07-25
5 shs Praxair Inc	P	2012-12-05	2013-07-26
4 shs Praxair Inc	P	2012-12-05	2013-07-26
1 shs Praxair Inc	P	2012-12-05	2013-07-29
5 shs Praxair Inc	P	2012-12-05	2013-07-29
6 shs Praxair Inc	P	2012-12-05	2013-07-30
7 shs Praxair Inc	P	2012-12-05	2013-07-31
1 shs Praxair Inc	P	2012-12-05	2013-08-01
7 shs Praxair Inc	P	2012-12-05	2013-08-02
38 shs Qualcomm Inc	P	2012-12-05	2013-01-08
40 shs Qualcomm Inc	P	2012-12-05	2013-01-09
47 shs Qualcomm Inc	P	2012-12-05	2013-01-10
61 shs Qualcomm Inc	P	2012-12-05	2013-04-26
47 shs Qualcomm Inc	P	2012-12-05	2013-04-29
11 shs Qualcomm Inc	P	2012-12-05	2013-04-29
41 shs Qualcomm Inc	P	2012-12-05	2013-04-30

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 shs Regeneron Pharm	P	2012-12-05	2013-01-31
5 shs Regeneron Pharm	P	2012-12-05	2013-02-01
5 shs Regeneron Pharm	P	2012-12-05	2013-02-07
2 shs Regeneron Pharm	P	2012-12-05	2013-02-04
4 shs Regeneron Pharm	P	2012-12-05	2013-02-05
2 shs Regeneron Pharm	P	2012-12-05	2013-02-06
6 shs Regeneron Pharm	P	2012-12-05	2013-02-07
3 shs Regeneron Pharm	P	2012-12-05	2013-02-08
5 shs Regeneron Pharm	P	2012-12-05	2013-02-11
1 shs Regeneron Pharm	P	2012-12-05	2013-02-11
62 shs RESMED Inc	P	2012-12-03	2013-02-15
4 shs RESMED Inc	P	2012-12-03	2013-02-15
69 shs RESMED Inc	P	2012-12-03	2013-02-19
145 shs RESMED Inc	P	2012-12-03	2013-10-28
140 shs RESMED Inc	P	2012-12-03	2013-10-29
95 shs RObert Half International	P	2013-02-01	2013-05-01
60 shs Robert Half INternational	P	2013-12-01	2013-05-01
138 shs Robert Half International	P	2013-02-01	2013-05-02
52 shs Robert Half International	P	2013-02-01	2013-05-02
65 shs Rock-Tenn Co Cl A	P	2013-06-04	2013-11-07
31 shs Rock-Tenn Co Cl A	P	2013-06-05	2013-11-07
39 shs Rock-Tenn Co Cl A	P	2013-06-05	2013-11-08
140 shs Ross Stores Inc	P	2012-12-03	2013-03-13
30 shs Salesforce com	P	2012-12-05	2013-11-12
10 shs Schlumberger LTD	P	2012-12-05	2013-11-12
5 shs Schwab Charles Corp	P	2013-07-29	2013-11-12
15 shs JM Smucker Co	P	2013-09-09	2013-12-17
95 shs JM Smucker Co	P	2013-09-09	2013-12-18
15 shs Southwestern Energy Co	P	2012-12-05	2013-11-12
5 shs Splunk Inc	P	2013-03-21	2013-11-12

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
19 shs Starbucks Corp	P	2012-12-05	2013-07-29
16 shs Starbucks Corp	P	2012-12-05	2013-07-30
18 shs Starbucks Corp	P	2012-12-05	2013-07-31
7 shs Starbucks Corp	P	2012-12-05	2013-08-01
5 shs Starbucks Corp	P	2012-12-05	2013-11-12
101 shs State STR Corp	P	2013-02-08	2013-11-12
74 shs State STR Corp	P	2013-02-08	2013-11-12
400 shs Suncor Energy Inc ISIN	P	2012-12-03	2013-02-25
30 shs Suncor Energy Inc ISIN	P	2012-12-03	2013-02-26
90 shs Suncor Energy Inc ISIN	P	2012-12-03	2013-02-26
5 shs Ulta Salon Cosmetics	P	2013-03-26	2013-11-12
60 shs Union Pacific Corp	P	2012-12-03	2013-11-07
190 shs Unitedhealth Group Inc	P	2012-12-03	2013-03-13
265 shs Valero Refining & Marketing Co	P	2013-02-05	2013-07-25
105 shs Verizon Communications	P	2013-05-15	2013-10-09
5 shs Visa Inc Class A	P	2012-12-05	2013-03-21
6 shs Visa Inc Class A	P	2012-12-05	2013-07-29
4 shs Visa Inc Class A	P	2012-12-05	2013-07-30
5 shs Visa Inc Class A	P	2012-12-05	2013-07-30
10 shs Visa Inc Class A	P	2012-12-05	2013-11-12
6 shs Visa Inc Class A	P	2012-12-05	2013-11-18
7 shs Visa Inc Class A	P	2012-12-05	2013-11-18
7 shs Visa Inc Class A	P	2012-12-05	2013-11-19
109 shs Vodafone Group PLC Rev	P	2012-12-06	2013-12-05
25 shs Wells Fargo & Co	P	2012-12-03	2013-09-24
170 Whole Foods MKT	P	2012-12-03	2013-02-27
361 shs Windstream Corp	P	2012-12-06	2013-06-05
25 shs Wisconsin Energy Corp	P	2012-12-03	2013-09-24
127 shs Accenture PLC Class A	P	2012-12-03	2013-07-01
28 shs Accenture PLC Class A	P	2012-12-03	2013-07-01

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
120 shs Covidien PLC ISIN	P	2012-12-03	2013-05-30
105 shs Covidien PLC ISIn	P	2012-12-03	2013-05-30
60 shs Covidien PLC ISIN	P	2012-12-03	2013-05-31
175 shs ENSCO PLC Class A	P	2012-12-14	2013-09-04
10 shs ASML Holdings NV-NY Sedol	P	2012-12-05	2013-07-29
5 shs ASML Holdings NV_NY Sedol	P	2012-12-05	2013-11-12
320 shs AT&T Inc	P	2006-05-26	2013-05-15
350 shs AT&T Inc	P	2006-05-26	2013-05-15
170 shs Altera Corp	P	2011-06-07	2013-08-29
108 shs Altera Corp	P	2011-09-08	2013-11-15
10 shs Apple Inc	P	2009-06-24	2013-02-21
15 shs Apple Inc	P	2009-06-24	2013-03-06
3 shs Becton Dickinson & Co	P	2011-06-07	2013-02-13
52 854 shs Blackrock Funds	P	2009-04-13	2013-11-22
9 shs CME Group Inc A	P	2012-03-27	2013-06-13
20 shs CME Group Inc A	P	2012-03-27	2013-07-12
36 shs CME Goup Inc A	P	2012-03-27	2013-10-17
3 shs Cimarex Energy CO	P	2011-06-07	2013-02-13
55 shs Cimarex Energy CO	P	2011-06-07	2013-02-19
12 shs Cimarex Energy CO	P	2011-08-17	2013-10-28
90 shs Coca-Cola Co	P	2007-02-02	2013-10-09
115 shs Cooper Cos Inc	P	2012-12-03	2013-12-12
5 shs Danaher Corp	P	2011-06-07	2013-02-13
15 shs Danaher Corp	P	2011-06-07	2013-12-05
24 shs Danaher Corp	P	2011-06-07	2013-12-16
200000 shs Dow Chemical DEB	P	2000-09-06	2013-05-13
2 shs Ecolab Inc	P	2011-08-11	2013-05-15
7 shs Ecolab Inc	P	2011-08-11	2013-10-10
32 shs Ecolab Inc	P	2011-08-11	2013-12-06
135 shs Exxon Mobil Corp	P	1988-06-30	2013-05-01

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
35 shs Exxon Mobil Corp	P	1988-06-30	2013-07-25
70 shs Exxon Mobil Corp	P	1988-06-30	2013-08-27
75000 GE Global Ins Hldg Corp Nt	P	2009-06-23	2013-05-13
40 shs General Electric Co	P	1988-06-30	2013-09-24
1 shs Google INC Cl A	P	2011-06-07	2013-01-17
1 shs Google Inc CL A	P	2011-06-07	2013-06-14
2 shs Google Inc CL A	P	2011-06-07	2013-07-02
2 shs Google Inc CL A	P	2011-06-07	2013-07-12
1 shs Google Inc CL A	P	2011-06-07	2013-12-05
2 shs Grainger WW Inc	P	2011-06-07	2013-10-10
2 shs Grainger W W Inc	P	2011-06-07	2013-12-05
80 shs Home Depot Inc	P	2009-09-01	2013-03-13
85 shs Home Depot Inc	P	2009-09-01	2013-10-22
470 shs Intel Corp	P	2006-05-26	2013-07-22
75 Int'l Business Machs Corp	P	2009-04-28	2013-10-21
1994 shs Ishares MSCi EAFE Index Fund	P	2008-12-29	2013-05-13
95 shs I Shares Tr S&P	P	2008-12-29	2013-11-22
1 shs Mastercard Inc Cl A	P	2011-06-07	2013-06-14
1 shs Mastercard Inc Cl A	P	2011-06-07	2013-12-05
9 shs McCormick & Co Inc	P	2011-06-07	2013-05-01
7 shs McCormick & Co Inc	P	2011-06-07	2013-06-12
13 shs McCormick & Co Inc	P	2011-06-07	2013-12-06
200000 shs Merrill Lynch Co Inc Nt	P	1999-02-16	2013-05-13
8 shs Miller Herman Inc	P	2011-06-07	2013-02-13
32 shs Miller Herman Inc	P	2011-06-07	2013-02-19
6 shs National Instruments	P	2011-06-07	2013-02-13
40 shs National Instruments	P	2011-06-07	2013-04-25
26 shs National Instruments	P	2011-06-07	2013-06-10
29 shs National Instruments	P	2011-06-07	2013-10-11
17 shs Nike Inc Cl B	P	2012-12-05	2013-12-11

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
15 shs Nike Inc Cl B	P	2012-12-05	2013-12-12
14 shs Nike Inc Cl B	P	2012-12-05	2013-12-13
14 shs Nike Inc Cl B	P	2012-12-05	2013-12-16
1 shs Nike Inc Cl B	P	2012-12-05	2013-12-16
4 shs Nike Inc Cl B	P	2012-12-05	2013-12-17
14 shs Noble Energy Inc	P	2011-06-07	2013-07-19
16 shs O Reilly Auto Inc	P	2012-07-30	2013-10-10
10 shs O Reilly Auto Inc	P	2012-09-13	2013-12-05
11 shs Pall Corp	P	2012-03-13	2013-12-05
11 shs Pall Corp	P	2012-03-13	2013-12-16
110 shs Pfizer Inc	P	1990-09-27	2013-07-01
530 shs Pfizer Inc	P	1990-09-27	2013-08-29
185 shs Pfizer Inc	P	1990-09-27	2013-08-30
2 shs Praxair Inc	P	2011-06-07	2013-05-15
16 shs Procter & Gamble Co	P	2011-06-07	2013-05-01
7 shs Progressive Corp Ohio	P	2011-06-07	2013-02-13
55 shs Progressive Corp Ohio	P	2011-06-07	2013-10-10
15 shs Progressive Corp Ohio	P	2011-06-07	2013-12-05
75000 shs Progressive Corp Ohio	P	2009-07-13	2013-05-13
60 shs Qualcomm Inc	P	2009-09-01	2013-11-18
15 shs Roche Holding LTD	P	2011-06-07	2013-05-22
18 shs Salesforce com	P	2012-12-05	2013-12-11
2 shs Salesforce com	P	2012-12-05	2013-12-12
17 shs Salesforce com	P	2012-12-05	2013-12-12
13 shs Salesforce com	P	2012-12-05	2013-12-13
2 shs Salesforce com	P	2012-12-05	2013-12-13
13 shs Salesforce com	P	2012-12-05	2013-12-16
13 shs Scripps Network Interac	P	2011-06-07	2013-02-19
11 shs Scripps Network Interac	P	2011-06-07	2013-05-01
10 shs Scripps Network Interac	P	2011-06-07	2013-08-01

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
16 shs Scripps Network Interac	P	2011-06-07	2013-10-10
20 shs Scripps Network Interac	P	2011-06-07	2013-12-11
14 shs JM Smucker Co	P	2011-06-07	2013-05-01
11 shs JM Smucker Co	P	2011-06-07	2013-05-22
17 shs Starbucks Corp	P	2012-12-05	2013-12-11
5 shs Starbucks Corp	P	2012-12-05	2013-12-11
8 shs Starbucks Corp	P	2012-12-05	2013-12-12
8 shs State STR Corp	P	2011-06-07	2013-02-13
3 shs State STR Corp	P	2011-06-07	2013-05-01
2 shs State STR Corp	P	2011-06-07	2013-05-15
443 CST Brands INC	P	2011-06-07	2013-06-17
83 shs Target Corp	P	2011-06-07	2013-08-06
140 shs 3M Company	P	1988-06-30	2013-02-01
2 shs 3M Company	P	2011-06-07	2013-02-13
664 shs Allegion PLC Sedol	P	2007-11-20	2013-12-06
4 shs Covidien PLC Isin	P	2013-06-07	2013-02-13
15 shs Mallinckrodt PLC Sedol	P	2011-06-07	2013-07-03
5 shs Mallinckrodt PLC Sedol	P	2011-06-07	2013-07-09
115 shs Nabors Industries LTD	P	2007-11-20	2013-07-11
75 shs Transocean LTD Sedol	P	2007-11-20	2013-09-24
126 shs Transocean LTD Sedol	P	2011-11-10	2013-10-28
Washington Mutual Inc	P	2001-01-01	2013-08-23
Capital Gains Dividends	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
10,533		10,539	-6
552		473	79
550		473	77
1,155		945	210
571		473	98
806		740	66
402		370	32
603		555	48
502		463	39
396		370	26
788		740	48
491		463	28
708		648	60
202		185	17
802		740	62
487		463	24
195		185	10
468		463	5
649		648	1
335		370	-35
1,261		1,295	-34
1,712		1,758	-46
901		925	-24
719		740	-21
904		925	-21
813		833	-20
277		278	-1
739		740	-1
277		278	-1
556		555	1

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
741		740	1
1,203		1,203	0
643		648	-5
546		555	-9
724		740	-16
630		648	-18
357		370	-13
444		463	-19
443		463	-20
178		185	-7
2,774		2,287	487
1,827		1,525	302
3,693		3,049	644
3,088		2,541	547
1,049		762	287
3,793		2,808	985
2,322		2,387	-65
12,269		12,642	-373
8,171		9,863	-1,692
933		1,096	-163
1,374		1,644	-270
907		1,096	-189
5,432		6,576	-1,144
4,161		4,932	-771
1,813		2,192	-379
1,784		2,192	-408
2,597		3,288	-691
6,335		8,219	-1,884
667		587	80
3,964		3,361	603

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
660		331	329
2,145		1,811	334
1,598		1,385	213
3,041		2,663	378
1,803		1,598	205
2,002		1,788	214
200		199	1
2,202		1,997	205
1,923		1,907	16
3,286		3,253	33
9,274		9,337	-63
2,615		2,655	-40
755		480	275
13,131		13,942	-811
642		432	210
643		432	211
492		336	156
301		240	61
697		516	181
5,992		5,934	58
168		123	45
1,319		800	519
10,419		7,346	3,073
6,549		4,865	1,684
2,235		2,102	133
9,689		9,457	232
1,915		1,370	545
924		1,035	-111
13		16	-3
6,572		6,208	364

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
9,272		9,505	-233
14,913		17,611	-2,698
345		272	73
286		233	53
48		39	9
381		311	70
830		660	170
791		621	170
346		272	74
148		117	31
565		388	177
8,334		7,334	1,000
6,044		5,239	805
646		532	114
1,747		1,064	683
2,184		1,330	854
1,067		532	535
846		668	178
4,914		4,392	522
1,229		858	371
1,001		1,148	-147
549		631	-82
680		803	-123
444		516	-72
5,571		6,542	-971
976		1,148	-172
1,139		1,320	-181
539		631	-92
890		1,033	-143
6,867		5,390	1,477

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,065		4,037	28
11,213		11,154	59
2,061		2,612	-551
1,059		1,342	-283
1,249		1,581	-332
1,336		1,629	-293
1,107		1,366	-259
1,668		2,013	-345
4,313		4,603	-290
10,124		10,698	-574
472		498	-26
2,733		2,297	436
9,031		7,675	1,356
3,119		2,720	399
5,636		5,490	146
6,890		7,523	-633
6,890		7,494	-604
1,278		1,272	6
7,592		7,575	17
1,533		1,351	182
4,265		3,782	483
1,594		1,405	189
2,079		1,837	242
490		415	75
938		549	389
448		467	-19
150		187	-37
438		561	-123
499		654	-155
410		561	-151

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
68		93	-25
343		467	-124
412		561	-149
486		654	-168
417		561	-144
698		934	-236
625		841	-216
416		561	-145
277		374	-97
554		748	-194
549		748	-199
206		280	-74
900		1,215	-315
70		93	-23
921		1,215	-294
931		1,215	-284
454		561	-107
5,756		6,388	-632
12,376		13,439	-1,063
865		724	141
1,081		905	176
6,284		5,427	857
837		724	113
2,404		2,044	360
575		488	87
5,158		4,424	734
3,476		2,752	724
3,546		2,752	794
23,299		18,818	4,481
4,114		3,284	830

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
10,717		10,886	-169
887		910	-23
378		390	-12
891		910	-19
381		390	-9
670		650	20
671		650	21
540		520	20
3,918		3,770	148
818		780	38
410		390	20
832		780	52
973		910	63
415		390	25
276		260	16
11,060		10,479	581
1,188		1,573	-385
1,013		819	194
3,563		2,867	696
903		738	165
3,189		2,630	559
9,320		7,845	1,475
1,061		683	378
10,344		9,329	1,015
5,606		6,457	-851
897		1,033	-136
6,539		7,748	-1,209
12,031		11,188	843
18,125		15,338	2,787
9,515		10,035	-520

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,005		2,006	-1
6,457		6,463	-6
2,388		1,989	399
504		515	-11
542		496	46
13,128		15,278	-2,150
12,812		11,895	917
2,466		2,376	90
9,849		9,831	18
1,097		1,092	5
828		689	139
1,152		734	418
2,497		1,988	509
3,952		3,124	828
4,682		3,692	990
2,861		2,272	589
1,506		1,209	297
7,321		7,451	-130
1,972		1,708	264
4,849		4,356	493
1,993		1,790	203
4,094		3,700	394
16,955		16,231	724
463		424	39
468		424	44
703		636	67
468		424	44
234		212	22
471		424	47
469		424	45

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
584		530	54
695		636	59
698		636	62
465		424	41
350		318	32
467		424	43
585		530	55
234		212	22
351		318	33
467		424	43
586		530	56
590		530	60
591		530	61
1,421		1,273	148
237		212	25
592		530	62
473		424	49
119		106	13
595		530	65
722		636	86
846		743	103
120		106	14
838		742	96
2,430		2,426	4
2,585		2,554	31
3,041		3,001	40
3,768		3,895	-127
2,906		3,001	-95
681		702	-21
2,528		2,618	-90

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
174		184	-10
873		921	-48
875		921	-46
342		368	-26
679		737	-58
336		368	-32
980		1,105	-125
496		552	-56
878		921	-43
173		184	-11
2,659		2,524	135
172		163	9
2,972		2,809	163
7,227		5,902	1,325
7,060		5,699	1,361
3,011		3,372	-361
1,880		2,130	-250
4,322		4,867	-545
1,633		1,831	-198
6,219		6,443	-224
2,981		3,073	-92
3,681		3,866	-185
7,759		7,909	-150
1,701		1,169	532
919		715	204
119		110	9
1,517		1,614	-97
9,632		10,319	-687
538		514	24
305		193	112

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,376		967	409
1,157		815	342
1,293		916	377
508		356	152
402		255	147
7,066		5,713	1,353
5,219		4,186	1,033
12,393		13,048	-655
903		979	-76
2,706		2,936	-230
638		394	244
9,268		7,300	1,968
10,358		10,276	82
9,438		11,087	-1,649
4,866		5,615	-749
796		739	57
1,153		887	266
768		592	176
960		739	221
1,974		1,479	495
1,201		887	314
1,400		1,035	365
1,387		1,035	352
4,009		2,822	1,187
1,046		823	223
14,444		15,704	-1,260
2,855		2,955	-100
1,035		935	100
9,161		8,639	522
2,034		1,905	129

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
7,829		6,929	900
6,820		6,063	757
3,861		3,465	396
9,522		10,024	-502
892		619	273
433		310	123
12,046		8,178	3,868
13,132		8,944	4,188
6,018		7,744	-1,726
3,501		3,762	-261
4,456		1,366	3,090
6,402		2,050	4,352
265		256	9
500		437	63
650		531	119
1,534		1,180	354
2,758		2,040	718
201		263	-62
3,619		4,362	-743
1,262		812	450
3,333		2,171	1,162
13,761		10,963	2,798
304		261	43
1,106		782	324
1,795		1,251	544
250,550		195,832	54,718
177		91	86
690		319	371
3,344		1,471	1,873
11,857		383	11,474

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,324		99	3,225
6,087		198	5,889
98,138		59,518	38,620
979		105	874
714		520	194
879		520	359
1,766		1,040	726
1,837		1,040	797
1,056		520	536
509		288	221
510		288	222
5,650		2,193	3,457
6,356		2,330	4,026
10,695		8,536	2,159
12,989		7,683	5,306
124,722		85,812	38,910
10,128		3,919	6,209
573		275	298
754		275	479
653		439	214
499		342	157
892		635	257
238,704		197,039	41,665
195		178	17
795		713	82
178		167	11
1,216		1,112	104
733		723	10
887		806	81
1,321		832	489

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,144		734	410
1,070		685	385
1,074		685	389
77		49	28
307		196	111
913		613	300
1,989		1,375	614
1,213		827	386
904		648	256
910		648	262
3,066		620	2,446
14,926		2,986	11,940
5,221		1,042	4,179
229		201	28
1,240		1,043	197
169		144	25
1,477		1,132	345
406		309	97
95,312		74,553	20,759
4,315		2,783	1,532
985		650	335
939		702	237
102		78	24
867		663	204
665		507	158
102		78	24
661		507	154
811		600	211
742		508	234
723		462	261

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,218		739	479
1,613		924	689
1,436		1,093	343
1,125		858	267
1,311		865	446
386		255	131
613		407	206
455		342	113
174		128	46
127		86	41
6,533		3,994	2,539
5,938		3,928	2,010
14,213		1,499	12,714
206		182	24
27		19	8
253		218	35
638		590	48
22		20	2
1,683		3,133	-1,450
3,347		8,378	-5,031
6,123		6,300	-177
278		25	253
14,800			14,800

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-6
			79
			77
			210
			98
			66
			32
			48
			39
			26
			48
			28
			60
			17
			62
			24
			10
			5
			1
			-35
			-34
			-46
			-24
			-21
			-21
			-20
			-1
			-1
			-1
			1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1
			0
			-5
			-9
			-16
			-18
			-13
			-19
			-20
			-7
			487
			302
			644
			547
			287
			985
			-65
			-373
			-1,692
			-163
			-270
			-189
			-1,144
			-771
			-379
			-408
			-691
			-1,884
			80
			603

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			329
			334
			213
			378
			205
			214
			1
			205
			16
			33
			-63
			-40
			275
			-811
			210
			211
			156
			61
			181
			58
			45
			519
			3,073
			1,684
			133
			232
			545
			-111
			-3
			364

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-233
			-2,698
			73
			53
			9
			70
			170
			170
			74
			31
			177
			1,000
			805
			114
			683
			854
			535
			178
			522
			371
			-147
			-82
			-123
			-72
			-971
			-172
			-181
			-92
			-143
			1,477

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			28
			59
			-551
			-283
			-332
			-293
			-259
			-345
			-290
			-574
			-26
			436
			1,356
			399
			146
			-633
			-604
			6
			17
			182
			483
			189
			242
			75
			389
			-19
			-37
			-123
			-155
			-151

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-25
			-124
			-149
			-168
			-144
			-236
			-216
			-145
			-97
			-194
			-199
			-74
			-315
			-23
			-294
			-284
			-107
			-632
			-1,063
			141
			176
			857
			113
			360
			87
			734
			724
			794
			4,481
			830

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-169
			-23
			-12
			-19
			-9
			20
			21
			20
			148
			38
			20
			52
			63
			25
			16
			581
			-385
			194
			696
			165
			559
			1,475
			378
			1,015
			-851
			-136
			-1,209
			843
			2,787
			-520

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1
			-6
			399
			-11
			46
			-2,150
			917
			90
			18
			5
			139
			418
			509
			828
			990
			589
			297
			-130
			264
			493
			203
			394
			724
			39
			44
			67
			44
			22
			47
			45

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			54
			59
			62
			41
			32
			43
			55
			22
			33
			43
			56
			60
			61
			148
			25
			62
			49
			13
			65
			86
			103
			14
			96
			4
			31
			40
			-127
			-95
			-21
			-90

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-10
			-48
			-46
			-26
			-58
			-32
			-125
			-56
			-43
			-11
			135
			9
			163
			1,325
			1,361
			-361
			-250
			-545
			-198
			-224
			-92
			-185
			-150
			532
			204
			9
			-97
			-687
			24
			112

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			409
			342
			377
			152
			147
			1,353
			1,033
			-655
			-76
			-230
			244
			1,968
			82
			-1,649
			-749
			57
			266
			176
			221
			495
			314
			365
			352
			1,187
			223
			-1,260
			-100
			100
			522
			129

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			900
			757
			396
			-502
			273
			123
			3,868
			4,188
			-1,726
			-261
			3,090
			4,352
			9
			63
			119
			354
			718
			-62
			-743
			450
			1,162
			2,798
			43
			324
			544
			54,718
			86
			371
			1,873
			11,474

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,225
			5,889
			38,620
			874
			194
			359
			726
			797
			536
			221
			222
			3,457
			4,026
			2,159
			5,306
			38,910
			6,209
			298
			479
			214
			157
			257
			41,665
			17
			82
			11
			104
			10
			81
			489

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			410
			385
			389
			28
			111
			300
			614
			386
			256
			262
			2,446
			11,940
			4,179
			28
			197
			25
			345
			97
			20,759
			1,532
			335
			237
			24
			204
			158
			24
			154
			211
			234
			261

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			479
			689
			343
			267
			446
			131
			206
			113
			46
			41
			2,539
			2,010
			12,714
			24
			8
			35
			48
			2
			-1,450
			-5,031
			-177
			253
			14,800

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Edith R Dixon 4060 Butler Pike Suite 225 Plymouth Meeting, PA 19462	Trustee 0 05	0	0	0
Peter M Mattoon 1735 Market Street 51st fl Philadelphia, PA 19103	Trustee 0 05	0	0	0
Bruce L Castor 51st fl Philadelphia, PA 19103	Trustee 0 05	0	0	0
Mark S DePillis 1735 Market Street 51st fl Philadelphia, PA 19103	Trustee 0 05	0	0	0
Edith D Miller 11279 Old Harbour Road North Palm Beach, FL 33408	Trustee 0 05	0	0	0
George W Dixon 1212 Spyglass Lane Naples, FL 34102	Trustee 0 05	0	0	0
Michael Clancy MD 220 Commercial Drive Ft Washington, PA 19034	Trustee 0 05	0	0	0
John Keleher 4331 Trophy Drive Boothwyn, PA 19061	Trustee 0 05	0	0	0
Linda Grobman 1420 Locust Street Philadelphia, PA 19102	Trustee 0 00	0	0	0
Edith D Miller 11279 Old Harbour Road Philadelphia, PA 19462	President 0 05	0	0	0
Peter M Mattoon 1735 Market Street 51st fl Philadelphia, PA 19103	Vice President 0 05	0	0	0
George W Dixon 1212 Spyglass Lane Naples, FL 34102	Secretary 0 05	0	0	0
Edith R Dixon 4060 Butler Pike Suite 225 Plymouth Meeting, PA 19462	Treasurer 0 05	0	0	0

Form 990PF Part XV Line 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*				
1812 Productions 525 South 4th St Suite 479 Philadelphia, PA 19147	None	Public Charity	Actor/Educator salaries at Widener Memorial School	3,000
Acting Without Boundaries 750 E Haverford Road Bryn Mawr, PA 19010	None	Public Charity	Production costs involved in presenting two professional quality theater performance featuring children, teens and young adults with disabilities	25,000
All Riders Up 265 Mattson Road Garnet Valley, PA 19060	None	Public Charity	Cost of hydraulic lift to seat children on horses	11,680
Awbury Arboretum Association One Awbury Road Philadelphia, PA 19138	None	Public Charity	Cost of four passenger golf cart to transport disabled children to new modular classroom ($6,000) and funds to pave a 300-yard path to the building ($15,000)	21,000
Canine Partners P O Box 170 Cochranville, PA 193300170	None	Public Charity	Cost of training a dog for the service of handicapped children	25,000
Easter Seals of Southeastern PA 468 N Middletown Road Media, PA 19063	None	Public Charity	Cost of replacing a wheelchair accessible bus	76,000
Elwyn 111 Elwyn Road Elwyn, PA 19063	None	Public Charity	Cost of ball and rifton chairs, rock climbing walls, pre-vocational supplies designed to fit wheelchairs, cause and effect toys, scooter board ramp slides and medicine balls	27,500
Hammerheads Sled Hockey Association 8 Briar Road Oreland, PA 19075	None	Public Charity	Costs of ice time and equipment	15,000
Kardon Institute for Arts Therapy 10700 Knights Road Philadelphia, PA 19114	None	Public Charity	To assist with cost of Widener Memorial School music, dance and summer programs as well as their Outreach program which provides creative arts therapy to agencies serving children and adolescents with special needs	40,000
LaSalle University 1900 West Olney Avenue Philadelphia, PA 19141	None	Public Charity	Cost of computer equipment, materials and supplies for direct educational activities, professional development supplies and stipends for the Technology Access Program	40,000
Lower Merion Library Foundation 75 E Lancaster Avenue Ardmore, PA 19003	None	Public Charity	To assist with the cost of ADA improvements to Ludington and Bala Cynwyd Libraries	10,000
Magee Rehabilitation Foundation 1513 Race Street Philadelphia, PA 19102	None	Public Charity	Cost of adaptive devices that facilitate use of computers by physically disabled adolescents	15,000
Morris Arboretum 100 E Northwestern Ave Philadelphia, PA 19118	None	Public Charity	Renovation of G D Widener Education Center to make it ADA compliant	50,000
MusicWorks 2050 West Chester Pike Havertown, PA 19083	None	Public Charity	Cost of new IPads with music applications to be used in music therapy sessions	6,800
North Penn YMCA 2506 N Broad Street Suite 208 Colmar, PA 18915	None	Public Charity	Funding to purchase a Quadriciser and a Nu Step Recumbent Unit	20,000
Total . . . . ▶ **3a**				1,003,980

Form 990PF Part XV Line 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*				
Pegasus Riding Academy 8297 Bustleton Avenue Philadelphia, PA 19152	None	Public Charity	Funding for six students from Widener Memorial School for 47 weeks of therapeutic riding lessons	25,380
Pegasus Therapeutic Riding Academy 8297 Bustleton Avenue Philadelphia, PA 19152	None	Public Charity	Funding for partial roof replacement for indoor riding arena	14,000
Philadelphia Ronald McDonald House 2925 Chestnut Street Philadelphia, PA 19104	None	Public Charity	Funding for installation of automatic front doors at the Front & Erie Location	7,500
Philadelphia Society for the Preservation of Landmarks 321 South 4th Street Philadelphia, PA 19106	None	Public Charity	Cost of redesign and development of participatory lessons for children with physical disabilities	8,420
PhiladelphiaDelaware Valley Muscular Dystrophy Assoc 600 Reed Road 104 Broomall, PA 19008	None	Public Charity	Funds will assist with Summer Camp program	25,000
Please Touch Museum 4321 Avenue of the Republic Philadelphia, PA 19131	None	Public Charity	Partial funding for installation of automatic doors	10,000
Quest Therapeutic Services Inc 461 Cann Road West Chester, PA 19382	None	Public Charity	Quest Scholarship Fund for hippotherapy sessions	20,000
Roxborough YMCA 7201 Ridge Avenue Philadelphia, PA 19128	None	Public Charity	Cost of funding summer Camp Magic program ($25,000) plus cost of ne pool lift ($5,000)	30,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Widener Memorial School student activities	54,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Widener Memorial School Volunteer/Discretionary Program	21,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Widener Memorial School summer program	120,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Widener Memorial School Dixon Technology Laboratory	15,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Program of services for handicapped children	100,000
School District of Philadelphia 21st Street The Parkway Philadelphia, PA 19103	None	Public Charity	Additional funding to make bathrooms handicapped accessible	104,000
St Edmond's Home for Children 320 S Robert Road Rosemont, PA 19010	None	Public Charity	Cost ofphysical therapy equipment including a pre-wheelchair mobility aid, a gait trainer and three adaptive tricycles	13,700
Total . . . . ▶ **3a**				1,003,980

Form 990PF Part XV Line 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*				
Variety Club 1520 Locust Street Philadelphia, PA 19102	None	Public Charity	Carousel House after-school program for Widener students	50,000
Total . . . . ▶ **3a**				1,003,980

TY 2013 Distribution from Corpus Election

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Election: Under Sec. 4942(h)(2) of the Internal Revenue Code of 1986, the Foundation hereby elects to treat $769,595. of the amount of qualifying distributions made in 2013 as a distribution out of corpus. This is in conformity with the requirements of Sec. 4942 (g)(3)(a). ______________________________

TY 2013 Investments Corporate Bonds Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Name of Bond	End of Year Book Value	End of Year Fair Market Value
See schedule	0	0

TY 2013 Investments Corporate Stock Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See schedule	6,013,446	7,761,059

TY 2013 Legal Fees Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ballard Spahr legal fees	28,335	5,667		22,668

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TY 2013 Other Assets Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Accrued interest	416	497	497

TY 2013 Other Increases Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Description	Amount
Adjust tax to book	11,307

TY 2013 Other Professional Fees Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PNC Investment fees	23,635	23,635		0

TY 2013 Taxes Schedule

Name: Widener Memorial Foundation In Aid of Handicapped Children

EIN: 23-6267223

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 Foreign tax	3,197	0		0
2012 Tax on investment income	11,131	0		0
2013 Tax on investment income	15,080	0		0