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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

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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 SHAW-BURCKHARDT-BRENNER FOUNDATION		A Employer identification number 23-7076297	
Number and street (or P O box number if mail is not delivered to street address) C/O HALL RENDERONE AMERICAN SQUARE ROOM/SUITE 2000		B Telephone number (see instructions) (317) 977-1449	
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46282		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 934,967	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	219	219		
	4 Dividends and interest from securities.	18,779	18,779		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	49,632			
	b Gross sales price for all assets on line 6a 331,387				
	7 Capital gain net income (from Part IV, line 2) . . .		49,632		
	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)				
Operating and Administrative Expenses	11 Other income (attach schedule)	116	116		
	12 Total. Add lines 1 through 11	68,746	68,746		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,821			4,821
	b Accounting fees (attach schedule)	3,950			3,950
	c Other professional fees (attach schedule)	6,751	6,751		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	692	692		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,420			1,420
	22 Printing and publications				
	23 Other expenses (attach schedule)	87	-19		106
	24 Total operating and administrative expenses. Add lines 13 through 23	17,721	7,424		10,297
	25 Contributions, gifts, grants paid	44,420			44,420
	26 Total expenses and disbursements. Add lines 24 and 25	62,141	7,424		54,717
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,605			
	b Net investment income (if negative, enter -0-)		61,322		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	32,084	20,603	20,603
	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)	464,009	433,186	581,512
	c	Investments—corporate bonds (attach schedule).	195,971	216,518	215,465
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	75,215	103,261	116,546
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	525	841	841	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	767,804	774,409	934,967	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	767,804	774,409	
	30	Total net assets or fund balances (see page 17 of the instructions)	767,804	774,409	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	767,804	774,409	

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	767,804
2	Enter amount from Part I, line 27a	2	6,605
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	774,409
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	774,409

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES	P		
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 325,409		281,755	43,654
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			43,654
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	49,632
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	32,779	830,495	0 039469
2011	44,722	790,742	0 056557
2010	68,416	832,618	0 082170
2009	42,206	779,534	0 054143
2008	20,334	781,109	0 026032

2 Total of line 1, column (d).	2	0 258371
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 051674
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	895,570
5 Multiply line 4 by line 3.	5	46,278
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	613
7 Add lines 5 and 6.	7	46,891
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	54,717

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	613
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2.	3	613
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	613
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	500
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	500
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	114
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IN _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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 GOELZER INVESTMENT MANAGEMENT Telephone no (317) 264-2600 Located at 111 MONUMENT CIRCLE STE 500 INDIANAPOLIS IN ZIP+4 46204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (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)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is 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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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.

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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.		

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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	874,790
b	Average of monthly cash balances.	1b	33,577
c	Fair market value of all other assets (see instructions).	1c	841
d	Total (add lines 1a, b, and c).	1d	909,208
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	909,208
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	13,638
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	895,570
6	Minimum investment return. Enter 5% of line 5.	6	44,779

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	44,779
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	613
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	613
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	44,166
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	44,166
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	44,166

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	54,717
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	54,717
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	613
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	54,104
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				44,166
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	20,334			
b From 2009.	42,206			
c From 2010.	27,045			
d From 2011.	5,575			
e From 2012.	8,845			
f Total of lines 3a through e.	104,005			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 54,717				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				44,166
e Remaining amount distributed out of corpus	10,551			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	114,556			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	20,334			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	94,222			
10 Analysis of line 9				
a Excess from 2009. . . .	42,206			
b Excess from 2010. . . .	27,045			
c Excess from 2011. . . .	5,575			
d Excess from 2012. . . .	8,845			
e Excess from 2013. . . .	10,551			

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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

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

THOMAS A JENKINS
PO BOX 356
INDIANAPOLIS,IN 46206
(317) 977-1449

b

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

THE SHAW-BURCKHARDT-BRENNER FOUNDATION DOES NOT PROVIDE A STANDARD APPLICATION FORMAT. HOWEVER, THE BOARD LOOKS FOR CERTAIN ELEMENTS IN EACH GRANT REQUEST AND PARTICULARLY ONE THAT RELATES TO THE FUNDING OF A SPECIFIC PROGRAM OR PROJECT. THESE ARE: 1. DETAILED AND SPECIFIC INFORMATION OF A PROGRAM'S PURPOSE AND PROCEDURE, PERSONNEL INVOLVED, ANTICIPATED RESULTS, EVALUATION PROCEDURES, ETC. 2. A DETAILED BUDGET TO JUSTIFY THE AMOUNT REQUESTED WHICH IDENTIFIES ALL PROJECTED EXPENSES AND ANTICIPATED INCOME ASSOCIATED WITH THE PROGRAM AND A COPY OF THE MOST CURRENT FINANCIAL STATEMENT OF THE ORGANIZATION. 3. VISUAL MATERIALS, CHARTS, SUPPORT LETTERS, AND ANY OTHER APPROPRIATE INFORMATION TO SUPPORT THE GRANT REQUEST. 4. A COPY OF THE INTERNAL REVENUE SERVICE DETERMINATION LETTER INDICATING THAT THE APPLYING ORGANIZATION HAS APPROPRIATE TAX-EXEMPT STATUS. UNLESS THIS INFORMATION WAS PREVIOUSLY FURNISHED, THE BOARD CANNOT CONSIDER A REQUEST WITHOUT THIS EVIDENCE. 5. A COPY OF THE MOST RECENT

c

Any submission deadlines

GENERALLY, THE BOARD MEETS TWO TIMES A YEAR, IN MAY AND NOVEMBER/DECEMBER. GRANT REQUESTS RECEIVED A

d

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

THE BOARD FAVORS PROGRAMS WHICH BENEFIT CHILDREN (OR PROVIDE SERVICES TO CHILDREN) OVER OTHER PROGRAMS, AND THE BOARD PREFERS TO CONSIDER GRANT REQUESTS FOR THE FUNDING OF SPECIFIC PROGRAMS OR PROJECTS BEFORE CONSIDERING REQUESTS FOR GENERAL OPERATING FUNDS.

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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






Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	44,420
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated


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

Form **990-PF** (2013)

Form 990PF Part 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
DAVE BACKER 	DIRECTOR 1 00	0	0	1,420
2 RUGOSA WAY CAPE ELIZABETH, ME 04107				
THOMAS A JENKINS 	DIRECTOR 1 00	0	0	96
ONE AMERICAN SQ STE 2000 INDIANAPOLIS, IN 46282				
CHRISTINE HAYES HICKEY 	DIRECTOR 1 00	0	0	0
500 MARROTT CENTER 342 MASSACHUSETTS AVE INDIANAPOLIS, IN 46204				
DENNIS R JONES 	DIRECTOR 1 00	0	0	0
8017 BEAUMONT GREEN EAST DRIVE INDIANAPOLIS, IN 46250				
DOROTHEA GENETOS 	DIRECTOR 1 00	0	0	0
6471 B MERIDIAN PARKWAY INDIANAPOLIS, IN 46220				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ASSISTANCE LEAGUE OF INDIANAPOLIS NORTHBROOK CENTER 1475 W 86TH ST STE E INDIANAPOLIS,IN 46260	NONE	PC	OPERATION SCHOOL BELL	4,000
GLEANERS FOOD BANK OF INDIANA 3737 WALDEMERE AVE INDIANAPOLIS,IN 46241	NONE	PC	BACKSACKS WEEKEND FOOD FOR KIDS	5,000
HAPPY HOLLOW CHILDREN'S CAMP INC 615 N ALABAMA ST 228 INDIANAPOLIS,IN 46204	NONE	PC	SUMMER CAMP SCHOLARSHIPS	3,000
INDIANA REPERTORY THEATRE INC 140 W WASHINGTON ST INDIANAPOLIS,IN 46204	NONE	PC	STUDENT MATINEE PROGRAM	3,500
CUMBERLAND COLLEGE 6191 COLLEGE STATION DR WILLIAMSBURG,KY 40769	NONE	PC	MOUNTAIN OUTREACH PROGRAM	3,000
SALVATION ARMY 540 N ALABAMA ST INDIANAPOLIS,IN 46204	NONE	PC	SOCIAL SERVICE CENTER	4,720
NOBLE OF INDIANA 7701 E 21ST STREET INDIANAPOLIS,IN 46219	NONE	PC	SUMMER DAY CAMP	4,000
CLAUDE MCNEAL PRODUCTIONS 320 N MERIDIAN ST STE 818 INDIANAPOLIS,IN 46204	NONE	PC	EXPAND ANTI-BULLYING/TEASING PROGRAM	1,500
EAST TENTH STREET UNITED METHODIST CHURCH CHILDREN & YOUTH CENTER 2327 E 10TH ST INDIANAPOLIS,IN 46201	NONE	PC	TUITION ASSISTANCE	3,000
CRAINE HOUSE 3535 N PENNSYLVANIA ST INDIANAPOLIS,IN 46205	NONE	PC	EXPAND CHILDREN'S PROGRAMMING	1,500
JAMESON CAMP INC 2001 BRIDGEPORT RD INDIANAPOLIS,IN 46231	NONE	PC	SUMMER CAMP SCHOLARSHIPS	3,000
DYXLEXIA INSTITUTE OF INDIANA 8395 KEYSTONE CROSSING STE 102 INDIANAPOLIS,IN 46240	NONE	PC	CAMP DELAFIELD PROGRAM	6,200
MARION COUNTY COMMISSION ON YOUTH 3901 N MERIDIAN ST STE 201 INDIANAPOLIS,IN 46208	NONE	PC	EARLY INTERVENTION & PREVENTION	2,000
Total  3a				44,420

TY 2013 Accounting Fees Schedule

Name: SHAW- BURCKHARDT - BRENNER FOUNDATION

EIN: 23-7076297

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	3,950			3,950

TY 2013 Compensation Explanation**Name:** SHAW-BURCKHARDT-BRENNER FOUNDATION**EIN:** 23-7076297

Person Name	Explanation
DAVE BACKER	
THOMAS A JENKINS	
CHRISTINE HAYES HICKEY	
DENNIS R JONES	
DOROTHEA GENETOS	

TY 2013 Investments Corporate Bonds Schedule

Name: SHAW- BURCKHARDT- BRENNER FOUNDATION

EIN: 23-7076297

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FEDERATED BOND FUND CL IS	4,000	3,887
FEDERATED BOND FUND CL IS 1276.596 S	12,000	11,847
GE CAP RETAIL BK DRAPERS UTAH 30000	30,118	30,111
JP MORGAN-BACKED SECUR FD 1736.111 S	20,025	19,462
JP MORGAN-BACKED SECUR FD 264.550	3,025	2,966
RIDGEWORTH SEIX FLTNG RT 139.485 SH	1,230	1,264
RIDGEWORTH SEIX FLTNG RT 1478.098 SH	12,738	13,392
RIDGEWORTH SEIX FLTNG RT 6.444 SH	57	58
RIDGEWORTH SEIX FLTNG RT 7.541 SH	65	68
VANGUARD GNMA FUND 1514.551 SH	16,267	15,782
VANGUARD GNMA FUND 3954.049 SH		
VANGUARD GNMA FUND 46.646 SH	500	486
VANGUARD INT TERM BOND 2928.925 SH	28,979	28,323
VANGUARD INT TERM BOND 3000 SH		
VANGUARD SH TERM INV GR 1805.635 SH	19,320	19,320
VANGUARD SH TERM INV GR 7.456 SH	80	80
VANGUARD SH TERM INV GR 3866.534 SH	41,589	41,372
WASATCH LONG/SHORT FUND 456.919 SH	7,025	7,411
WELLS FARGO ADVTG ST HIGH 1528.117 S	12,500	12,637
WELLS FARGO ADVTG ST HIGH 483.092 SH	4,000	3,995
WELLS FARGO ADVTG ST HIGH 363.196 SH	3,000	3,004

TY 2013 Investments Corporate
Stock Schedule

Name: SHAW- BURCKHARDT - BRENNER FOUNDATION
EIN: 23-7076297

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AARONS INC COM 125 SH		
AARONS INC COM 150 SH		
ABBOTT LABS 150 SH		
ABERDEEN EMERGING MARKETS 956.023 SH	15,025	13,834
AFLAC INC 15 SH	769	1,002
AFLAC INC 35 SH		
AFLAC INC 50 SH	2,502	3,340
AFLAC INC 50 SH	2,020	3,340
APPLE INC COM 13 SH	7,758	7,293
ASSOCIATED BANC CORP 250 SH		
AT&T INC 175 SH	4,471	6,153
AT&T INC 50 SH	1,442	1,758
ATLAS AIR WORLDWIDE HLDGS INC NEW 20		
ATLAS AIR WORLDWIDE HLDGS INC NEW 75		
BAKER HUGHES INC COM 150 SH		
BAKER HUGHES INC COM 30 SH		
BAXTER INTERNATIONAL INC 100 SH	5,141	6,955
BAXTER INTERNATIONAL INC 30 SH	2,041	2,086
BOEING CO COM 20 SH	1,281	2,730
BOEING CO COM 30 SH		
BOEING COMPANY 75 SH	3,617	10,237
BROWN ADVISORY GROWTH EQUITY1358.696	20,025	25,503
BROWN ADVISORY GROWTH EQUITY 183.092	3,041	3,437
CALAMOS MKT NEUTRAL INC 754.262 SH	8,707	9,775
CALAMOS MKT NEUTRAL INC 309.119 SH	4,000	4,006
CAPITAL ONE FINL CORP COM 55 SG	4,003	4,214
CHEVRON CORP 75 SH	5,846	9,368
CISCO SYSTEMS INC 15 SH		
CISCO SYSTEMS INC 150 SH		
CISCO SYSTEMS INC 150 SH	3,247	3,364

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CISCO SYSTEMS INC 185 SH	2,987	4,150
CISCO SYSTEMS INC 85 SH	1,688	1,907
CLOUD PEAK ENERGY INC 155 SH	2,390	2,790
CLOUD PEAK ENERGY INC 215 SH	4,044	3,870
COCA COLA COMPANY 100 SH	2,758	4,131
CONSTELLATION BRANDS INC 160 SH		
CORNING INC COM 215 SH	3,895	3,831
CORNING INC COM 250 SH		
CORNING INC COM 250 SH	3,296	4,455
CORNING INC COM 90 SH	1,527	1,604
COVIDIEN PLC SHS NEW 55 SH	2,921	3,745
COVIDIEN PLC SHS NEW 60 SH	2,920	4,086
CVS CAREMARK CORP 100 SH	3,353	7,157
CVS CAREMARK CORP 50 SH	1,802	3,578
DIAMOND HILL LONG-SHORT FD 634.656	10,301	14,292
DIAMOND HILL LONG-SHORT FD 48.006 S		
DIAMOND HILL SMALL CAP FD I 573.199	15,530	18,973
DISNEY WALT CO DISNEY COM 5 SH		
DISNEY WALT CO DISNEY COM 75 SH		
EBAY INC COM 85 SH	4,149	4,664
EXPRESS SCRIPTS HLDG CO 20 SG	1,296	1,405
EXPRESS SCRIPTS HLDG CO 65 SH	3,751	4,566
EXPRESS SCRIPTS HLDG CO 65 SH	3,702	4,566
EXXON MOBIL CORP 25 SH		
EXXON MOBIL CORP 25 SH	2,207	2,530
EXXON MOBIL CORP 75 SH	4,898	7,590
FIFTH THIRD BANCORP 165 SH	2,687	3,470
FIFTH THIRD BANCORP 300 SH	3,348	6,309
FRANKLIN RESOURCES INC 70 SH	3,316	4,041
FRANKLIN RESOURCES INC 90 SH	4,157	5,196

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GABELLI ABC FUND 18.282 SH	178	186
GABELLI ABC FUND 361.071 SH	3,527	3,669
GABELLI ABC FUND 5.582 SH	56	57
GABELLI ABC FUND 996.016 SH	10,025	10,120
GABELLI ABC FUND 387.973 SH	4,025	3,942
GENERAL ELECTRIC 350 SH	5,485	9,810
GOOGLE INC CL A 5 SH		
GOOGLE INC CL A 5 SH		
HANESBRANDS INC COM 10 SH	247	703
HANESBRANDS INC COM 130 SH	3,034	9,135
HANESBRANDS INC COM 50 SH		
HEWLETT PACKARD CO 185 SH	2,222	5,176
HEWLETT PACKARD CO180 SH	3,086	5,036
HOLOGIC INC COM 145 SH	3,059	3,241
HOLOGIC INC COM 315 SH	5,927	7,040
HONEYWELL INTL INC 60 SH		
HONEYWELL INTL INC 65 SH	2,507	5,939
INTEL CORP 100 SH	2,149	2,595
INTEL CORP 250 SH	4,926	6,489
INTEL CORP 75 SH	1,789	1,947
ISHARES TR S&P MIDCAP 400 GR 100 SH	7,554	15,019
KOHL'S CORP COM 85 SH	3,876	4,824
MARATHON OIL CORP 125 SH	2,396	4,413
MATTEL INC 200 SH		
MCDONALDS CORP 25 SH		
MERCK & CO INC NEW 75 SH	2,452	3,754
MERCK & CO INC NEW 75 SH	2,672	3,754
MERIDIAN GROWTH FUND 52.319 SH		
MERIDIAN GROWTH FUND 620.545 SH		
MICROSOFT CORPORATION 150 SH	3,991	5,611

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORPORATION 235 SH		
MICROSOFT CORPORATION 65 SH	1,807	2,432
MOLSON COORS BREWING CL B NONV 160SH	6,722	8,984
NATIONAL OILWELL VARCO INC	3,547	3,976
NOKIA CORP SPONSORED ADR 1100 SH		
NOKIA CORP SPONSORED ADR 1100 SH		
NORFOLK SOUTHERN 50 SH	2,346	4,641
NORFOLK SOUTHERN 50 SH	3,374	4,641
OMEGA HEALTHCARE INVS INC 300 SH	4,423	8,940
ORACLE CORPORATION 175 SH	3,918	6,695
PENSKE AUTOMOTIVE GROUP INC 130 SH	3,801	6,131
PENSKE AUTOMOTIVE GROUP INC 45 SH	1,445	2,122
PEPSICO INC 100 SH	6,221	8,294
PFIZER INC 275 SH		
PNC FINL SVCS GROUP INC COM 5 SH		
PNC FINL SVCS GROUP INC COM 50 SH	2,364	3,879
PNC FINL SVCS GROUP INC COM 70 SH	4,269	5,431
PPG INDUSTRIES INC 35 SH		
PPL CORP 185 SH		
PRINCIPAL FINANCIAL GROUP 115 SH	3,417	5,671
PRINCIPAL FINANCIAL GROUP 130 SH	4,013	6,410
QUALCOMM INC 30 SH	1,963	2,227
QUALCOMM INC 50 SH	3,116	3,712
QUALCOMM INC 65 SH	4,248	4,826
ROYAL DUTCH SHELL PLC SPON ADR 10 SH	739	751
ROYAL DUTCH SHELL PLC SPON ADR 50 SH		
ROYAL DUTCH SHELL PLC SPON ADR 35 SH	2,524	2,629
ROYAL DUTCH SHELL PLC SPON ADR 35 SH	2,479	2,629
SCHWAB CHARLES CORP NEW COM 265 SH	3,445	6,890
SCOUT INTERNATIONAL FUND 16.536 SH	473	616

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCOUT INTERNATIONAL FUND 299.202 SH	9,000	11,148
SCOUT INTERNATIONAL FUND 731.995 SH	25,071	27,274
SCOUT INTERNATIONAL FUND 202.312 SH		
SKYWORKS SOLUTIONS INC COM 170 SH	4,011	4,855
SKYWORKS SOLUTIONS INC COM 175 SH	3,835	4,998
STAPLES INC 200 SH		
STAPLES INC 200 SH	2,318	3,178
STAPLES INC 80	1,095	1,271
STAPLES INC 150 SH		
TARGET CORP 30 SH	1,967	1,898
TARGET CORP 100 SH	4,673	6,327
TELEFLEX INC 35 SH	1,845	3,285
TELEFLEX INC 50 SH	2,992	4,693
TEVA PHARMACEUTICAL IND ADR 100 SH	4,944	4,008
TEVA PHARMACEUTICAL IND ADR 50 SH	1,926	2,004
TEVA PHARMACEUTICAL INC ADR 70 SH	2,636	2,806
TORCHMARK CORP 112 SH		
TORCHMARK CORP 50 SH		
TRANSOCEAN LTD 90 SH		
TRANSOCEAN LTD 90 SH		
TRAVELERS COMPANIES INC 100 SH	5,400	9,054
TRW AUTOMOTIVE HLDGS CORP 145 SH	6,618	10,787
UNITED TECHNOLOGIES CORP 25 SH		
UNITED TECHNOLOGIES CORP 10 SH	755	1,138
UNITED TECHNOLOGIES CORP 50 SH	3,340	5,690
WESTERN UN CO 150 SH	2,434	2,587
WESTERN UN CO 175 SH	2,195	3,019
WESTERN UN CO 150 SH		
WESTERN UN CO 50 SH	898	862
ZIONS BANCORP 200 SH	3,149	5,992

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DIGITAL RLTY TR INC COM 70 SH	3,761	3,438
DIGITAL RLTY TR INC COM 100 SH	4,627	4,912

TY 2013 Investments - Other Schedule

Name: SHAW-BURCKHARDT-BRENNER FOUNDATION

EIN: 23-7076297

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AQR MANAGED FUTURES STRAT 770.814 SH	AT COST		
ALLIANZ AGIC CONVERT FUND 154.024 SH	AT COST	4,030	5,315
ALLIANZ AGIC CONVERT FUND 1.118 SH	AT COST	30	39
CALAMOS CONVERTIBLE FUND 666.615 SH	AT COST	12,339	11,932
CALAMOS GROWTH & INCOME 319.682 SH	AT COST	10,194	10,361
CALAMOS GROWTH & INCOME FD 38.352 SH	AT COST	1,219	1,243
COLUMBIA ACORN INTL FUND 423.344 SH	AT COST	14,000	19,762
DBX ETF TR X-TRACKERS MSCI EAFE 625	AT COST	15,407	17,137
ISHARES TR CORE S&P SM-CAP ETF 95SH	AT COST	7,282	10,367
ISHARES TR CORE S&P SM-CAP ETF 35SH	AT COST		
JP MORGAN SECURITY CAP US 583.756 SH	AT COST	9,225	9,177
NICHOLAS EQUITY INCOME FUND 601.228	AT COST	10,264	11,844
NICHOLAS EQUITY INCOME FUND 24.312	AT COST	478	479
PIMCO EMERGING MKTS CURR 1241.178 SH	AT COST	12,477	12,561
PIMCO EMERGING MKTS CURR 29.221 SH	AT COST	307	296
PIMCO EMERGING MKTS CURR .892 SH	AT COST	9	9
PIMCO EMERGING MKTS CURR 595.238	AT COST	6,000	6,024
SPDR GOLD SHARES 45 SH	AT COST		

TY 2013 Legal Fees Schedule

Name: SHAW-BURCKHARDT-BRENNER FOUNDATION

EIN: 23-7076297

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,821			4,821

TY 2013 Other Assets Schedule**Name:** SHAW-BURCKHARDT-BRENNER FOUNDATION**EIN:** 23-7076297

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
2012 DIVIDENDS RECEIVED IN 2013	525		
2013 DIVIDENDS RECEIVED IN 2014		518	518
EXCISE TAX OVERPAYMENT		323	323

TY 2013 Other Expenses Schedule**Name:** SHAW- BURCKHARDT - BRENNER FOUNDATION**EIN:** 23-7076297

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PO BOX	96			96
INVESTMENT EXPENSES SPDR GOLD	10	10		
BANK FEES	10			10
COMMISSION REBATE	-29	-29		

TY 2013 Other Income Schedule

Name: SHAW- BURCKHARDT - BRENNER FOUNDATION

EIN: 23-7076297

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NON DIVIDEND DISTRIBUTIONS	116	116	

TY 2013 Other Professional Fees Schedule

Name: SHAW-BURCKHARDT-BRENNER FOUNDATION

EIN: 23-7076297

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	6,751	6,751		

TY 2013 Taxes Schedule**Name:** SHAW-BURCKHARDT-BRENNER FOUNDATION**EIN:** 23-7076297

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX & FEES PAID	192	192		
FEDERAL TAX ESTIMATE	500	500		

TY 2013 GeneralDependencySmall**Name:** SHAW-BURCKHARDT-BRENNER FOUNDATION**EIN:** 23-7076297**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction
Reference:****Regulations Reference:****Description:** GENERAL FOOTNOTE

Attachment Information: ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS PURSUANT TO IRC SECTION 4942(H)(2) AND REGULATION 53.4942(A)-3(D)(2), THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT-YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.