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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
 ▶ Do not enter Social Security numbers on this form as it may be made public.  
 ▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE HILDA AND PRESTON DAVIS FOUNDATION</b>		A Employer identification number <b>23-7966458</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O JOHN ISKRANT 1600 MARKET STREET</b>		B Telephone number <b>(215) 751-2338</b>
Room/suite <b>3600</b>		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state or province, country, and ZIP or foreign postal code <b>PHILADELPHIA, PA 19103</b>		D 1. Foreign organizations, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		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) <b>\$ 41,165,161.</b> (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"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				<b>N/A</b>	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		<b>25,587.</b>	<b>25,587.</b>		<b>STATEMENT 1</b>
4 Dividends and interest from securities		<b>658,483.</b>	<b>657,256.</b>		<b>STATEMENT 2</b>
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<b>1,043,727.</b>			
b Gross sales price for all assets on line 6a <b>5,696,922.</b>					
7 Capital gain net income (from Part IV, line 2)			<b>1,043,727.</b>		
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 of (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<b>1,727,797.</b>	<b>1,726,570.</b>		
13 Compensation of officers, directors, trustees, etc.		<b>430,000.</b>	<b>129,000.</b>		<b>301,000.</b>
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees <b>STMT 3</b>		<b>11,900.</b>	<b>3,570.</b>		<b>8,330.</b>
b Accounting fees					
c Other professional fees <b>STMT 4</b>		<b>184,720.</b>	<b>110,885.</b>		<b>73,835.</b>
17 Interest					
18 Taxes <b>STMT 5</b>		<b>41,091.</b>	<b>10,280.</b>		<b>0.</b>
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		<b>1,173.</b>	<b>352.</b>		<b>821.</b>
22 Printing and publications					
23 Other expenses <b>STMT 6</b>		<b>845.</b>	<b>120.</b>		<b>725.</b>
24 Total operating and administrative expenses. Add lines 13 through 23		<b>669,729.</b>	<b>254,207.</b>		<b>384,711.</b>
25 Contributions, gifts, grants paid		<b>1,728,175.</b>			<b>1,728,175.</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>2,397,904.</b>	<b>254,207.</b>		<b>2,112,886.</b>
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<b>-670,107.</b>			
b Net investment income (if negative, enter -0-)			<b>1,472,363.</b>		
c Adjusted net income (if negative, enter -0-)				<b>N/A</b>	

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LHA For Paperwork Reduction Act Notice, see instructions.

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			6,220,513.	8,982,647.	8,982,647.
	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					
	7 Other notes and loans receivable ▶					
	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					
	b Investments - corporate stock STMT 9			6,379,627.	4,891,246.	8,109,346.
	c Investments - corporate bonds STMT 10			1,104,472.	551,346.	475,608.
	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 11			18,815,189.	17,440,738.	23,597,560.
	14 Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			32,519,801.	31,865,977.	41,165,161.
<b>Liabilities</b>	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					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
<b>Net Assets or Fund Balances</b>	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			32,519,801.	31,865,977.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
	30 Total net assets or fund balances			32,519,801.	31,865,977.	
	31 Total liabilities and net assets/fund balances			32,519,801.	31,865,977.	

**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 32,519,801.
2 Enter amount from Part I, line 27a	2 -670,107.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3 39,905.
4 Add lines 1, 2, and 3	4 31,889,599.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5 23,622.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 31,865,977.

**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				
b SEE ATTACHED STATEMENTS				
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			
b			
c			
d			
e 5,696,922.		4,653,195.	1,043,727.

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			
b			
c			
d			
e			1,043,727.

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	1,043,727.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	2,083,386.	36,200,258.	.057552
2011	2,257,855.	36,556,227.	.061764
2010	1,852,276.	34,437,963.	.053786
2009	2,042,446.	31,183,041.	.065499
2008	2,044,298.	39,601,245.	.051622

2 Total of line 1, column (d)	2	.290223
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	.058045
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	38,537,574.
5 Multiply line 4 by line 3	5	2,236,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,724.
7 Add lines 5 and 6	7	2,251,637.
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	2,112,886.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	29,447.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	29,447.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	29,447.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	30,200.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	29,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	59,200.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	29,753.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 29,753. Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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**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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JOHN D. ISKRANT, ESQUIRE</u> Telephone no. ► <u>(215) 751-2338</u> Located at ► <u>1600 MARKET STREET, SUITE 3600, PHILADELPHIA, PA</u> ZIP+4 ► <u>19103</u>			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> N/A	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. <input type="checkbox"/> N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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**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)? ☐ 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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations 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

N/A

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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation.**

(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
GEOFFREY M. PARKINSON 94 PERKINS ROAD GREENWICH, CT 06830	TRUSTEE 20.00	215,000.	0.	0.
JOHN D. ISKRANT 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	TRUSTEE 20.00	215,000.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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. 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 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

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 instructions.	
3	

Total. Add lines 1 through 3

0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	31,560,722.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	7,563,719.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	39,124,441.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	39,124,441.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	586,867.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	38,537,574.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	1,926,879.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,926,879.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	29,447.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	29,447.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,897,432.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,897,432.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,897,432.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,112,886.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,112,886.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	2,112,886.

**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.

Form 990-PF (2013)

**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				1,897,432.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	80,398.			
b From 2009	493,348.			
c From 2010	140,196.			
d From 2011	448,920.			
e From 2012	294,899.			
f Total of lines 3a through e	1,457,761.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 2,112,886.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,897,432.
e Remaining amount distributed out of corpus	215,454.			
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	1,673,215.			
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 instr.			0.	
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	80,398.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,592,817.			
10 Analysis of line 9:				
a Excess from 2009	493,348.			
b Excess from 2010	140,196.			
c Excess from 2011	448,920.			
d Excess from 2012	294,899.			
e Excess from 2013	215,454.			

N/A

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





**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**



- |          |  | Yes          | No       |
|----------|--|--------------|----------|
| <b>1</b> | 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?  |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |          |
|          | (1) Cash   | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets   | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions:  |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | <b>X</b> |
| <b>d</b> | 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. |              |          |


[illegible]

- 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
N/A		

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge		May the IRS discuss this return with the preparer shown below (see instr)?
	 Signature of officer or trustee	8.7.14 Date	 <b>TRUSTEE</b> Title
			<input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	THOMAS R. PUZYCKI		7/28/14		P01335193
	Firm's name ▶ SCHNADER HARRISON SEGAL & LEWIS, LLP			Firm's EIN ▶ 23-1383844	
	Firm's address ▶ 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103-7286			Phone no. 215-751-2000	

Form 990-PF (2013)

**THE HILDA AND PRESTON DAVIS FOUNDATION**

**EIN: 23-7966458**

**FORM 990-PF, CALENDAR 2013**

**PART X, LINE 1a - AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES**

NOTE: The fair market value of securities (excluding cash) determined by averaging the fair market value of the entire securities portfolio on the first and last days of each month.

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/13	30,693,493.56	31,300,567.20	30,997,030.38
02/13	31,300,567.20	31,895,179.11	31,597,873.16
03/13	31,895,179.11	32,074,609.42	31,984,894.27
04/13	32,074,609.42	32,511,795.51	32,293,202.47
05/13	32,511,795.51	32,765,894.54	32,638,845.03
06/13	32,765,894.54	31,866,715.59	32,316,305.07
07/13	31,866,715.59	30,601,449.83	31,234,082.71
08/13	30,601,449.83	29,914,327.24	30,257,888.54
09/13	29,914,327.24	30,558,061.12	30,236,194.18
10/13	30,558,061.12	31,623,734.71	31,090,897.92
11/13	31,623,734.71	32,178,326.16	31,901,030.44
12/13	32,178,326.16	32,182,514.35	32,180,420.26
<b>TOTAL</b>			<b>378,728,664.39</b>
<b>Average Fair Market Value of Securities</b>			<b><u>31,560,722.03</u></b>

**THE HILDA AND PRESTON DAVIS FOUNDATION**

**EIN: 23-7966458**

**FORM 990-PF, CALENDAR 2013**

**PART X, LINE 1b - AVERAGE OF MONTHLY CASH BALANCES**

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/13	6,220,513.01	6,714,367.25	6,467,440.13
02/13	6,714,367.25	6,236,797.20	6,475,582.23
03/13	6,236,797.20	6,452,426.65	6,344,611.93
04/13	6,452,426.65	6,541,652.28	6,497,039.47
05/13	6,541,652.28	6,538,364.41	6,540,008.35
06/13	6,538,364.41	6,252,655.04	6,395,509.73
07/13	6,252,655.04	8,859,857.67	7,556,256.36
08/13	8,859,857.67	8,870,177.39	8,865,017.53
09/13	8,870,177.39	8,980,269.89	8,925,223.64
10/13	8,980,269.89	8,840,507.67	8,910,388.78
11/13	8,840,507.67	8,875,973.34	8,858,240.51
12/13	8,875,973.34	8,982,647.30	8,929,310.32
<b>TOTAL</b>			90,764,628.95
<b>Average monthly cash balances</b>			<u>7,563,719.08</u>



## THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/13 - 12/31/13

## PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Horace Mann School Summer on the Hill 4440 Tibbett Avenue Riverdale, NY 10471	Public	2013 Grades 3 - 12 Programs	100,000.00
The World is our Neighborhood 905 Rockrimmon Road Stamford, CT 06903	Public	Containers of Medical Equipment	25,000.00
Connecticut Friends of Bosnia, Inc. 65 Perkins Road Greenwich, CT 06830	Public	Scholarship & Leadership Programs & Humanitarian Assistance	20,000.00
Wounded Warrior Projects 4899 Belfort Road, Suite 300 Jacksonville, FL 32256	Public	General Purpose	5,000.00
The Marshall Legacy Institute 2425 Wilson Blvd, #313 Arlington, VA	Public	Champs & Partnership for Iraq Programs	15,000.00
The Marshall Legacy Institute 2425 Wilson Blvd, #313 Arlington, VA	Public	Champs & Partnership for Iraq Programs	75,000.00
Life Spring Network , Inc 103 Mason Street Greenwich, CT 06830-6605	Public	General Operations	5,000.00
Ophelia's Place Inc. P. O. Box 621, 407 Tulip Street Liverpool, NY	Public	Professional Development & Sustainability	15,000.00
Stanwich Congregational Church 202 Taconic Road Greenwich, CT 06831	Public	Missions Budget	10,000.00
The Experiment in International Living 7 Grove Terrace Montclair, NJ 07042	Public	Scholarships For Disadvantaged Youth	25,000.00
Global Foundation for Eating Disorders 611 Broadway, Suite 838 New York, NY 10012	Public	Start Up Grant Project	50,000.00

## THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/13 - 12/31/13

## PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
MAG America Inc 1750 K Street, NW Suite 350 Washington, DC 20006	Public	Unexploded Ordinance Clearance & Victim Assistance	10,000.00
Greenwich Rotary Foundation P.O. Box 119 Cos Cob, CT 06807-0119	Public	Fund Raising Effort	5,000.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	161,017.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Survey of 2009 Fellows	580.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	33,211.12
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	174,000.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	13,725.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00

## THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/13 - 12/31/13

## PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	161,251.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	141,000.00
Cradle of Liberty Council, BSA (Boy Scouts of America) 1485 Valley Forge Road Wayne, PA 19087	Public	General Purposes	10,000.00
Student Diplonacy Corps Inc. 800 Chatham Hall Circle Chatham, VA 24531	Public	Scholarship Program	10,000.00
General Hospital Corporation 55 Fruit Street Boston, MA 02114	Public	Multi-Site Eating Disorders Program	20,000.00
Feeding America 35 E. Wacker Drive, Suite 2000 Chicago, IL 60601	Public	Fighting Hunger in America	25,000.00
National Eating Disorders Association 603 Stewart Street, Suite 803 Seattle, WA 98101	Public	Proud2Bme Interactive Teen Website	50,000.00
Normal in Schools Inc. 339 E. 19th Street, 2B New York, NY 10003	Public	Eating Disorders Training	10,000.00
University System of New Hampshire 25 Concord Road Lee, NH 03861	Public	New Hampshire Eating Disorders Conference	12,000.00

## THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/13 - 12/31/13PART I, LINE 25 AND PART XV, LINE 3(a)  
- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Tyndale Theological Seminary Inc. P.O. Box 242 Wheaton, IL 60187	Public	General Purposes	5,000.00
Stanford University 450 Seria Mall Stanford, CA 94305	Public	Post Doctoral Fellowship in Eating Disorders	77,691.00
National Association of Anexoria Nervosa and Associated Disorders Inc. 750 E. Diehl Road #127 Naperville, IL 60563	Public	Beneath the Floorboards Documentary Film	10,000.00
Kipp Philadelphia Charter School 2709 N. Broad Street Philadelphia, PA 19132	Public	Support for North Philadelphia Campuses	25,000.00
Friends of Green Chimneys 400 Doansburg Road Brewster, NY 10509	Public	Science & Experiential Learning Programs	15,000.00
Christian Herald Association, Inc. dba The Bowery Mission 132 Madison Avenue New York, NY 10016	Public	Mont Lawn Camp	50,000.00
Convent of the Sacred Heart 1177 King Street Greenwich, CT 06831	Public	Annual Fund	5,000.00
Principled Schools Inc. 6139 Germantown Avenue Philadelphia, PA 19144	Public	Education for the Underprivileged	15,000.00
Philadelphia Flying Phoenix Association 106 St. David's Road Cherry Hill, NJ 08002	Public	Healthy Dragon Expansion	11,950.00
Las Floristas, Inc 2417 Via Anita Palos Verdes Estates, CA 90274	Public	Endowment Fund	15,000.00

## THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/13 - 12/31/13PART I, LINE 25 AND PART XV, LINE 3(a)  
- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Philadelphia School Partnership 150 S. Independence Mall West, Suite 1200 Philadelphia, PA 19106	Public	Philadelphia Great School Fund	25,000.00
The Barnes Foundation 300 N. Latch's Lane Merion, PA 19066-1729	Public	General Support	5,000.00
Association of Small Foundations 1729 N Street NW Washington, DC 20036	Public	Spring Appeal	1,000.00
Medical Missions for Children, Inc. 35 Getty Avenue, Building 400 Patterson, NJ 07503	Public	International Healthcare Leadership Training Program	110,000.00
Overlook Hospital Foundation 36 Upper Overlook Road P.O. Box 220 Summit, NJ 07902-0220	Public	Hungry for Health Eating Disorders Program	25,000.00
The Carter Center 453 Freedom Parkway Atlanta, GA 30307	Public	General Support	25,000.00
Medical Missions for Children, Inc. 35 Getty Avenue, Building 400 Patterson, NJ 07503	Public	General Support	20,000.00
Children's Scholarship Fund Philadelphia 100 S. Broad Street #1200 Philadelphia, PA 19110-2463	Public	K - 8th Grade Scholarships	25,000.00
Mainley Girls P.O. Box 793 Rockport, ME 04856	Public	Eating Disorders Model for Rural States	10,000.00
Philadelphia Museum of Art 2600 Benjamin Franklin Parkway Philadelphia, PA 19130	Public	General Support	1,000.00
Ardmore Rotary Foundation P.O. Box 5 Ardmore, PA 19003-0005	Public	Dawn's Place Donation	1,000.00

**THE HILDA AND PRESTON DAVIS FOUNDATION****EIN: 23-7966458****FORM 990-PF, 01/01/13 - 12/31/13**

PART I, LINE 25 AND PART XV, LINE 3(a)

**- GRANTS AND CONTRIBUTIONS MADE DURING YEAR**

<b><u>NAME AND ADDRESS</u></b>	<b><u>STATUS RECIPIENT</u></b>	<b><u>PURPOSE</u></b>	<b><u>AMOUNT</u></b>
National Constitution Center 525 Arch Street Philadelphia, PA 19106	Public	General Support	5,000.00
<b>TOTAL</b>			1,728,175.12

**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 ATTACHED SCHEDULE #852380		P		
b SEE ATTACHED SCHEDULE #852380		P		
c 500 SHARES SPDR S&P 500 ETF		P	02/04/13	07/03/13
d CASH IN LIEU .500 SHARES BARCLAYS BK PLC IPAT H S		P	09/24/12	11/08/13
e \$250,000 GENERAL ELECTRIC CO NOTE 5% 2/1/13		P	11/27/06	02/01/13
f 9,146 SHARES ISHARS INC MSCI EMU ETF		P	07/06/10	07/03/13
g 8,154 SHARES ISHARS INC MSCI EMU ETF		P	09/06/11	07/03/13
h 14,800 SHARES ISHARS INC MSCI JAPAN INDEX FD		P	10/29/10	02/04/13
i 15,000 SHARES ISHARS INC MSCI JAPAN INDEX FD		P	10/29/10	07/03/13
j 2,400 SHARES ISHARS TR GLOBAL HEALTHCARE ETF		P	08/21/07	07/03/13
k 2,300 SHARES ISHARS TR MSCI EAFE ETF		P	07/22/08	07/03/13
l 7,400 SHARES MARKET VECTORS ETF BIOTECH		P	09/15/06	07/03/13
m 3,900 SHARES MARKET VECTORS ETF PHARMACEUTICAL		P	09/30/05	07/03/13
n \$100,000 MORGAN STANLEY GLOBAL NT 5.3% 3/1/13		P	11/27/06	03/01/13
o \$200,000 SLM CORP MEDIUM TERM NTS 5.375% 01/15/13		P	11/27/06	01/15/13

(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 150,230.		126,353.	23,877.
b 2,485,078.		1,835,826.	649,252.
c 80,520.		74,897.	5,623.
d 25.		70.	-45.
e 250,000.		246,935.	3,065.
f 295,504.		313,831.	-18,327.
g 263,453.		228,883.	34,570.
h 147,256.		152,858.	-5,602.
i 170,847.		154,923.	15,924.
j 178,779.		133,655.	45,124.
k 132,109.		152,881.	-20,772.
l 530,581.		415,907.	114,674.
m 176,362.		128,764.	47,598.
n 100,000.		99,512.	488.
o 200,000.		205,454.	-5,454.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			23,877.
b			649,252.
c			5,623.
d			-45.
e			3,065.
f			-18,327.
g			34,570.
h			-5,602.
i			15,924.
j			45,124.
k			-20,772.
l			114,674.
m			47,598.
n			488.
o			-5,454.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

**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 2,000 SHARES SPDR S&P 500 ETF TR		P	12/29/10	07/03/13
b 4,200 SHARES SELECT SECTOR SPDR HEALTH CARE		P	12/01/05	07/03/13
c CAPITAL GAINS DIVIDENDS				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 322,081.		251,280.	70,801.
b 200,042.		131,166.	68,876.
c 14,055.			14,055.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			70,801.
b			68,876.
c			14,055.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,043,727.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A





BNY MELLON  
WEALTH MANAGEMENT

HILDA AND PRESTON DAVIS FDN

## 2013 Tax Information

Account Number 10580852380

Page 5

### Income for 2013

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (\*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

#### Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
MERCK & CO INC	MRK	58933Y105	700	02/16/12	01/15/13	\$30,120.39	\$26,698.00	\$3,422.39
EATON CORP PLC	ETN	G29183103	500	11/30/12	03/14/13	\$31,839.29	\$25,781.85	\$6,057.44
EATON CORP PLC	ETN	G29183103	200	11/30/12	06/04/13	\$13,211.21	\$10,277.08	\$2,934.13
ELI LILLY & CO COM	LLY	532457108	1500	08/23/12	07/19/13	\$75,058.84	\$63,596.25	\$11,462.59
Total short term gain/loss from sales:						\$150,229.73	\$126,353.18	\$23,876.55

#### Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
HIGHBRIDGE DYNAMIC COMM STRA	HDCSX	48121A670	5838.39	04/15/11	01/03/13	\$81,387.20	\$125,000.00	\$-43,612.80
CONOCOPHILLIPS	COP	20825C104	1000	09/15/06	01/03/13	\$59,098.67	\$44,568.57	\$14,530.10
BERKSHIRE HATHAWAY INC DEL CL	BRK.B	084670702	600	08/06/92	01/03/13	\$55,907.95	\$10,270.91	\$45,637.04
BERKSHIRE HATHAWAY INC DEL CL	BRK.B	084670702	500	08/06/92	01/15/13	\$47,399.99	\$8,559.09	\$38,840.90



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### Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
MERCK & CO INC	MRK	58933Y105	1700	12/30/11	01/15/13	\$73,149.53	\$64,362.00	\$8,787.53
US BANCORP DEL	USB	902973304	1500	12/19/11	01/18/13	\$48,819.70	\$38,805.00	\$10,014.70
TERADATA CORP DEL	TDC	88076W103	1200	12/19/11	03/07/13	\$68,942.65	\$60,176.88	\$8,765.77
EXXON MOBIL CORP	XOM	30231G102	500	09/30/05	03/14/13	\$44,684.00	\$31,980.00	\$12,704.00
E I DU PONT DE NEMOURS & CO CO DD	DD	263534109	750	09/30/05	03/14/13	\$37,319.16	\$29,268.75	\$8,050.41
DISNEY (WALT) COMPANY HOLDING DIS	DIS	254687106	500	03/02/10	03/14/13	\$28,654.36	\$15,937.20	\$12,717.16
PHILIP MORRIS INTERNATIONAL	PM	718172109	500	10/10/07	03/14/13	\$45,394.03	\$24,403.49	\$20,990.54
PROCTER & GAMBLE CO COM	PG	742718109	200	03/05/07	03/14/13	\$15,359.66	\$12,616.00	\$2,743.66
PROCTER & GAMBLE CO COM	PG	742718109	300	08/20/07	03/14/13	\$23,039.48	\$19,494.00	\$3,545.48
PEPSICO INC	PEP	713448108	400	11/27/06	03/14/13	\$30,787.31	\$24,696.00	\$6,091.31
PEPSICO INC	PEP	713448108	100	09/15/06	03/14/13	\$7,696.83	\$6,506.00	\$1,190.83
KIMBERLY-CLARK CORP COM	KMB	494368103	500	12/06/10	03/14/13	\$46,798.95	\$30,873.50	\$15,925.45
HONEYWELL INTL INC	HON	438516106	250	11/27/06	03/14/13	\$18,534.58	\$10,591.75	\$7,942.83
BNY MELLON EMERGING MKTS FD C MEMXX	MEMXX	05569M855	2443.79	12/21/11	03/14/13	\$25,000.00	\$21,603.13	\$3,396.87
BNY MELLON INTL FD CL M SHSS	MPITX	05569M871	7035.65	12/21/11	03/14/13	\$75,000.00	\$60,858.35	\$14,141.65
MEAD JOHNSON NUTRITION CO-A	MJN	582839106	600	12/30/11	04/04/13	\$45,545.82	\$40,983.72	\$4,562.10
BB&T CORP COM	BBT	054937107	2000	12/16/11	04/16/13	\$60,394.05	\$48,104.40	\$12,289.65
AIR PRODUCTS AND CHEMICALS INC APD	APD	009158106	1300	03/02/10	04/24/13	\$111,342.89	\$91,901.55	\$19,441.34
C S T BRANDS INC	CST	12846R105	0.78	12/21/10	05/22/13	\$25.81	\$13.84	\$11.97
C S T BRANDS INC	CST	12846R105	277	12/21/10	05/24/13	\$9,182.64	\$4,929.08	\$4,253.56
EMC CORP(MASS) USD 0 01	EMC	268648102	3700	05/11/11	05/30/13	\$92,054.40	\$101,442.53	\$-9,388.13
UNITED TECHNOLOGIES CORP	UTX	913017109	150	03/14/07	06/04/13	\$14,149.90	\$9,630.00	\$4,519.90
CHEVRONTXACO CORP	CVX	166764100	150	04/07/09	06/04/13	\$18,400.20	\$10,258.22	\$8,141.98
HONEYWELL INTL INC	HON	438516106	50	11/27/06	06/04/13	\$3,914.44	\$2,118.35	\$1,796.09
HONEYWELL INTL INC	HON	438516106	150	09/15/06	06/04/13	\$11,743.31	\$5,985.00	\$5,758.31
EXXON MOBIL CORP	XOM	30231G102	250	09/30/05	06/04/13	\$22,682.14	\$15,990.00	\$6,692.14
CARNIVAL CORP	CCL	143658300	2000	06/10/11	07/01/13	\$69,338.39	\$71,344.00	\$-2,005.61
QUALCOMM INC	QCOM	747525103	1000	12/30/11	07/19/13	\$61,140.14	\$54,900.00	\$6,240.14



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## 2013 Tax Information

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### Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
INTEL CORPORATION	INTC	458140100	1350	11/13/06	07/19/13	\$30,847 10	\$28,350 00	\$2,497 10
INTEL CORPORATION	INTC	458140100	600	11/27/06	07/19/13	\$13,709 82	\$12,696 00	\$1,013 82
INTEL CORPORATION	INTC	458140100	450	03/05/07	07/19/13	\$10,282 37	\$8,725 50	\$1,556 87
MALLINCKRODT PLC	MNK	G5785G107	0 75	12/06/10	07/22/13	\$32 69	\$23 32	\$9 37
MALLINCKRODT PLC	MNK	G5785G107	2 18	12/06/10	07/24/13	\$9,548 54	\$6,777 14	\$2,771 40
SCHLUMBERGER LIMITED COM	SLB	808857108	250	11/27/06	09/10/13	\$21,492.13	\$16,254 05	\$5,238 08
CHEVRONTEXACO CORP	CVX	166764100	350	04/07/09	09/10/13	\$42,930 25	\$23,935 83	\$18,994 42
APPLE COMPUTER INC COM	AAPL	037833100	100	09/15/06	09/10/13	\$50,633 11	\$7,407 00	\$43,226 11
KIMBERLY-CLARK CORP COM	KMB	494368103	700	12/06/10	09/10/13	\$65,840 85	\$43,222 90	\$22,617 95
WELLS FARGO & CO NEW	WFC	949746101	1000	11/13/07	09/10/13	\$42,029 27	\$32,790 00	\$9,239 27
GENERAL ELECTRIC CO	GE	369604103	1000	09/30/05	09/10/13	\$23,629 59	\$33,555.00	\$-9,925 41
HALLIBURTON COMPANY COM	HAL	406216101	500	03/02/10	09/10/13	\$25,179 56	\$15,704 55	\$9,475 01
EXXON MOBIL CORP	XOM	30231G102	200	05/14/96	09/10/13	\$17,645 70	\$4,261 45	\$13,384 25
PEPSICO INC	PEP	713448108	400	11/27/06	09/10/13	\$31,891 44	\$24,696 00	\$7,195 44
HONEYWELL INTL INC	HON	438516106	350	09/15/06	09/10/13	\$29,045 99	\$13,965 00	\$15,080 99
EXXON MOBIL CORP	XOM	30231G102	200	09/30/05	09/10/13	\$17,645 70	\$12,792 00	\$4,853 70
ACTAVIS INC		00507K103	1000	08/10/11	10/01/13	\$144,010 00	\$60,771.70	\$83,238 30
INTEL CORPORATION	INTC	458140100	3000	03/05/07	10/31/13	\$73,438 72	\$58,170 00	\$15,268 72
UNION PACIFIC CORP	UNP	907818108	150	03/02/10	10/31/13	\$22,595 61	\$10,151 01	\$12,444 60
UNITED TECHNOLOGIES CORP	UTX	913017109	150	03/14/07	10/31/13	\$15,917 72	\$9,630.00	\$6,287 72
ALLEGION PLC	ALLE	G0176J109	0.67	02/16/12	12/09/13	\$27 12	\$16 37	\$10 75
ACCENTURE PLC IRELAND SHS CL A ACN	G1151C101		100	11/13/06	12/23/13	\$8,019 26	\$3,383 00	\$4,636 26
ACCENTURE PLC IRELAND SHS CL A ACN	G1151C101		400	05/20/05	12/23/13	\$32,077.04	\$9,148 40	\$22,928 64
ALLEGION PLC	ALLE	G0176J109	666	02/16/12	12/23/13	\$29,093 70	\$16,354 54	\$12,739 16
STATE ST CORP COM	STT	857477103	580	03/02/10	12/23/13	\$41,837 69	\$26,290 24	\$15,547 45
DISNEY (WALT) COMPANY HOLDING DIS		254687106	500	03/02/10	12/23/13	\$36,414 77	\$15,937 20	\$20,477 57
DUKE ENERGY CORP NEW COM	DUK	26441C204	666	02/03/11	12/23/13	\$46,373 70	\$36,099 85	\$10,273 85
BNY MELLON INTL FD CL M SHSS	MPITX	05569M871	8149 96	12/21/11	12/23/13	\$100,000 00	\$70,497 15	\$29,502 85



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## 2013 Tax Information

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### Long term transactions

This category includes sales of assets held more than 12 months

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
BNY MELLON EMERGING MKTS FD C MEMXX		05569M855	10162 6	12/21/11	12/23/13	\$100,000 00	\$89,837 39	\$10,162 61
BNY MELLON SMALL/MID CAP FUND- MCMCX		05569M442	3156 57	01/03/11	12/23/13	\$50,000 00	\$46,212 11	\$3,787 89
Total long term gain/loss from sales:						\$2,485,077 62	\$1,835,826 01	\$649,251 61

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NEW YORK XXX001416 - INTEREST	25,587.	25,587.	
BANK OF NEW YORK XXX852380 - INTEREST	0.	0.	
TOTAL TO PART I, LINE 3	25,587.	25,587.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NEW YORK XXX001416 - DIVIDENDS	455,147.	0.	455,147.	455,147.	
BANK OF NEW YORK XXX001416 - INTEREST	39,825.	0.	39,825.	39,825.	
BANK OF NEW YORK XXX001416 - LONG TERM CAPITAL GAIN	316.	316.	0.	0.	
BANK OF NEW YORK XXX001416 - ORIGINAL ISSUE	4,530.	0.	4,530.	4,530.	
BANK OF NEW YORK XXX852380 - CAPITAL GAIN	13,739.	13,739.	0.	0.	
BANK OF NEW YORK XXX852380 - DIVIDENDS	157,754.	0.	157,754.	157,754.	
BANK OF NEW YORK XXX852380 - NONDIVIDEND	1,227.	0.	1,227.	0.	
TO PART I, LINE 4	672,538.	14,055.	658,483.	657,256.	

FORM 990-PF	LEGAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SCHNADER HARRISON SEGAL & LEWIS LLP	11,900.	3,570.		8,330.	
TO FM 990-PF, PG 1, LN 16A	11,900.	3,570.		8,330.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK OF NEW YORK MANAGEMENT FEE ACCT #XXX852380	46,104.	46,104.		0.	
FOUNDATION SERVICES LLC - MANAGEMENT FEE	64,781.	64,781.		0.	
FOUNDATION SERVICES LLC - ADMINISTRATION EXPENSE	73,835.	0.		73,835.	
TO FORM 990-PF, PG 1, LN 16C	184,720.	110,885.		73,835.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2012 EXCISE TAX	611.	0.		0.	
FOREIGN TAX WITHHELD ON DIVIDENDS ACCT #852380	3,258.	3,258.		0.	
FOREIGN TAX WITHHELD ON DIVIDENDS ACCT #001416	7,022.	7,022.		0.	
2013 ESTIMATED EXCISE TAX	30,200.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	41,091.	10,280.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ASSOCIATION OF SMALL FOUNDATIONS MEMBERSHIP RENEWAL	725.	0.		725.	
WIRE FEE	120.	120.		0.	
TO FORM 990-PF, PG 1, LN 23	845.	120.		725.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	7
DESCRIPTION	AMOUNT				
NET INCOME RECEIVED IN JANUARY 2013 BUT TAXED IN 2012 ACCT #852380	2.				
NET INCOME RECEIVED IN JANUARY 2013 BUT TAXED IN 2012 ACCT #852380	39,903.				
TOTAL TO FORM 990-PF, PART III, LINE 3	39,905.				

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	8
DESCRIPTION	AMOUNT				
NET INCOME RECEIVED IN JANUARY 2014 BUT TAXED IN 2013 ACCT #001416	16,445.				
ADJUSTMENT TO BOOK VALUE FOR OID	4,530.				
ADJUSTMENT TO BOOK VALUE FOR ACCRETION	2,647.				
TOTAL TO FORM 990-PF, PART III, LINE 5	23,622.				

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
COMMON STOCKS	4,891,246.	8,109,346.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,891,246.	8,109,346.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	551,346.	475,608.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	551,346.	475,608.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS & EXCHANGE-TRADED PRODUCTS	FMV	16,640,738.	22,657,030.
HEDGE FUNDS - CAYMAN FUND	COST	800,000.	940,530.
COMMODITIES	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,440,738.	23,597,560.



FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GEOFFREY M. PARKINSON  
C/O FOUNDATION SERVICES LLC, 640 WEST PUTNAM AVE THIRD FLOOR  
GREENWICH, CT 06830

TELEPHONE NUMBER

(203) 629-8320

FORM AND CONTENT OF APPLICATIONS

THERE IS NO FORM OF APPLICATION. ALL INFORMATION REQUESTING ORGANIZATION  
DEEMS APPROPRIATE SHOULD BE SUBMITTED.

ANY SUBMISSION DEADLINES

SUBMISSIONS WILL BE CONSIDERED WHEN RECEIVED

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OTHER THAN THEY BE FOR QUALIFIED USES.