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

2013

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► 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

**McFeely-Rogers Foundation**

Number and street (or P O box number if mail is not delivered to street address)

**P.O. Box 110**

City or town, state or province, country, and ZIP or foreign postal code

**Latrobe PA 15650-0110**

G Check all that apply.

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization

Section 501(c)(3) exempt private foundation

 Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at  
end of year (from Part II, col (c),  
line 16) ► \$ **17,738,637**

J Accounting method

 Cash Accrual Other (specify)**Modified Cash**

(Part I, column (d) must be on cash basis )

A Employer identification number

**25-1120947**

B Telephone number (see instructions)

**724-537-5588**C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the  
85% test, check here and attach computation ► E If private foundation status was terminated under  
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► 

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	Revenue				
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>49,157</b>	<b>49,157</b>		
4 Dividends and interest from securities		<b>259,821</b>	<b>259,821</b>		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<b>-87,575</b>			
b Gross sales price for all assets on line 6a		<b>23,656,092</b>			
7 Capital gain net income (from Part IV, line 2)			<b>0</b>		
8 Net short-term capital gain				<b>0</b>	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold	Operating and Administrative Expenses				
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		<b>231,805</b>	<b>231,805</b>		
12 Total. Add lines 1 through 11		<b>453,208</b>	<b>540,783</b>	<b>0</b>	
13 Compensation of officers, directors, trustees, etc		<b>0</b>			
14 Other employee salaries and wages	stmt 1	<b>227,400</b>	<b>90,960</b>	<b>136,440</b>	
15 Pension plans, employee benefits		<b>168,855</b>	<b>67,542</b>	<b>101,313</b>	
16a Legal fees (attach schedule) See Stmt 2		<b>8,436</b>	<b>6,750</b>	<b>1,686</b>	RECEIVED
b Accounting fees (attach schedule)		<b>10,800</b>	<b>8,640</b>	<b>2,160</b>	
c Other professional fees (attach schedule)					
17 Interest		<b>706</b>	<b>706</b>	<b>3023</b>	AUG 11 2014
18 Taxes (attach schedule) (see instructions)		<b>1,041</b>			IRS-OSC
19 Depreciation (attach schedule) and depletion		<b>32,480</b>	<b>12,992</b>	<b>19,488</b>	
20 Occupancy		<b>18,750</b>	<b>7,500</b>	<b>11,250</b>	
21 Travel, conferences, and meetings					
22 Printing and publications	stmt 5				
23 Other expenses (att sch)		<b>176,374</b>	<b>158,681</b>	<b>17,693</b>	
24 Total operating and administrative expenses.		<b>644,842</b>	<b>353,771</b>	<b>0</b>	<b>290,030</b>
Add lines 13 through 23		<b>680,765</b>			<b>680,765</b>
25 Contributions, gifts, grants paid		<b>1,325,607</b>	<b>353,771</b>	<b>0</b>	<b>970,795</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>-872,399</b>			<b>0</b>
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			<b>187,012</b>		
c Adjusted net income (if negative, enter -0-)				<b>0</b>	

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 (See instructions )	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash – non-interest-bearing	62,057	90,789	90,789	
	2	Savings and temporary cash investments	4,997,040	2,274,415	2,274,415	
	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 (att. schedule) ►				
		Less allowance for doubtful accounts ►				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	33,415	34,487	34,487	
	10a	Investments – U S and state government obligations (attach schedule)	Stmt 6	562,431	828,887	800,733
	b	Investments – corporate stock (attach schedule)	See Stmt 7	626,595	718,777	794,215
	c	Investments – corporate bonds (attach schedule)	See Stmt 8	1,870,451	830,907	821,205
	11	Investments – land, buildings, and equipment basis ►				
		Less accumulated depreciation (attach sch) ►				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)	See Statement 9	8,381,385	10,891,807	12,922,629
	14	Land, buildings, and equipment basis ►				
		Less accumulated depreciation (attach sch) ►				
	15	Other assets (describe ►	See Statement 10 )	9,270	164	164
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		16,542,644	15,670,233	17,738,637
Liabilities	17	Accounts payable and accrued expenses		638	626	
	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 (descnbe ►	)			
	23	Total liabilities (add lines 17 through 22)		638	626	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		► <input type="checkbox"/>			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input checked="" type="checkbox"/>			
	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		16,542,006	15,669,607	
	30	Total net assets or fund balances (see instructions)		16,542,006	15,669,607	
	31	Total liabilities and net assets/fund balances (see instructions)		16,542,644	15,670,233	

**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	16,542,006
2	Enter amount from Part I, line 27a	2	-872,399
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	15,669,607
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	15,669,607

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**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.)
<b>1a Capital Gain Distributions</b>				
<b>b "Publicly Traded Securities"</b>				
<b>c Partnership K-1's Net Capital Gain</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a 153,898</b>			<b>153,898</b>	
<b>b 23,433,659</b>		<b>23,743,667</b>	<b>-310,008</b>	
<b>c 68,535</b>			<b>68,535</b>	
<b>d</b>				
<b>e</b>				
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))	
<b>a</b>				
<b>b</b>			<b>-310,008</b>	
<b>c</b>			<b>68,535</b>	
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b>	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		<b>2</b>	<b>-87,575</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

**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	<b>929,419</b>	<b>17,209,118</b>	<b>0.054007</b>
2011	<b>876,446</b>	<b>18,173,993</b>	<b>0.048225</b>
2010	<b>897,385</b>	<b>17,314,324</b>	<b>0.051829</b>
2009	<b>904,964</b>	<b>15,752,633</b>	<b>0.057448</b>
2008	<b>1,059,031</b>	<b>19,294,986</b>	<b>0.054886</b>

2 Total of line 1, column (d)

**2 0.266395**

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 0.053279**

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

**4 17,060,265**

5 Multiply line 4 by line 3

**5 908,954**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 1,870**

7 Add lines 5 and 6

**7 910,824**

8 Enter qualifying distributions from Part XII, line 4

**8 970,795**

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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	1,870
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,870
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	1,870
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	32,758
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	1,729
7	Total credits and payments Add lines 6a through 6d	7	34,487
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	32,617
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	32,617	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?

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

1c Did the foundation file Form 1120-POL for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b 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

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►  
**PA**

8b 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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

		Yes	No
1a		<input checked="" type="checkbox"/>	
1b		<input checked="" type="checkbox"/>	
1c		<input checked="" type="checkbox"/>	
2		<input checked="" type="checkbox"/>	
3		<input checked="" type="checkbox"/>	
4a		<input checked="" type="checkbox"/>	
4b			
5		<input checked="" type="checkbox"/>	
N/A			
6	<input checked="" type="checkbox"/>		
7	<input checked="" type="checkbox"/>		
8b	<input checked="" type="checkbox"/>		
9		<input checked="" type="checkbox"/>	
10		<input checked="" type="checkbox"/>	

**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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <b>James R. Okonak</b> <b>816 Ligonier St. Sixth Fl. Suite 610</b>	Telephone no ► <b>724-537-5588</b>	
	Located at ► <b>Latrobe</b>	PA	ZIP+4 ► <b>15650-0110</b>
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	<input type="checkbox"/>
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	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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

<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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 <b>any</b> 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"/>	1b <input checked="" type="checkbox"/>
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?	N/A	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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?	<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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a <input checked="" type="checkbox"/>
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 <input checked="" type="checkbox"/>

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

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

**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 Statement 11	0.00	227,400	26,610	142,245

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

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

Total number of other employees paid over \$50,000

► 0

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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
<b>NONE</b>		

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 <b>N/A</b>	
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 <b>N/A</b>	
2	
All other program-related investments. See 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		1a	<b>17,162,943</b>
a	Average monthly fair market value of securities		1b	<b>157,123</b>
b	Average of monthly cash balances		1c	<b>0</b>
c	Fair market value of all other assets (see instructions)		1d	<b>17,320,066</b>
d	<b>Total</b> (add lines 1a, b, and c)			
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0	
2	Acquisition indebtedness applicable to line 1 assets		2	<b>0</b>
3	Subtract line 2 from line 1d		3	<b>17,320,066</b>
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	<b>259,801</b>
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4		5	<b>17,060,265</b>
6	<b>Minimum investment return.</b> Enter 5% of line 5		6	<b>853,013</b>

**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	<b>853,013</b>
2a	Tax on investment income for 2013 from Part VI, line 5	2a	<b>1,870</b>
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	<b>1,870</b>
3	Distributable amount before adjustments Subtract line 2c from line 1	3	<b>851,143</b>
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	<b>851,143</b>
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	<b>851,143</b>

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	<b>970,795</b>
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	<b>970,795</b>
b	Cash distribution test (attach the required schedule)	5	<b>1,870</b>
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	<b>968,925</b>
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)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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				<b>851,143</b>
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	<b>82,191</b>			
b From 2009	<b>119,488</b>			
c From 2010	<b>52,637</b>			
d From 2011				
e From 2012	<b>70,277</b>			
f Total of lines 3a through e	<b>324,593</b>			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <b>970,795</b>				
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				<b>851,143</b>
e Remaining amount distributed out of corpus	<b>119,652</b>			
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:	<b>444,245</b>			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				<b>0</b>
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)	<b>82,191</b>			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	<b>362,054</b>			
10 Analysis of line 9				
a Excess from 2009	<b>119,488</b>			
b Excess from 2010	<b>52,637</b>			
c Excess from 2011				
d Excess from 2012	<b>70,277</b>			
e Excess from 2013	<b>119,652</b>			

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

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

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

**N/A**

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

**N/A****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  
**Please see Attachment IV**

b The form in which applications should be submitted and information and materials they should include  
**Please see Attachment IV**

c Any submission deadlines.  
**Please see Attachment IV**

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

**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 <b>See Attachment V</b>				<b>680,765</b>
<b>Total</b>			► 3a	<b>680,765</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions )
1 Program service revenue.					
a			1		
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	49,157	
4 Dividends and interest from securities			14	259,821	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	231,805	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		540,783	0
13 Total. Add line 12, columns (b), (d), and (e)			13		540,783

**Part XVIB Relationship of Activities to the Accomplishment of Exempt Purposes**



**Federal Statements****Statement 1 - Form 990-PF, Part I, Line 11 - Other Income**

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Litigation Receipts	\$ 1,112	\$ 1,112	\$
Partnership Income from K-1's	4,895	4,895	
Royalties	225,798	225,798	
<b>Total</b>	<b>\$ 231,805</b>	<b>\$ 231,805</b>	<b>0</b>

**Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Reed Smith LLP	\$ 8,436	\$ 6,750	\$	\$ 1,686
<b>Total</b>	<b>\$ 8,436</b>	<b>\$ 6,750</b>	<b>\$ 0</b>	<b>\$ 1,686</b>

**Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Richard B. Guskiewicz Associates	\$ 10,800	\$ 8,640	\$	\$ 2,160
<b>Total</b>	<b>\$ 10,800</b>	<b>\$ 8,640</b>	<b>\$ 0</b>	<b>\$ 2,160</b>

**Statement 4 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax	\$ 1,041	\$	\$	\$
<b>Total</b>	<b>\$ 1,041</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 0</b>

**Federal Statements****Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
Expenses				
Investment Fees & Bank Charge	136,929	136,929		
Foreign Taxes Paid	186	186		
General Administration	6,050	2,118		3,932
Office Supplies	14,842	5,195		9,647
Telephone & Postage	6,330	2,216		4,114
K-1 Portfolio Deductions	11,854	11,854		
Investment Services	183	183		
Total	<u>\$ 176,374</u>	<u>\$ 158,681</u>	<u>\$ 0</u>	<u>\$ 17,693</u>

**Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$	Cost	\$
See Attachment II	<u>\$ 562,431</u>	<u>\$ 828,887</u>	<u>Cost</u>	<u>\$ 800,733</u>
Total	<u>\$ 562,431</u>	<u>\$ 828,887</u>		<u>\$ 800,733</u>

**Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$	Cost	\$
See Attachment I	<u>\$ 626,595</u>	<u>\$ 718,777</u>	<u>Cost</u>	<u>\$ 794,215</u>
Total	<u>\$ 626,595</u>	<u>\$ 718,777</u>		<u>\$ 794,215</u>

## Federal Statements

### Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Attachment II	\$ 1,870,451	\$ 830,907	Cost	\$ 821,205
Total	<u><u>\$ 1,870,451</u></u>	<u><u>\$ 830,907</u></u>		<u><u>\$ 821,205</u></u>

### Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attachment III	\$ 6,245,477	\$ 9,630,535	Cost	\$ 11,655,615
MS Spectrum Currency L.P.			Cost	
MS Charter Campbell L.P.			Cost	
MS Charter Dwfcm L.P.			Cost	
MS Charter Graham L.P.			Cost	
MS Spectrum Strategic L.P.			Cost	
MS Spectrum Technical L.P.			Cost	
Full Value Partners LP	663,418 937,035	713,945	Cost	719,687
Powershares DB US Index			Cost	
Proshares Ultrashort Yen-WSA			Cost	
MF FF Emrg CTA	272,247 263,208	280,877 266,450	Cost	280,877 266,450
MMF Tactcal Div			Cost	
Total	<u><u>\$ 8,381,385</u></u>	<u><u>\$ 10,891,807</u></u>		<u><u>\$ 12,922,629</u></u>

**Federal Statements****Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
Receivable- Morgan Stanley	\$ 7,285	\$ 164	\$ 164
Accrued Interest Receivable	1,985		
Total	<u>9,270</u>	<u>164</u>	<u>164</u>

**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
N/A	\$
Total	<u>0</u>

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description
Please see Attachment IV

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**

Description
Please see Attachment IV

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

Description
Please See Attachment IV

**Statement 11 - 2013 Form 990-PF, Part VIII Line 1 - Officers, Directors, Foundation Managers**

Name	Title	Ave. Hours	Compensation	Retirement Benefits	Expenses
Daniel G. Crozier, Jr. 816 Ligonier Street Latrobe, PA 15650	Trustee	1	-	-	-
James Brooks Crozier 816 Ligonier Street Latrobe, PA 15650	Trustee	1	-	-	-
Nancy R. Crozier 816 Ligonier Street Latrobe, PA 15650	President & Trustee	10	50,004	-	12,578
Douglas R. Nowicki 816 Ligonier Street Latrobe, PA 15650	Trustee	1	-	-	-
James R. Okonak 816 Ligonier Street Latrobe, PA 15650	Trustee Executive Director VP & Secretary	35	132,024	19,804	67,193
James B. Rogers 816 Ligonier Street Latrobe, PA 15650	Trustee	1	-	-	-
John F. Rogers 816 Ligonier Street Latrobe, PA 15650	Trustee	1	-	-	-
Annette M. Couch 816 Ligonier Street Latrobe, PA 15650	Asst Secretary & Treasurer	35	45,372	6,806	62,474
<b>TOTALS</b>			<b>\$ 227,400</b>	<b>\$ 26,610</b>	<b>\$ 142,245</b>

McFeeley-Rogers Foundation  
 Latrobe, Pennsylvania  
 FORM 990-PF      2013      EIN # 25-1120947

**ATTACHMENT "I"**

**Part II Line 10b - Investments - Stocks  
 December 31, 2012 and 2013**

	<u>Shares 12/31/2012</u>	<u>Book Value 12/31/2012</u>	<u>Market Value 12/31/2012</u>	<u>Shares 12/31/2013</u>	<u>Book Value 12/31/2013</u>	<u>Market Value 12/31/2013</u>
Alcoa Inc	\$ -	\$ -	\$ -	2866	\$ 26,493.56	\$ 30,465.58
Amazon Com Inc				74	\$ 23,634.86	\$ 29,510.46
Apple Inc Com				99	\$ 49,892.68	\$ 55,540.98
Chevron Corp New				214	\$ 25,617.94	\$ 26,730.74
CSX Corp				960	\$ 24,441.60	\$ 27,619.20
Exxon Mobil Corp				556	\$ 48,491.65	\$ 56,267.20
General Electric Co				959	\$ 25,709.93	\$ 26,880.77
Goldman Sachs Group Inc				318	\$ 50,533.38	\$ 56,368.68
Google Inc - Cl A				51	\$ 45,323.69	\$ 57,156.21
International Business Machines				141	\$ 25,693.16	\$ 26,447.37
Johnson & Johnson				553	\$ 50,747.43	\$ 50,649.27
Lennar Corp				775	\$ 25,678.23	\$ 30,659.00
McDonalds Corp				262	\$ 25,641.34	\$ 25,421.86
Merck & Co Inc				1088	\$ 51,297.35	\$ 54,454.40
Microsoft Corp				692	\$ 25,707.73	\$ 25,887.72
Netflix Inc				77	\$ 25,719.57	\$ 28,349.09
Norfolk Southern Corp				296	\$ 23,460.96	\$ 27,477.68
PPG Industries Inc				140	\$ 25,543.18	\$ 26,552.40
Procter & Gamble Co				619	\$ 48,862.07	\$ 50,392.79
Service Corp Int'l				1451	\$ 25,683.72	\$ 26,306.63
United States Steel Corp				1867	\$ 44,602.81	\$ 55,076.50
Powershares Short DOW30	9115	312,330.03	313,556.00			
Powershares Short Russell12000	12755	314,265.34	310,201.60			
<b>TOTALS</b>		<b>\$ 626,595.37</b>	<b>\$ 623,757.60</b>			
					<b>\$ 718,776.84</b>	<b>\$ 794,214.53</b>

**McFeeley-Rogers Foundation**  
Latrobe, Pennsylvania

FORM 990-PF 2013 EIN # 25-1120947

**ATTACHMENT "III"**

## Part II Line 10a & 10c - Investments in Bonds December 31, 2012 and 2013

Par 12/31/2012	Book Value 12/31/2012	Market Value 12/31/2012	Par 12/31/2013	Book Value 12/31/2013	Market Value 12/31/2013
AT&T 3.875% 8/15/2021 Conoco Inc 6.950% 4/15/29 Fannie Mae .5% 3/30/16	50000 41000	\$ 57,356.00 49,870.77	\$ 55,725.50 57,160.97	50000 41000	\$ 57,356.00 49,855.18
Federal Home LN Mtg Corp .0750% 11/25/2014 Federal National Mortgage Assn 1.125% 6/27/2014 General Electric Co 5.875% 1/14/38	207000 132000 48000	208,780.20 133,819.88 47,575.03	208,879.56 133,805.76 57,900.00	207000	208,780.20 48000 47,575.03
Goldman Sachs Group 5.750% 1/24/2022 Ishares Lehman 7-10 Yr Tres Bd FD JP Morgan Chase & Co 1.8% 1/25/18	49000 4320 54000	57,789.62 465,447.17 55,571.86	57,928.29 464,356.80 56,855.52	49000 56000	57,789.62 56,528.08 56000
Pia Mbs Bond -Completion Sh Pia BBB Bond Fd -Completion Sh	11364 34713	114,321.84 361,362.33	113,071.80 349,907.04	46000	56,575.26 57,844.08
Pfizer Inc 6.200% 3/15/19 Thermo Fisher scientific 3.6% 8/15/21	45000 1306	53,166.16 153,373.90	56,879.10 151,496.00	45000 54000	53,166.16 53,423.94
Vanguard Extended Duration Treasury Verizon Communications Inc 6.100% 4/15/2018 Wells Fargo & Co 3.500% 3/8/2022	46000 54,000	57,844.08 54,171.72	56,561.14 57,599.10	54000	53,344.35 56,575.26
<b>Totals for Corporate Bonds</b>	<b>\$ 1,870,450.56</b>		<b>\$ 1,878,126.58</b>		<b>\$ 830,907.26</b>
U.S. Treasury Bond 4.625% 2/15/40 U.S. Treasury Bond 5.5% 8/15/28 U.S. Treasury Note 2.375% 10/31/2014 U.S. Treasury Bonds 2.5% 8/15/23 U.S. Treasury Note 3.500% 5/15/20	42000 67000 110000 115000 98000	48,948.39 84,521.32 114,606.58 123,063.08 114,625.80	56,752.50 94,700.48 114,254.80 133,535.70 114,247.42	30000 56000 105000 55000 98000	35,994.05 71,493.15 108,430.32 54,353.53 123,063.08
U.S. Treasury Note 4.625% 2/15/2017 Ishares 20 Yr Treasury Bond ETF U.S. Treasury Note 1.750% 5/15/2022	76000	<u>\$ 76,665.91</u>	<u>\$ 76,671.08</u>	<u>57000</u>	<u>114,625.80</u>
<b>Total for Governmental Bonds</b>	<b>\$ 562,431.08</b>		<b>\$ 590,161.98</b>		<b>\$ 828,887.31</b>
<b>TOTALS: CORPORATE AND GOVERNMENTAL BONDS</b>					<b>\$ 2,432,881.64</b>
					<b>\$ 2,468,288.56</b>
					<b>\$ 1,659,794.57</b>

Form 990-PF      2013      ATTACHMENT "III"      EIN # 25-1120947

	Shares 12/31/2012	Book Value 12/31/2012	Market Value 12/31/2012	Shares 12/31/2013	Book Value 12/31/2013	Market Value 12/31/2013
<b>Charles Schwab - Grant Street Asset Management</b>						
FIXED INCOME FUNDS						
BlackRock Strategic Income Opportunities	48860 491	\$ 485,802.33	\$ 494,500.96	77261 504	\$ 768,839.20	\$ 784,976.88
DWS Intermediate Tax/ AMT Free Fund	18457 494	228,000.00	224,627.70	-	-	625,304.41
PIMCO Total Return	110024 730	1,201,304.71	1,236,677.97	58494 332	619,902.45	275,173.01
Metropolitan West Total Return Bd I	88944 745	913,930.04	968,608.27	26082 750	258,085.25	680,532.50
Oppenheimer Sr Floating Rate				80864 414	674,532.50	505,288.26
Stone Ridge Reinsurance				50579 405	505,844.00	
<b>TOTAL FIXED INCOME FUNDS</b>	<b>\$ 2,829,537.08</b>	<b>\$ 2,924,414.90</b>			<b>\$ 2,827,203.40</b>	<b>\$ 2,870,812.28</b>
EQUITY FUNDS						
Allianz GI Technology Instl	5289 864	\$ 205,816.56	\$ 247,724.33	5684 573	\$ 229,534.62	\$ 356,877.49
Baron Real Estate Instl	12288 719	352,198.06	386,111.55	19267 473	380,708.00	432,169.42
Blackrock Health Sciences	51132 146	563,612.19	603,359.32	13140 122	402,279.21	556,878.37
DWS RREEF Global Infrastructure	9798 799	265,345.01	416,644.93	53377 634	592,247.52	713,658.97
Harbor Capital Appreciation	3250 203	119,391.17	148,794.29	10117 374	282,729.65	573,553.93
Hotchkis & Wiley Small Cap Value I	4431 352	274,765.60	290,209.23	5367 563	247,323.14	329,944.10
Ishares Russell 11000 Growth	2423 923	285,185.46	346,960.35	4494 787	279,703.90	386,326.95
iShares Tr S&P 500 Index	4500 067	176,164.33	351,455.25	2472 330	293,357.03	458,988.55
iShares Tr S&P Smallcap 600 Index	3592 708	135,454.50	145,360.97	4550 791	181,103.97	496,627.85
Mainsay ICAP Equity Fund	20889 447	150,498.74	166,697.79	36339 349	137,684.27	188,767.76
Mainsay Large Cap Growth I	15269 920	226,107.57	284,020.51	37941 307	311,322.53	394,969.01
Matthews Asian Growth	3899 336	60,112.02	60,322.73	23241 754	378,435.71	439,269.15
Neuberger Berman Guardian Fund	10453 060	207,284.18	218,782.55	4321 795	67,982.44	83,799.61
Oakmont International I				0 000	-	-
Royce Pennsylvania Mutual Fund	8191 695	231,064.83	263,608.75	15872 833	212,111.00	233,806.83
Vanguard Mid Cap Index				22931 470	828,584.23	985,594.58
Vanguard Selected Value Fund				17529 585	384,834.18	461,378.68
Vaughn Nelson Small Cap Value Y	8891 731	<u>163,239.85</u>	<u>173,000.90</u>	10612 058	<u>199,120.94</u>	<u>241,212.08</u>
<b>TOTAL EQUITY FUNDS</b>	<b>\$ 3,415,940.07</b>	<b>\$ 4,103,053.45</b>			<b>\$ 5,409,062.34</b>	<b>\$ 7,333,823.33</b>
<b>Totals Charles Schwab - Grant Street Asset Management</b>	<b>\$ 6,245,477.15</b>	<b>\$ 7,027,468.35</b>			<b>\$ 8,236,265.74</b>	<b>\$ 10,204,635.61</b>

**ATTACHMENT "III"**

**Investments in Mutual & Equity Funds**

<b>First National Bank Managed Funds Mutual Funds &amp; Exchanged-Traded Products</b>	<b>Shares 12/31/2012</b>	<b>Book Value 12/31/2012</b>	<b>Market Value 12/31/2012</b>	<b>Shares 12/31/2013</b>	<b>Book Value 12/31/2013</b>	<b>Market Value 12/31/2013</b>
Ishares S&P 100 EFT	\$ -	\$ -	\$ -	4871	\$ 374,673.43	\$ 401,126.85
Ishares Tr Transp Ave Index	-	-	-	405	48,656.70	53,419.50
Select Sector Spdr TR Sbi Materials	-	-	-	1170	50,637.48	54,077.40
Select Sector Spdr TR Sbi Healthcare	-	-	-	966	50,705.94	53,555.04
Select Sector Spdr TR Sbi Consumer Staples	-	-	-	1205	49,664.19	51,790.90
Select Sector Spdr TR Sbi Consumer Discr	-	-	-	809	49,654.08	54,065.47
Select Sector Spdr TR Sbi Int-Energy	-	-	-	595	48,065.59	52,663.45
Select Sector Spdr TR Sbi Int-Financial	-	-	-	2487	51,662.10	54,365.82
Select Sector Spdr TR Sbi Int-Utilities	-	-	-	1335	50,750.69	50,689.95
Spdr Gold Trust Gold Shs	-	-	-	1045	133,256.98	121,345.40
Spdr S&P Midcap 400 ETF	-	-	-	1092	253,314.49	266,666.40
Spdr Series Tr S&P Retail ETF	-	-	-	592	49,009.73	52,155.20
Vanguard Int'l Equity Index All World Ex US Index	-	#	\$ -	3132	156,840.54	158,886.36
Simon Ppty Group Inc New Com	-	-	-	172	27,377.48	26,171.52
<b>Totals First National Bank Managed Funds</b>	<b>\$ -</b>	<b>#</b>	<b>\$ -</b>	<b>\$ 1,394,269.42</b>	<b>\$ 1,450,979.26</b>	

**Total Mutual & Equity Funds Investments**

**\$ 6,245,477.15**

**\$ 7,027,468.35**

**\$ 9,630,535.16**

**\$ 11,655,614.87**

McFeely-Rogers Foundation  
#25-1120947  
Attachment IV

Form 990-PF – 2013

Part XV, Line 2a-d – Information Regarding Grant and Loan Programs

There are no special forms for applying for a grant. A short letter application describing one's general aims, a concise statement of the need or problem, the specific purpose and objective for which the funds are sought, how the project will be operated and an indication whom it will serve and an itemized budget for the project and an explanation of how it will be financed at the expiration of the proposed grant is most adequate.

All grant proposals must be accompanied by a copy of the applicant's determination letter issued by the Internal Revenue Service and a listing of the current Board of Directors for the previous years as well as the current budget statement of the organization. The Trustees meet in May and December, and proposals should be received prior to April 15 and November 1.

Support is mostly limited to the Latrobe and Pittsburgh, PA, areas.

No grants are made to individuals.

Applications or proposals should be directed to:

James R. Okonak  
Executive Director  
McFeely-Rogers Foundation  
P. O. Box 110  
Latrobe, PA 15650-0110

(724) 537-5588

McFeely-Rogers Foundation  
Latrobe, Pennsylvania

FORM 990PF 2013 EIN # 25-1120947

ATTACHMENT "V"  
PART 1 LINE 25 Column (a) and (d)  
Contributions, gifts, grants paid

Community Service

<u>Adams Memorial Library</u> Latrobe, PA 15650 General Operating Fund	\$ 1,500
<u>Adelphoi Inc</u> Latrobe, PA 15650 Adelphoi Promise General Operating Fund	3,000 \$ 2,500 500
<u>American Red Cross, Westmoreland Armstrong Chapter</u> Greensburg, PA 15601 Local Chapter Needs	1,000
<u>Association of Small Foundations</u> Washington, DC 20036 General Operating Fund	250
<u>Big Brothers Big Sisters of the Laurel Region</u> Greensburg, PA 15601 GLSD Mentoring Program Baggaley & LES	2,000
<u>CASA of Westmoreland, Inc.</u> Greensburg, PA 15601 CASA Expansion Program	2,500
<u>Council on Foundations</u> Arlington, VA 22202 2013 Campaign	1,710
<u>Economic Growth Connection of Westmoreland</u> Greensburg, PA 15601 General Operating Fund	800
<u>Foundation Center, The</u> New York, NY 10003-3076 General Operating Fund	750
<u>Fred Rogers Company, The</u> Pittsburgh, PA 15213 Fred Rogers Fund	20,000
<u>Girls Scouts of Western Pennsylvania</u> Pittsburgh, PA 15212 Latrobe Community Healthy Living Initiatives	3,000
<u>Greensburg Hempfield Area Library</u> Greensburg, PA 15601 General Operating Fund Annual Fundraiser	1,300 \$ 1,000 300
<u>Historical &amp; Genealogical Society of Indiana</u> Indiana, PA 15701 General Operating Fund	500
<u>Latrobe Community Revalorization Program</u> Latrobe, PA 15650 General Operating Fund Great American Banana Split Fund	25,500 \$ 25,000 500

McFeely-Rogers Foundation  
Latrobe, Pennsylvania

FORM 990PF 2013 EIN # 25-1120947

ATTACHMENT "V"  
PART 1 LINE 25 Column (a) and (d)  
Contributions, gifts, grants paid

<u>Latrobe Foundation, The</u> Latrobe, PA 15650		159,000
Playland II Fund	\$ 10,000	
Playground Fund	35,000	
Pool/Park Fund	110,000	
Greater Latrobe Community, Network Fund	<u>4,000</u>	
<u>Latrobe-Unity Parks and Recreation</u> Latrobe, PA 15650		26,000
Summer Concert Series	\$ 1,000	
Cardinal Park Improvements Phase III	<u>25,000</u>	
<u>Loyalhanna Watershed Association</u> Ligonier, PA 15658		2,000
Land Conservation Initiatives		
<u>Salvation Army, Latrobe Corps</u> Pittsburgh, PA 15219		1,000
General Operating Fund		
<u>SCORE, Westmoreland Chapter 555</u> Latrobe, PA 15650		3,500
General Operating Fund	\$ 1,000	
Marketing Program	<u>2,500</u>	
<u>Union Mission of Latrobe, Inc.</u> Latrobe, PA 15650		24,530
General Operating Fund	\$ 24,030	
Annual Event	<u>500</u>	
<u>Western Pennsylvania Conservancy</u> Pittsburgh, PA 15222		1,500
Watershed Land Protection		
<u>Westmoreland County Historical Society</u> Greensburg, PA 15601		1,100
General Operating Support	\$ 500	
Native American Program	<u>600</u>	
<u>Westmoreland County Parks and Recreation</u> Greensburg, PA 15601		1,000
Twin Lakes - Phase III		
<u>Westmoreland Fayette Council, Inc., BSA</u> Greensburg, PA 15601		5,000
Learning for Life	\$ 2,598	
Professional Training	<u>2,402</u>	
<u>YWCA of Westmoreland County</u> Greensburg, PA 15601		1,525
Kidz Zone Equipment	\$ 954	
Just for Kids Program	150	
General Operating Support for GLSD	<u>421</u>	
<b>Total Community Service</b>		<b>\$ 289,965</b>

McFeely-Rogers Foundation  
Latrobe, Pennsylvania

FORM 990PF 2013 EIN # 25-1120947

ATTACHMENT "V"  
PART 1 LINE 25 Column (a) and (d)  
Contributions, gifts, grants paid

Cultural and Fine Arts

<u>Greensburg Art Center</u> Greensburg, PA 15601 Handicapped Access Project	\$ 100
<u>Latrobe Art Center</u> Latrobe, PA 15650 General Operating Fund Project Initiatives Neighborhood Program	93,250 \$ 58,000 30,000 5,250
<u>Nantucket Lightship Basket Museum, Inc</u> Nantucket, MA 02584 Youth Weaving Day Program	250
<u>Pittsburgh Ballet Theatre</u> Pittsburgh, PA 15201-1500 General Operating Fund	250
<u>Westmoreland Symphony Orchestra &amp; Academy of Music</u> Greensburg, PA 15601 Educational Programming	4,500
<b>Total Cultural and Fine Arts</b>	<b>98,350</b>

Education

<u>Derry Area School District Foundation</u> Derry, PA 15627 Thompson House Project	\$ 500
<u>Duquesne University</u> Pittsburgh, PA 15282 Gibson/Kirr Scholarship Fund	500
<u>Greater Latrobe Partners in Education Foundation</u> Latrobe, PA 15650 Latrobe Art Center Scholarships Free Enterprise Education week U. of Pgh-Grg SSME Program	13,250 \$ 1,675 1,575 10,000
<u>Greater Latrobe School District</u> Latrobe, PA 15650 Art Trust, Preserve the Vision Cultural Enrichment, Three Elem. Schools Cultural Enrichment, Learning Support Culture Across Curriculum Elementary Musical Instrument Initiative Greater Latrobe Art Series (VACOP) McFeely-Rogers Performance Series Multi-Sensory Room / Equipment	43,300 \$ 10,000 9,000 1,400 1,400 4,000 9,000 4,000 4,500
<u>John Hopkins University</u> Baltimore, MD 21218 Peabody Institute Annual Fund, Scholarships	1,000
<u>Rollins College</u> Winter Park, FL 32789 Rollins Fund Music Scholarship Fund	12,500 \$ 10,000 2,500

**McFeely-Rogers Foundation**  
Latrobe, Pennsylvania

FORM 990PF 2013 EIN # 25-1120947

**ATTACHMENT "V"**  
**PART 1 LINE 25 Column (a) and (d)**  
**Contributions, gifts, grants paid**

<u>Saint Vincent College</u> Latrobe, PA 15650	76,000
Operation Fund	\$ 500
FMR Center Archives	47,500
Gibson Memorial Scholarship Fund	2,000
Neighborhood Trolley Fund	25,000
McFeely-Rogers Scholarship Fund	<u>1,000</u>
 <u>Seton Hill University</u> Greensburg, PA 15601	1,000
McFeely-Rogers Scholarship Fund	
 <u>Temple University</u> Philadelphia, PA 19122	7,500
Encampment Project- Washington Memorial Chapel	
 <u>Thiel College</u> Greenville, PA 16125-2181	2,000
Pedas Communication Center Campaign	
 <u>University of Tennessee</u> Knoxville, TN 37996	500
Tennessee Fund	
 <u>Valley School of Ligonier</u> Ligonier, PA 15658	1,000
James H. Rogers Scholarship Fund	
 <u>Washington &amp; Jefferson College</u> Washington, PA 15301	2,000
Gibson Memorial Scholarship Fund	
 <u>Waynesburg College</u> Waynesburg, PA 15370	500
Scholarship Fund	
 <u>Westminster College</u> New Wilmington, PA 16172	500
Scholarship Fund	
 <u>Westmoreland County Community College Education Fdn</u> Youngwood, PA 15697-1898	4,300
Scholarship Fund	<u>300</u> <u>4,000</u>
 <u>Wilson College</u> Chambersburg, PA 17201	<u>250</u>
Annual Fund	
 <b>Total Education</b>	<b>166,600</b>
 <b>Health and Human Care Services</b>	
 <u>Latrobe Area Hospital Charitable Foundation</u> Latrobe, PA 15650	\$ 13,150
Digital Mammography Equipment	\$ 10,000
General Operating Fund	1,500
Wellness Education Initiatives	1,400
McKenna-Mazero Health Education	<u>250</u>
 <u>Leukemia and Lymphoma Society, The</u> Pittsburgh, PA 15219	1,000
Patient-Aid Program	
 <u>St. Jude's Children's Research Hospital</u> Memphis, TN 38105	500
General Operating Fund	

McFeeley-Rogers Foundation  
Latrobe, Pennsylvania

FORM 990PF 2013 EIN # 25-1120947

ATTACHMENT "V"  
PART 1 LINE 25 Column (a) and (d)  
Contributions, gifts, grants paid

Westmoreland County Blind Association 500  
Greensburg, PA 15601  
General Operating Fund

**Total Health and Human Services** **15,150**

Religious and Church Related

Doris Todd Memorial Christian Day School \$ 1,000  
Paia, HI 96779  
General Operating Fund

Latrobe Presbyterian Church 71,700  
Latrobe, PA 15650  
410 Main Street School Building  
Narthex Capital Improvement  
Minister's Discretionary Fund  
\$ 27,600  
43,100  
1,000

Laurel Area Interfaith Volunteer Caregivers 1,000  
Latrobe, PA 15650  
Faith in Action Programs

Pine Springs Camp 5,000  
Jennerstown, PA 15547  
Camp Scholarships

Pittsburgh Theological Seminary 500  
Pittsburgh, PA 15206-2596  
Clifford E Barbour Library

Saint Vincent Archabbey 30,000  
Latrobe, PA 15650  
Archabbot's Discretionary Fund

Sixth Presbyterian Church 1,000  
Pittsburgh, PA 15217-1498  
General Operating Fund

Unity Cemetery Association 500  
Latrobe, PA 15650  
General Operating Fund

**Total Religious and Church Related** **110,700**

**Total 2013 Grants Paid** **\$ 680,765**