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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
BOERNER RN-CHARITIES TA

A Employer identification number
25-6183569

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1100 WEHRLE DRIVE 2ND FLOOR

B Telephone number (see instructions)
(716) 842-5506

City or town, state or province, country, and ZIP or foreign postal code
BUFFALO, NY 14221

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 950,413

J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	17,100	16,905		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	81,561			
	b	Gross sales price for all assets on line 6a 557,194				
	7	Capital gain net income (from Part IV, line 2)		81,561		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	98,661	98,466		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,754	10,754		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	1,030	272		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,784	11,026	0	0
	25	Contributions, gifts, grants paid	43,752			43,752
	26	**Total expenses and disbursements.** Add lines 24 and 25	55,536	11,026	0	43,752
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	43,125			
	b	**Net investment income** (if negative, enter -0-)		87,440		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	1,230		
2	Savings and temporary cash investments	19,209	11,867	11,867
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	771,210	822,855	938,546
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	791,649	834,722	950,413
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	791,649	834,722	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	791,649	834,722	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	791,649	834,722	

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	791,649
2	Enter amount from Part I, line 27a	2	43,125
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	834,774
5	Decreases not included in line 2 (itemize) ▶	5	52
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	834,722

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	81,561
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	40,544	850,773	0 047655
2011	36,032	876,258	0 04112
2010	33,868	830,618	0 040774
2009	33,154	732,630	0 045253
2008	52,512	872,244	0 060203

2	**Total** of line 1, column (d)	2	0 235005
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 047001
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	896,863
5	Multiply line 4 by line 3	5	42,153
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	874
7	Add lines 5 and 6	7	43,027
8	Enter qualifying distributions from Part XII, line 4	8	43,752

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	874
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	874
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	874
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	440		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	440
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	434
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 0 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

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

Website address ▶

14 The books are in care of ▶M AND T TRUST CO Telephone no ▶(716) 842-5506

Located at ▶1100 WEHRLE DRIVE 2ND FLOOR AMHERST NY ZIP+4 ▶14221

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
M T TRUST CO 1100 WEHRLE DRIVE 2ND FL AMHERST, NY 14221	TRUSTEE 1	10,754		

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	893,310
b	Average of monthly cash balances		1b	17,211
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	910,521
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	910,521
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	13,658
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	896,863
6	**Minimum investment return.** Enter 5% of line 5		6	44,843

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	44,843
2a	Tax on investment income for 2013 from Part VI, line 5	2a 874		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	874
3	Distributable amount before adjustments Subtract line 2c from line 1		3	43,969
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	43,969
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	43,969

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	43,752
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	43,752
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	874
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	42,878

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				43,969
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			10,368	
b Total for prior years 2011 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. 0				
b From 2009. 0				
c From 2010. 0				
d From 2011. 0				
e From 2012. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 43,752				
a Applied to 2012, but not more than line 2a			10,368	
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.				33,384
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				10,585
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . . 0				
b Excess from 2010. . . . 0				
c Excess from 2011. . . . 0				
d Excess from 2012. . . . 0				
e Excess from 2013. . . . 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MASONIC HOMES PECK YOUNG & VANSANT 21 SOUTH 12TH ST 13TH FLOOR PHILADELPHIA, PA 191073694	NONE	PC	CHARITABLE	21,876
SHRINERS HOSPITALS ATTN PENNY CROOK P O BOX 863770 ORLANDO, FL 328863770	NONE	PC	CHARITABLE	21,876
Total . . . . ▶ **3a**				43,752
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	17,100	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	81,561	
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). .				98,661	

13 Total. Add line 12, columns (b), (d), and (e). **13** 98,661

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-02 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MICHELE L DORE EA		2014-05-02		

Firm's name ▶ ERNST & YOUNG US LLP — Firm's EIN ▶

Firm's address ▶ 9711 FARRAR COURT SUITE 110 RICHMOND, VA 23236 — Phone no (804) 727-3150

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
3358 449 ABERDEEN GLBL HIGH INC CL I		2012-01-19	2013-01-24
70 715 ABERDEEN GLBL HIGH INC CL I		2012-09-06	2013-01-24
76 769 ABERDEEN GLBL HIGH INC CL I		2012-03-16	2013-01-24
3 91 GUINNESS ATKINSON CHINA HONG KONG FD		2011-12-29	2013-01-24
994 GUINNESS ATKINSON CHINA HONG KONG FD		2012-03-16	2013-01-24
21 084 HARBOR INTERNATIONAL FUND #11		2009-04-17	2013-01-24
260 ISHARES HIGH DIVIDEND ETF		2012-01-19	2013-01-24
134 ISHARES HIGH DIVIDEND ETF		2012-11-05	2013-01-24
6 ISHARES HIGH DIVIDEND ETF		2012-03-16	2013-01-24
10 011 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2013-01-24
73 871 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2013-01-24
9 397 RS GLOBAL NATURAL RESOURCES FUND		2011-02-10	2013-01-24
492 VANGUARD FTSE DEVELOPED MARKET ETF		2012-11-05	2013-01-24
55 176 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2013-01-24
168 443 WILMINGTON MID CAP GROWTH FUND -I		2008-07-14	2013-01-24
625 695 WILMINGTON LARGE CAP GROWTH FUND -I		2008-10-16	2013-01-24
75 013 WILMINGTON LARGE CAP VALUE FUND -I		2007-12-04	2013-01-24
229 351 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2013-04-05
8 147 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2013-04-05
34 766 T ROWE PRICE LRG CAP GROWTH FD INST		2007-11-26	2013-04-05
176 089 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2013-04-05
17 763 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2013-04-05
188 152 RS GLOBAL NATURAL RESOURCES FUND		2012-03-16	2013-04-05
138 398 RS GLOBAL NATURAL RESOURCES FUND		2012-12-14	2013-04-05
44 444 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-08-27	2013-04-05
51 301 WILMINGTON MULTI-MGR REAL ASSET - I		2012-01-20	2013-04-05
47 012 WILMINGTON SHORT-TERM CORP BOND -I		2005-12-27	2013-04-05
819 758 WILMINGTON LARGE CAP GROWTH FUND -I		2010-11-17	2013-04-05
666 794 WILMINGTON LARGE CAP VALUE FUND -I		2008-10-13	2013-04-05
73 396 WILMINGTON BROAD MARKET BOND FUND -I		2009-01-26	2013-04-05

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
146 246 GUINNESS ATKINSON CHINA HONG KONG FD		2012-09-06	2013-06-03
13 379 GUINNESS ATKINSON CHINA HONG KONG FD		2013-04-05	2013-06-03
422 GUINNESS ATKINSON CHINA HONG KONG FD		2012-03-16	2013-06-03
12 797 HARBOR INTERNATIONAL FUND #11		2009-04-17	2013-06-03
676 173 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-10-13	2013-06-03
9 595 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2013-06-03
481 937 WILMINGTON SHORT-TERM CORP BOND -I		2005-12-27	2013-06-03
59 582 WILMINGTON SMALL CAP GROWTH FUND -I		2007-11-26	2013-06-03
58 286 WILMINGTON LARGE CAP GROWTH FUND -I		2010-11-17	2013-06-03
34 466 WILMINGTON LARGE CAP VALUE FUND -I		2008-10-13	2013-06-03
28 724 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2013-06-03
788 299 WILMINGTON BROAD MARKET BOND FUND -I		2009-04-17	2013-06-03
202 822 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2013-08-05
103 471 T ROWE PRICE LRG CAP GROWTH FD INST		2007-12-20	2013-08-05
455 16 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-07-26	2013-08-05
59 954 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2013-08-05
1957 414 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2009-05-27	2013-08-05
113 441 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-01-20	2013-08-05
400 237 WELLS FARGO ADV EMRG MKT CL I		2013-06-03	2013-08-05
82 841 WILMINGTON SMALL CAP GROWTH FUND -I		2007-11-26	2013-08-05
185 868 WILMINGTON MID CAP GROWTH FUND -I		2008-10-13	2013-08-05
862 628 WILMINGTON LARGE CAP GROWTH FUND -I		2010-11-17	2013-08-05
98 855 WILMINGTON LARGE CAP VALUE FUND -I		2008-10-13	2013-08-05
16 778 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2013-08-05
6 271 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2013-09-09
22 978 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2013-09-09
6 5 HARBOR INTERNATIONAL FUND #11		2009-04-17	2013-09-09
9 839 T ROWE PRICE LRG CAP GROWTH FD INST		2007-12-20	2013-09-09
387 496 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-12-24	2013-09-09
111 827 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-07-26	2013-09-09

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
56 016 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2013-09-09
34 552 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2013-09-09
147 78 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-24	2013-09-09
894 914 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2012-09-06	2013-09-09
1326 504 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-01-24	2013-09-09
178 619 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-06-03	2013-09-09
795 143 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-07-26	2013-09-09
424 201 WELLS FARGO ADV EMRG MKT CL I		2013-06-03	2013-09-09
65 968 WILMINGTON SHORT-TERM CORP BOND -I		2005-12-27	2013-09-09
4 008 WILMINGTON LARGE CAP GROWTH FUND -I		2010-11-17	2013-09-09
88 695 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2013-09-09
2 778 WILMINGTON BROAD MARKET BOND FUND -I		2009-04-17	2013-09-09
1004 046 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2013-11-04
401 606 DWS FLOATING RATE CL I		2013-08-05	2013-11-04
987 628 DREYFUS INTERNATIONAL BOND CL I		2012-09-06	2013-11-04
68 507 DREYFUS INTERNATIONAL BOND CL I		2013-08-05	2013-11-04
51 319 DREYFUS INTERNATIONAL BOND CL I		2013-04-05	2013-11-04
66 791 FEDERATED ULTRA SHORT BOND CL I		2013-01-24	2013-11-04
68 436 FEDERATED ULTRA SHORT BOND CL I		2013-08-05	2013-11-04
1841 968 FEDERATED ULTRA SHORT BOND CL I		2012-09-06	2013-11-04
21 624 HARBOR INTERNATIONAL FUND #11		2009-04-17	2013-11-04
48 654 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2013-11-04
667 819 MFS EMERGING MARKETS DEBT FUND - I		2009-09-24	2013-11-04
20 069 MFS INTL NEW DISCOVERY CL I		2013-08-05	2013-11-04
64 163 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2013-11-04
430 529 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-24	2013-11-04
41 02 STERLING CAPITAL MID-CAP VALUE CL-I		2013-09-09	2013-11-04
3190 766 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2013-11-04
17 034 WILMINGTON SMALL CAP GROWTH FUND -I		2013-09-09	2013-11-04
950 841 WILMINGTON SMALL CAP GROWTH FUND -I		2012-07-26	2013-11-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
115 095 WILMINGTON SMALL CAP GROWTH FUND -I		2013-04-05	2013-11-04
36 702 WILMINGTON MID CAP GROWTH FUND -I		2008-10-13	2013-11-04
315 333 WILMINGTON LARGE CAP GROWTH FUND -I		2012-12-04	2013-11-04
653 143 WILMINGTON LARGE CAP GROWTH FUND -I		2012-07-26	2013-11-04
129 53 WILMINGTON LARGE CAP VALUE FUND -I		2012-11-05	2013-11-04
47 665 WILMINGTON LARGE CAP VALUE FUND -I		2013-09-09	2013-11-04
2386 12 WILMINGTON LARGE CAP VALUE FUND -I		2012-07-26	2013-11-04
201 623 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-10-13	2013-11-04
5331 765 WILMINGTON BROAD MARKET BOND FUND -I		2010-11-17	2013-11-04
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
34,055		32,136	1,919
717		689	28
778		748	30
119		104	15
30		30	
1,340		787	553
15,941		14,388	1,553
8,216		8,159	57
368		344	24
198		221	-23
1,147		702	445
360		365	-5
17,771		16,359	1,412
999		1,095	-96
2,646		2,175	471
5,131		4,982	149
830		907	-77
3,956		2,956	1,000
75		75	
697		534	163
3,340		3,893	-553
744		621	123
7,184		7,118	66
5,284		5,066	218
403		424	-21
787		706	81
485		459	26
6,870		6,019	851
7,588		5,942	1,646
736		672	64

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,216		3,766	450
386		365	21
12		13	-1
842		478	364
12,820		10,956	1,864
430		336	94
4,964		4,704	260
1,183		1,250	-67
520		467	53
410		267	143
207		229	-22
7,765		7,201	564
4,030		2,614	1,416
2,428		1,596	832
8,316		7,526	790
1,021		570	451
17,675		17,461	214
2,525		1,921	604
8,581		8,809	-228
1,785		1,848	-63
3,368		2,397	971
8,126		6,918	1,208
1,221		766	455
122		134	-12
102		101	1
210		211	-1
437		243	194
233		153	80
7,196		7,689	-493
2,077		2,016	61

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
952		532	420
1,728		1,208	520
1,330		1,336	-6
8,054		7,610	444
29,011		25,078	3,933
3,906		3,656	250
17,390		13,597	3,793
9,226		9,337	-111
676		644	32
38		32	6
647		707	-60
26		25	1
20,653		12,942	7,711
3,803		3,803	
16,345		15,991	354
1,134		1,139	-5
849		884	-35
612		616	-4
627		629	-2
16,872		16,858	14
1,529		807	722
864		462	402
9,917		9,316	601
576		549	27
3,510		2,244	1,266
3,896		3,892	4
808		763	45
32,865		32,287	578
386		361	25
21,565		15,270	6,295

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,610		2,114	496
690		335	355
3,144		2,482	662
6,512		5,274	1,238
1,639		1,352	287
603		575	28
30,184		19,182	11,002
1,534		1,232	302
51,718		48,831	2,887
			16,762

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,919
			28
			30
			15
			553
			1,553
			57
			24
			-23
			445
			-5
			1,412
			-96
			471
			149
			-77
			1,000
			163
			-553
			123
			66
			218
			-21
			81
			26
			851
			1,646
			64

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			450
			21
			-1
			364
			1,864
			94
			260
			-67
			53
			143
			-22
			564
			1,416
			832
			790
			451
			214
			604
			-228
			-63
			971
			1,208
			455
			-12
			1
			-1
			194
			80
			-493
			61

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			420
			520
			-6
			444
			3,933
			250
			3,793
			-111
			32
			6
			-60
			1
			7,711
			354
			-5
			-35
			-4
			-2
			14
			722
			402
			601
			27
			1,266
			4
			45
			578
			25
			6,295

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			496
			355
			662
			1,238
			287
			28
			11,002
			302
			2,887

TY 2013 Investments Corporate Stock Schedule

Name: BOERNER RN-CHARITIES TA

EIN: 25-6183569

Name of Stock	End of Year Book Value	End of Year Fair Market Value
T ROWE PRICE INST L/C GROWTH	24,072	39,679
HARBOR INT'L FUND #11	45,614	66,006
LAZARD EMERGING MARKETS PORT		
RIDGEWORTH SEIX FLOATING RATE	23,307	23,357
GUINNESS ATKINSON HK CHINA		
DREYFUS INTL BOND FD		
MFS EMERGING MKTS DEBT FD	47,109	45,652
ARTIO GLOBAL HIGH INCOME FD		
LSV VALUE EQUITY FD	33,911	49,403
MORGAN STANLEY FOCUS GRWTH FD	42,815	60,910
RS GLOBAL NATURAL RESOUCES		
DWS FLOATING RATE PLUS	23,332	23,360
FEDERATED ULTRA SHORT BOND		
LITMAN GREGORY MASTERS	29,096	40,855
WILMINGTON BROAD MARKET BOND	58,701	55,470
WILMINGTON SHORT TERM CORP BON	29,092	28,912
TIAA-CREF MID CAP VALUE FUND		
WILMINGTON LARGE CAP FUND GROW		
WILMINGTON LARGE CAP VALUE FUN		
WILMINGTON MID CAP GROWTH FUND	39,500	55,090
WILMINGTON MULTI MGR REAL FUND	45,953	46,675
WILMINGTON SMALL CAP GROWTH		
VANGUARD MSCI EAFE ETF		
WILMINGTON MULTI MGR INTL FUND	67,747	86,437
ISHARES HIGH DIVIDEND EQUITY		
FPA NEW INCOME FUND	20,532	20,353
SCOUT UNCONSTRAINED BOND FUND	49,774	49,690
DIAMOND HILL LARGE CAP	48,499	48,103
MORGAN STANLEY SMALL COMPANY	41,040	40,250
STERLING CAPITAL MID-CAP	52,980	55,503

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WILMINGTON MULTI MGR ALT	47,204	47,162
MFS INTERNATIONAL NEW DISCV	32,115	34,187
ISHARES RUSSELL 2000 VALUE	20,462	21,492

TY 2013 Other Decreases Schedule

Name: BOERNER RN-CHARITIES TA

EIN: 25-6183569

Description	Amount
COST BASIS ADJ ROC - ABERDEEN	51
ADJUSTMENT DUE TO ROUNDING	1

TY 2013 Taxes Schedule

Name: BOERNER RN-CHARITIES TA

EIN: 25-6183569

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PRIOR YEAR BALAN	318	0		0
FEDERAL ESTIMATED TAX DEPOSITS	440	0		0
FOREIGN TAXES ON QUALIFIED FOR	155	155		0
FOREIGN TAXES ON NONQUALIFIED	117	117		0