



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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](http://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 ROBTJULIA JOHNSTON SCHOLARSHIP		<b>A Employer identification number</b> 25-6708312
Number and street (or P O box number if mail is not delivered to street address) 1100 WEHRLE DRIVE 2ND FLOOR	Room/suite	<b>B Telephone number (see instructions)</b> (716) 842-5506
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14221		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,310,633	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	23,851	23,510		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	77,762			
	<b>b</b> Gross sales price for all assets on line 6a 784,649				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		77,762		
	<b>8</b> Net short-term capital gain . . . . .			0	
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold . . . . .					
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .					
<b>11</b> Other income (attach schedule) . . . . .	138				
<b>12 Total.</b> Add lines 1 through 11 . . . . .	101,751	101,272			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	17,777	17,777		
	<b>14</b> Other employee salaries and wages . . . . .		0	0	0
	<b>15</b> Pension plans, employee benefits . . . . .		0	0	
	<b>16a</b> Legal fees (attach schedule) . . . . .				0
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .				0
	<b>17</b> Interest . . . . .				0
	<b>18</b> Taxes (attach schedule) (see instructions)	1,325	369		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . . .	0	0		
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .		0	0	
	<b>22</b> Printing and publications . . . . .		0	0	
	<b>23</b> Other expenses (attach schedule) . . . . .				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	19,102	18,146	0	0
	<b>25</b> Contributions, gifts, grants paid . . . . .	75,000			75,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	94,102	18,146	0	75,000	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	7,649				
<b>b Net investment income</b> (if negative, enter -0-)		83,126			
<b>c Adjusted net income</b> (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	<b>1</b>	Cash—non-interest-bearing . . . . .				
	<b>2</b>	Savings and temporary cash investments . . . . .	38,429	33,808	33,808	
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0	
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b>	Grants receivable . . . . .				
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0				
	<b>8</b>	Inventories for sale or use . . . . .				
	<b>9</b>	Prepaid expenses and deferred charges . . . . .				
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)				
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .				
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .				
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b>	Investments—mortgage loans . . . . .				
	<b>13</b>	Investments—other (attach schedule) . . . . .	1,169,046	1,181,293	1,276,825	
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b>	Other assets (describe ▶ _____)					
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,207,475	1,215,101	1,310,633		
Liabilities	<b>17</b>	Accounts payable and accrued expenses . . . . .				
	<b>18</b>	Grants payable . . . . .				
	<b>19</b>	Deferred revenue . . . . .				
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b>	Other liabilities (describe ▶ _____)				
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/>					
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b>	Unrestricted . . . . .				
	<b>25</b>	Temporarily restricted . . . . .				
	<b>26</b>	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/>					
	<b>and complete lines 27 through 31.</b>					
<b>27</b>	Capital stock, trust principal, or current funds . . . . .	1,207,475	1,215,101			
<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund					
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds					
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,207,475	1,215,101			
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,207,475	1,215,101			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	1,207,475
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	7,649
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	6
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,215,130
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	29
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	1,215,101

**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</b>	See Additional Data Table			
<b>b</b>				
<b>c</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</b>	See Additional Data Table			
<b>b</b>				
<b>c</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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }	<b>2</b>	77,762
<b>3</b>	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		}	<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 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	54,000	1,199,019	0.045037
2011	55,000	1,201,161	0.045789
2010	56,075	1,142,461	0.049083
2009	52,467	1,027,181	0.051079
2008	69,712	1,235,920	0.056405
<b>2</b>	<b>Total</b> of line 1, column (d).		<b>2</b> 0.247393
<b>3</b>	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		<b>3</b> 0.049479
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		<b>4</b> 1,251,779
<b>5</b>	Multiply line 4 by line 3.		<b>5</b> 61,937
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).		<b>6</b> 831
<b>7</b>	Add lines 5 and 6.		<b>7</b> 62,768
<b>8</b>	Enter qualifying distributions from Part XII, line 4.		<b>8</b> 75,000

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	831
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	831
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	831
<b>6</b>	Credits/Payments		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	1,912
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	1,912
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	1,081
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 416 <b>Refunded</b>	<b>11</b>	665

**Part VII-A Statements Regarding Activities**

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

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

<b>11</b>	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).	<b>11</b>		<b>No</b>		
<b>12</b>	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)	<b>12</b>		<b>No</b>		
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	<b>13</b>	<b>Yes</b>			
<b>14</b>	The books are in care of ▶ <u>MANUFACTURERS AND TRADERS BANK</u> Telephone no ▶ <u>(716) 842-5506</u> Located at ▶ <u>1100 WEHRLE DRIVE 2ND FLOOR BUFFALO NY</u> ZIP +4 ▶ <u>14221</u>					
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <table border="1"><tr><td><b>15</b></td><td></td></tr></table>	<b>15</b>				
<b>15</b>						
<b>16</b>	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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____	<b>16</b>	<b>Yes</b>	<b>No</b>		

**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.			<b>Yes</b>	<b>No</b>
<b>1a</b>	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <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>b</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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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>b</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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>		<b>No</b>
<b>c</b>	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____			
<b>3a</b>	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>b</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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ) . . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> 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</p> <p><b>(5)</b> 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</p> <p><b>b</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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> 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</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> 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</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>		
	<b>6b</b>		<b>No</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
MANUFACTURERS AND TRADERS BANK 1100 WEHRLE DRIVE 2ND FLOOR BUFFALO, NY 14221	TRUSTEE 1	17,777		

**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		
<b>Total</b> 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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	1,229,654
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	41,188
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	1,270,842
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	1,270,842
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	19,063
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	1,251,779
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	62,589

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

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	62,589
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	831
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	831
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	61,758
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	61,758
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	61,758

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	75,000
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	75,000
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	831
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	74,169

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				61,758
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			8,938	
<b>b</b> Total for prior years 2011, 20__, 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .	0			
<b>b</b> From 2009. . . . .	0			
<b>c</b> From 2010. . . . .	0			
<b>d</b> From 2011. . . . .	0			
<b>e</b> From 2012. . . . .	0			
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>75,000</u>				
<b>a</b> Applied to 2012, but not more than line 2a			8,938	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .				61,758
<b>e</b> Remaining amount distributed out of corpus	4,304			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,304			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a. . . . .	4,304			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .	0			
<b>b</b> Excess from 2010. . . . .	0			
<b>c</b> Excess from 2011. . . . .	0			
<b>d</b> Excess from 2012. . . . .	0			
<b>e</b> Excess from 2013. . . . .	4,304			

**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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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	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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>75,000</b>
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b>





**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 )
1229 158 ABERDEEN GLBL HIGH INC CL I		2011-12-28	2013-01-30
3655 151 ABERDEEN GLBL HIGH INC CL I		2012-08-31	2013-01-30
504 938 FEDERATED ULTRA SHORT BOND CL I		2012-08-31	2013-01-30
390 899 GUINNESS ATKINSON CHINA HONG KONG FD		2008-11-12	2013-01-30
270 629 GUINNESS ATKINSON GLOBAL ENERGY FUND		2012-08-31	2013-01-30
85 539 HARBOR INTERNATIONAL FUND #11		2011-02-04	2013-01-30
173 904 T ROWE PRICE LRG CAP GROWTH FD INST		2011-02-04	2013-01-30
372 ISHARES HIGH DIVIDEND ETF		2012-08-31	2013-01-30
251 169 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-02-04	2013-01-30
1473 619 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-02-04	2013-01-30
210 217 RS GLOBAL NATURAL RESOURCES FUND		2011-02-04	2013-01-30
982 028 WILMINGTON SHORT-TERM CORP BOND -I		2012-08-31	2013-01-30
467 929 WILMINGTON SMALL CAP GROWTH FUND -I		2012-08-31	2013-01-30
509 953 WILMINGTON MID CAP GROWTH FUND -I		2012-08-31	2013-01-30
2205 429 WILMINGTON LARGE CAP GROWTH FUND -I		2012-08-31	2013-01-30
440 017 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2013-01-30
521 603 LSV VALUE EQUITY FUND STRATEGY		2011-02-04	2013-08-13
51 233 FEDERATED ULTRA SHORT BOND CL I		2012-08-31	2013-08-13
29 406 GUINNESS ATKINSON CHINA HONG KONG FD		2012-08-31	2013-08-13
172 694 GUINNESS ATKINSON CHINA HONG KONG FD		2011-12-29	2013-08-13
96 429 T ROWE PRICE LRG CAP GROWTH FD INST		2011-02-04	2013-08-13
348 225 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-08-31	2013-08-13
1506 839 LAZARD EMRG MARKETS EQUITY FD CL-I		2011-12-28	2013-08-13
15 039 MORGAN STANLEY FOCUS GROWTH FD CL-I		2011-02-04	2013-08-13
35 645 RS GLOBAL NATURAL RESOURCES FUND		2012-12-13	2013-08-13
418 807 RS GLOBAL NATURAL RESOURCES FUND		2011-12-15	2013-08-13
2902 811 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2009-04-13	2013-08-13
4 102 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-08-31	2013-08-13
1043 689 WILMINGTON SHORT-TERM CORP BOND -I		2012-08-31	2013-08-13
68 812 WILMINGTON SMALL CAP GROWTH FUND -I		2012-08-31	2013-08-13

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
7 199 WILMINGTON MID CAP GROWTH FUND -I		2012-08-31	2013-08-13
2461 982 WILMINGTON LARGE CAP GROWTH FUND -I		2012-08-31	2013-08-13
1191 421 WILMINGTON LARGE CAP VALUE FUND -I		2012-08-31	2013-08-13
533 832 WILMINGTON MULTI-MGR INTERNATIONAL-I		2012-08-31	2013-08-13
1616 79 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2013-08-13
1216 895 LSV VALUE EQUITY FUND STRATEGY		2011-02-04	2013-11-04
55 196 DREYFUS INTERNATIONAL BOND CL I		2013-01-30	2013-11-04
26 736 DREYFUS INTERNATIONAL BOND CL I		2013-08-13	2013-11-04
1390 337 DREYFUS INTERNATIONAL BOND CL I		2012-08-31	2013-11-04
2657 926 FEDERATED ULTRA SHORT BOND CL I		2012-08-31	2013-11-04
194 276 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-08-31	2013-11-04
483 928 LAZARD EMRG MARKETS EQUITY FD CL-I		2013-01-30	2013-11-04
55 533 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-02-04	2013-11-04
666 933 MFS EMERGING MARKETS DEBT FUND - I		2011-02-04	2013-11-04
93 203 MORGAN STANLEY FOCUS GROWTH FD CL-I		2011-02-04	2013-11-04
771 412 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-30	2013-11-04
1106 295 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2011-09-01	2013-11-04
1840 461 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-01-30	2013-11-04
1249 199 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-08-31	2013-11-04
561 404 WELLS FARGO ADV EMRG MKT CL I		2013-08-13	2013-11-04
4227 53 WILMINGTON SHORT-TERM CORP BOND -I		2012-08-31	2013-11-04
1429 147 WILMINGTON SMALL CAP GROWTH FUND -I		2012-08-31	2013-11-04
565 144 WILMINGTON LARGE CAP GROWTH FUND -I		2012-12-04	2013-11-04
751 373 WILMINGTON LARGE CAP GROWTH FUND -I		2012-08-31	2013-11-04
109 366 WILMINGTON LARGE CAP VALUE FUND -I		2013-01-30	2013-11-04
3288 134 WILMINGTON LARGE CAP VALUE FUND -I		2012-08-31	2013-11-04
6878 139 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2013-11-04
CAPITAL GAIN DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
12,390		12,793	-403
36,844		35,481	1,363
4,656		4,656	
12,055		8,069	3,986
7,672		7,112	560
5,498		5,318	180
3,438		2,984	454
23,193		22,547	646
3,953		3,918	35
25,096		22,384	2,712
8,045		8,177	-132
10,115		10,135	-20
8,460		7,618	842
7,996		7,476	520
18,085		19,298	-1,213
4,365		4,506	-141
10,296		7,448	2,848
469		472	-3
846		768	78
4,967		4,847	120
2,233		1,655	578
6,439		6,474	-35
27,861		31,192	-3,331
733		580	153
1,329		1,292	37
15,613		16,272	-659
26,212		24,325	1,887
90		74	16
10,708		10,771	-63
1,462		1,120	342

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
130		106	24
23,093		21,542	1,551
14,595		12,295	2,300
3,897		3,401	496
15,505		16,556	-1,051
25,032		17,377	7,655
913		954	-41
442		440	2
23,010		22,891	119
24,347		24,506	-159
3,884		3,612	272
9,674		9,461	213
986		866	120
9,904		9,590	314
5,098		3,595	1,503
6,981		6,974	7
10,012		9,291	721
42,662		35,562	7,100
28,956		22,448	6,508
12,806		12,160	646
43,544		43,628	-84
32,413		23,267	9,146
5,634		4,448	1,186
7,491		6,575	916
1,383		1,214	169
41,595		33,934	7,661
66,718		70,432	-3,714
			22,825

**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	
			-403
			1,363
			3,986
			560
			180
			454
			646
			35
			2,712
			-132
			-20
			842
			520
			-1,213
			-141
			2,848
			-3
			78
			120
			578
			-35
			-3,331
			153
			37
			-659
			1,887
			16
			-63
			342

**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	
			24
			1,551
			2,300
			496
			-1,051
			7,655
			-41
			2
			119
			-159
			272
			213
			120
			314
			1,503
			7
			721
			7,100
			6,508
			646
			-84
			9,146
			1,186
			916
			169
			7,661
			-3,714

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WEST CHESTER UNIVERSITY 624S HIGH ST WEST CHESTER, PA 19383	NONE	PC	SCHOLARSHIP GRANT	6,000
TEMPLE UNIVERSITY 1801 N BROAD ST PHILADELPHIA, PA 191226096	NONE	PC	SCHOLARSHIP GRANT	3,000
IUP 1011 SOUTH DR INDIANA, PA 15705	NONE	PC	SCHOLARSHIP GRANT	6,000
SHIPPENSBURG UNIVERSITY 1871 OLD MAIN DRIVE SHIPPENSBURG, PA 17257	NONE	PC	SCHOLARSHIP GRANT	18,000
MARYMOUNT MANHATTAN COLLEGE 221 E 71ST NEW YORK, NY 10021	NONE	PC	SCHOLARSHIP GRANT	3,000
BRIDGEWATER COLLEGE 402 E COLLEGE ST BRIDGEWATER, CA 22812	NONE	PC	SCHOLARSHIP GRANT	3,000
CLARION UNIVERSITY OF PA 840 WOOD ST CLARION, PA 16214	NONE	PC	SCHOLARSHIP GRANT	3,000
SLIPPERY ROCK UNIV OF PA 103 OLD MAIN ADM BLDG SLIPPERY ROCK, PA 16057	NONE	PC	SCHOLARSHIP GRANT	3,000
PENN STATE UNIV UNIV DRIVE ST COLLEGE, PA 16802	NONE	PC	SCHOLARSHIP GRANT	12,000
LANCASTER GENERAL COLLEGE 401 N LIME ST LANCASTER, PA 17602	NONE	PC	SCHOLARSHIP GRANT	3,000
SHEPHERD UNIVERSITY 301 N KING STREET SHEPHERDSTOWN, WV 25443	NONE	PC	SCHOLARSHIP GRANT	3,000
YORK COLLEGE OF PA 441 COUNTRY CLUB RD YORK, PA 17403	NONE	PC	SCHOLARSHIP GRANT	6,000
VIRGINIA MILITARY INSTITUTE 309 LETCHER AVE LEXINGTON, VA 24450	NONE	PC	SCHOLARSHIP GRANT	6,000
<b>Total . . . . .</b>				<b>75,000</b>

**TY 2013 Investments - Other Schedule**

**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP

**EIN:** 25-6708312

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FEDERATED ULTRA SHORT BD FD			
DREYFUS INT'L BD			
RIDGEWORTH SEIX	AT COST	31,719	31,790
GUINNESS ATKINS			
MFS EMERGING MARKETS	AT COST	66,433	62,144
ARTIO GLOBAL			
LSV VALUE	AT COST	47,568	67,218
MORGAN STANLEY SMALL CO GROW	AT COST	55,857	54,781
RS GLOBAL NATURAL			
T ROWE PRICE			
T ROWE PRICE LGE CAP GROW INST	AT COST	35,460	54,003
HARBOR INT'L FD	AT COST	79,632	89,820
LAZARD			
LITMAN GREGORY MASTERS	AT COST	49,246	55,604
MAINSTAY EPOCH			
MORGAN STANLEY FOCUS	AT COST	61,213	82,901
WILMINGTON BROAD MRKT	AT COST	81,739	75,492
WILMINGTON SHORT TERM	AT COST	39,808	39,349
TIAA CREF			
WILMINGTON LARGE CAP GRWTH			
WILMINGTON LARGE CAP VALUE			
WILMINGTON MID CAP GRWTH	AT COST	58,559	74,967
WILMINGTON MULTI MNGR REAL ASE	AT COST	65,535	63,525
WILMINGTON SMALL CAP GRWTH			
GUINNESS ATKINSON CHINA			
WILMINGTON MULTI MNGR INT'L	AT COST	102,398	117,633
ISHARES HIGH			
DWS FLOATING RATE FUND	AT COST	31,780	31,780
FPA NEW INCOME FUND	AT COST	27,944	27,701
SCOUT UNCONSTRAINED BOND FD	AT COST	67,743	67,629

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
DIAMOND HILL LARGE-CAP FD	AT COST	66,007	65,470
STERLING CAPITAL MID-CAP VALUE	AT COST	75,451	74,956
WILMINGTON MULTI MNGR ALT	AT COST	64,246	64,188
MFS INTL NEW DISCOVERY FUND	AT COST	44,914	46,422
ISHARES RUSSELL 2000 VALUE ETF	AT COST	28,041	29,452

**TY 2013 Other Decreases Schedule**

**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP

**EIN:** 25-6708312

Description	Amount
BASIS ADJUST FOR ROC ON ABERDEEN GLBL FUND	29

## TY 2013 Other Income Schedule

**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP

**EIN:** 25-6708312

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
-------------	--------------------------------	-----------------------	---------------------

### TY 2013 Other Increases Schedule

**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP

**EIN:** 25-6708312

Description	Amount
ROUNDING OF SALES	6

## TY 2013 Taxes Schedule

**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP

**EIN:** 25-6708312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATED TAX DEPOSITS	956	0		0
FOREIGN TAXES ON QUALIFIED FOR	210	210		0
FOREIGN TAXES ON NONQUALIFIED	159	159		0