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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](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 GODSEY FOUNDATION INC		<b>A Employer identification number</b>  26-3915186	
Number and street (or P O box number if mail is not delivered to street address) 15208 GULF BOULEVARD NO 304		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code MADEIRA BEACH, FL 33708		<b>B Telephone number</b> (see instructions)  (423) 756-0052	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>C</b> If exemption application is pending, check here <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>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>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,171,026		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	1	1	1	
	4 Dividends and interest from securities. . . . .	25,743	25,743	25,743	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	30,755			
	b Gross sales price for all assets on line 6a 1,071,648				
	7 Capital gain net income (from Part IV , line 2) . . .		30,755		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	56,499	56,499	25,744	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	1,250	1,250	0	0
	c Other professional fees (attach schedule) . . . . .	14,112	14,112	0	0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,013	1,013	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .				
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	16,375	16,375	0	0
	25 Contributions, gifts, grants paid . . . . .	146,750			146,750
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	163,125	16,375	0	146,750
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-106,626			
	b <b>Net investment income</b> (if negative, enter -0-)		40,124		
	c <b>Adjusted net income</b> (if negative, enter -0-)			25,744	

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 . . . . .	341,160	29,450	29,450
	2	Savings and temporary cash investments . . . . .	754,742	959,826	1,141,576
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .			
	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) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,095,902	989,276	1,171,026
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .	1,095,902	989,276	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,095,902	989,276	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,095,902	989,276	

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	1,095,902
2	Enter amount from Part I, line 27a . . . . .	2	-106,626
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	989,276
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	989,276

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	30,755
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	-3,783

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	165,635	881,345	0 187934
2011	150,700	996,489	0 151231
2010	67,701	1,006,129	0 067289
2009	59,753	982,180	0 060837
2008	0	467,875	0 000000

2	Total of line 1, column (d). . . . .	2	0 467291
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 093458
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	874,845
5	Multiply line 4 by line 3. . . . .	5	81,761
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	401
7	Add lines 5 and 6. . . . .	7	82,162
8	Enter qualifying distributions from Part XII, line 4. . . . .  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	146,750

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	401
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)					
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	401
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	401
6		Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b	Exempt foreign organizations—tax withheld at source . . . . .	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000		
d	Backup withholding erroneously withheld . . . . .	6d			
7		Total credits and payments. Add lines 6a through 6d. . . . .		7	1,000
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	599
11		Enter the amount of line 10 to be Credited to 2014 estimated tax 599 Refunded		11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . 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.	1b		No
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 \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.	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		No
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): TN			
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 N/A				
14	The books are in care of DONALD W GODSEY Telephone no (423) 756-0052 Located at 15208 GULF BOULEVARD UNIT 304 MADEIRA BEACH FL ZIP +4 33708			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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? If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
DONALD W GODSEY	PRESIDENT	0	0	0
15208 GULF BOULEVARD UNIT 304 MADEIRA BEACH,FL 33708	0 00			
JOYCE GODSEY	TREASURER	0	0	0
15208 GULF BOULEVARD UNIT 304 MADEIRA BEACH,FL 33708	0 00			
GEOFFREY G YOUNG	SECRETARY	0	0	0
832 GEORGIA AVENUE CHATTANOOGA,TN 37402	0 00			
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 . . . . .	0



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	857,284
b	Average of monthly cash balances. . . . .	1b	30,884
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	888,168
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	888,168
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	13,323
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	874,845
6	Minimum investment return. Enter 5% of line 5. . . . .	6	43,742

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	43,742
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	401
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	401
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	43,341
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	43,341
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	43,341

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	146,750
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	146,750
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	401
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	146,349
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				43,341
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .	11,074			
c From 2010. . . . .	19,193			
d From 2011. . . . .	101,680			
e From 2012. . . . .	122,298			
f Total of lines 3a through e. . . . .	254,245			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 146,750				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2013 distributable amount. . . . .				43,341
e Remaining amount distributed out of corpus	103,409			
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	357,654			
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 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	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 . . . . .	357,654			
10 Analysis of line 9				
a Excess from 2009. . . .	11,074			
b Excess from 2010. . . .	19,193			
c Excess from 2011. . . .	101,680			
d Excess from 2012. . . .	122,298			
e Excess from 2013. . . .	103,409			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

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)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	146,750
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



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ALPS TR BARRON 400 ETF	P	2013-10-28	2013-12-27
AMERICAN TOWER CORP REIT	P	2013-09-27	2013-12-27
CISCO SYSTEMS INC	P	2012-06-14	2013-03-27
EXPRESS SCRIPTS HLDG CO	P	2012-12-06	2013-03-27
EXPRESS SCRIPTS HLDG CO	P	2012-12-06	2013-06-27
GENL ELECTRIC CO	P	2012-06-14	2013-01-22
ISHARES GOLD TRUST ETF	P	2012-09-18	2013-01-22
ISHARES GOLD TRUST ETF	P	2012-09-18	2013-03-18
ISHARES GOLD TRUST ETF	P	2013-01-02	2013-03-18
ISHARES GOLD TRUST ETF	P	2013-01-02	2013-03-18
ISHARES GOLD TRUST ETF	P	2013-01-02	2013-03-18
ISHARES IBOX \$ INVT GRADE CORPORATE BOND ETF	P	2013-01-02	2013-06-25
ISHARES INTER CREDIT BOND ETF	P	2013-01-02	2013-09-26
ISHARES MSCI JAPAN ETF	P	2013-01-02	2013-08-20
ISHARES MSCI PAC EX JAPAN ETF	P	2013-01-02	2013-04-02
ISHARES RUSSELL MID-CAP VALUE ETF	P	2013-01-02	2013-06-25
ISHARES RUSSELL MID-CAP VALUE ETF	P	2013-04-02	2013-06-25
ISHARES RUSSELL MID-CAP VALUE ETF	P	2013-09-26	2013-09-27
ISHARES RUSSELL MID-CAP VALUE ETF	P	2013-09-26	2013-12-27
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2013-01-02	2013-06-25
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2013-04-02	2013-06-25
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2013-09-26	2013-09-27
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2013-09-26	2013-12-27
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2012-11-13	2013-09-26
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2013-01-02	2013-09-26
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2013-01-02	2013-09-27
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2013-01-02	2013-12-23
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2013-01-02	2013-12-27
ISHARES 1-3 YEAR CREDIT BOND ETF	P	2013-06-25	2013-06-27
ISHARES 1-3 YEAR CREDIT BOND ETF	P	2013-06-25	2013-09-26

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ISHARES 1-3 YEAR CREDIT BOND ETF	P	2013-06-25	2013-09-27
ISHARES 1-3 YEAR CREDIT BOND ETF	P	2013-06-25	2013-12-27
MARKET VECTORS WIDE MOAT ETF	P	2013-10-28	2013-12-27
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2013-01-02	2013-04-02
POWERSHARES ETF TRUST II	P	2013-04-02	2013-06-27
POWERSHARES ETF TRUST II	P	2013-04-02	2013-09-26
POWERSHARES ETF TRUST II	P	2013-04-02	2013-09-27
POWERSHARES ETF TRUST II	P	2013-06-06	2013-09-27
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2012-11-13	2013-01-22
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2012-11-13	2013-01-24
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-01-02	2013-01-24
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-01-02	2013-01-24
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-01-02	2013-01-24
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-03-13	2013-03-27
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-03-13	2013-06-06
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-12	2013-06-27
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-12	2013-09-26
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-12	2013-09-26
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-12	2013-09-27
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-12	2013-10-11
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-25	2013-10-11
SPDR BARCLAYS 1-3 MTH T-BILL ETF	P	2013-06-25	2013-10-11
TECHNOLOGY SECTOR SPDR TRUST SHS	P	2012-02-22	2013-01-22
TECHNOLOGY SECTOR SPDR TRUST SHS	P	2013-01-02	2013-09-27
TECHNOLOGY SECTOR SPDR TRUST SHS	P	2013-09-26	2013-09-27
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2013-01-02	2013-09-26
VANGUARD EXTD MKT ETF	P	2013-10-17	2013-12-27
VANGUARD INDEX FUNDS VANGUARD VALUE ETF	P	2013-01-02	2013-10-28
VANGUARD INDEX FUNDS VANGUARD VALUE ETF	P	2013-09-26	2013-10-28
VANGUARD INDEX FUNDS VANGUARD VALUE ETF	P	2013-09-26	2013-12-27



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VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2013-01-02	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2013-09-26	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2013-09-26	2013-12-27
VANGUARD TOTAL STOCK MKT ETF	P	2013-01-24	2013-03-27
VANGUARD TOTAL STOCK MKT ETF	P	2013-01-24	2013-06-12
VANGUARD TOTAL STOCK MKT ETF	P	2013-01-24	2013-09-27
VANGUARD TOTAL STOCK MKT ETF	P	2013-01-24	2013-10-17
VANGUARD TOTAL STOCK MKT ETF	P	2013-09-26	2013-10-17
WISDOMTREE TRUST JAPAN HEDGED EQUITY FD	P	2013-08-20	2013-12-27
ANADARKO PETROLEUM CORP	P	2009-06-29	2013-01-22
ANADARKO PETROLEUM CORP	P	2009-06-29	2013-12-27
ANALOG DEVICES INC	P	2010-05-07	2013-01-22
ANALOG DEVICES INC	P	2010-05-07	2013-12-27
APPLE INC	P	2009-12-03	2013-01-22
APPLE INC	P	2009-12-03	2013-09-27
APPLE INC	P	2009-12-03	2013-12-27
AT&T INC	P	2009-06-29	2013-01-22
APPLE INC	P	2009-06-29	2013-03-27
APPLE INC	P	2009-06-29	2013-12-27
CELGENE CORP	P	2010-12-20	2013-03-27
CELGENE CORP	P	2010-12-20	2013-09-27
CHEVRON CORP	P	2009-06-29	2013-01-22
CHEVRON CORP	P	2009-06-29	2013-12-27
CISCO SYSTEMS INC	P	2012-06-14	2013-06-27
CISCO SYSTEMS INC	P	2012-06-14	2013-12-27
COCA COLA CO COM	P	2009-06-29	2013-03-27
COCA COLA CO COM	P	2009-06-29	2013-06-27
COCA COLA CO COM	P	2009-06-29	2013-12-27
COMCAST CORP NEW CL A	P	2010-07-09	2013-01-22
COMCAST CORP NEW CL A	P	2010-07-09	2013-03-27

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COMCAST CORP NEW CL A	P	2010-07-09	2013-09-27
COMCAST CORP NEW CL A	P	2010-07-09	2013-12-27
CSX CORPORATION	P	2009-12-03	2013-01-22
EMC CORP MASS	P	2010-07-09	2013-03-27
EMC CORP MASS	P	2010-07-09	2013-12-27
EXPRESS SCRIPTS HLDG CO	P	2012-12-06	2013-12-27
EXXON MOBIL CORP	P	2009-06-29	2013-01-22
EXXON MOBIL CORP	P	2009-06-29	2013-03-27
EXXON MOBIL CORP	P	2009-06-29	2013-12-27
FEDEX CORP	P	2010-11-05	2013-01-22
FEDEX CORP	P	2010-11-05	2013-06-27
FEDEX CORP	P	2010-11-05	2013-12-27
GENL ELECTRIC CO	P	2010-11-05	2013-06-27
GENL ELECTRIC CO	P	2012-06-14	2013-09-27
GENL ELECTRIC CO	P	2012-06-14	2013-12-27
INTEL CORP	P	2012-06-14	2013-03-27
INTEL CORP	P	2011-11-28	2013-12-27
"INTERCONTINENTALEXCHANGE INC *NAME	P	2011-11-28	2013-01-22
CHANGE-EFF-11/2013 *"	P	2010-07-09	2013-06-27
"INTERCONTINENTALEXCHANGE INC *NAME	P	2010-07-09	2013-12-27
INTERCONTINENTALEXCHANGE GROUP COM	P	2010-07-09	2013-01-22
INTERCONTINENTALEXCHANGE GROUP COM	P	2009-06-29	2013-12-27
INTL BUSINESS MACH	P	2009-06-29	2013-01-22
INTL BUSINESS MACH	P	2009-07-01	2013-03-27
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-07-01	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-07-01	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-07-31	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-09-16	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-12-21	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2010-07-22	2013-06-25

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ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2010-09-01	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2011-01-12	2013-06-25
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2011-10-13	2013-01-22
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF	P	2009-07-01	2013-03-27
ISHARES INTER CREDIT BOND ETF	P	2009-07-01	2013-06-27
ISHARES INTER CREDIT BOND ETF	P	2009-07-01	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2009-07-01	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2009-07-31	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2009-09-16	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2009-12-21	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2010-07-22	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2010-09-01	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2011-01-12	2013-09-26
ISHARES INTER CREDIT BOND ETF	P	2011-10-13	2013-01-22
ISHARES INTER CREDIT BOND ETF	P	2011-12-07	2013-03-27
ISHARES MSCI EAFE ETF	P	2011-12-07	2013-06-27
ISHARES MSCI EAFE ETF	P	2011-12-07	2013-09-27
ISHARES MSCI EAFE ETF	P	2011-12-07	2013-12-27
ISHARES MSCI EAFE ETF	P	2011-12-07	2013-01-22
ISHARES MSCI EAFE ETF	P	2010-01-12	2013-03-27
ISHARES MSCI JAPAN ETF	P	2010-01-12	2013-08-20
ISHARES MSCI JAPAN ETF	P	2010-01-12	2013-08-20
ISHARES MSCI JAPAN ETF	P	2011-01-12	2013-08-20
ISHARES MSCI JAPAN ETF	P	2011-03-24	2013-08-20
ISHARES MSCI JAPAN ETF	P	2011-10-13	2013-08-20
ISHARES MSCI JAPAN ETF	P	2011-10-13	2013-01-22
ISHARES MSCI JAPAN ETF	P	2010-01-12	2013-04-02
ISHARES MSCI PAC EX JAPAN ETF	P	2010-01-12	2013-04-02
ISHARES MSCI PAC EX JAPAN ETF	P	2011-01-12	2013-04-02
ISHARES MSCI PAC EX JAPAN ETF	P	2011-10-13	2013-04-02

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ISHARES MSCI PAC EX JAPAN ETF	P	2011-03-24	2013-01-22
ISHARES MSCI PAC EX JAPAN ETF	P	2011-03-24	2013-06-25
ISHARES RUSSELL MID-CAP VALUE ETF	P	2011-10-13	2013-06-25
ISHARES RUSSELL MID-CAP VALUE ETF	P	2011-10-13	2013-06-25
ISHARES RUSSELL MID-CAP VALUE ETF	P	2011-03-24	2013-03-27
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2011-03-24	2013-06-25
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2011-10-13	2013-06-25
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2011-10-13	2013-06-25
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2011-06-08	2013-01-22
ISHARES RUSSELL MID-CAP GROWTH ETF	P	2011-06-08	2013-03-27
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2011-06-08	2013-06-25
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2011-06-08	2013-06-27
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2011-06-08	2013-09-26
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2011-08-05	2013-09-26
ISHARES TR CORE TOTAL US BOND MKT ETF	P	2011-10-13	2013-09-26
JOHNSON & JOHNSON COM	P	2009-06-29	2013-03-27
JOHNSON & JOHNSON COM	P	2009-06-29	2013-12-27
JPMORGAN CHASE & CO	P	2009-06-29	2013-01-22
JPMORGAN CHASE & CO	P	2009-06-29	2013-06-27
JPMORGAN CHASE & CO	P	2009-06-29	2013-09-27
JPMORGAN CHASE & CO	P	2009-06-29	2013-12-27
JPMORGAN CHASE & CO	P	2009-07-31	2013-12-27
MCDONALDS CORP	P	2009-06-29	2013-01-22
MCDONALDS CORP	P	2009-06-29	2013-06-27
MCDONALDS CORP	P	2009-06-29	2013-12-27
MEDTRONIC INC	P	2011-04-14	2013-01-22
MEDTRONIC INC	P	2011-04-14	2013-09-27
MEDTRONIC INC	P	2011-04-14	2013-12-27
MERCK & CO INC NEW COM	P	2010-07-09	2013-01-22
MERCK & CO INC NEW COM	P	2010-07-09	2013-12-27

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METLIFE INC	P	2010-12-10	2013-01-22
METLIFE INC	P	2010-12-10	2013-12-27
MICROSOFT CORP	P	2009-06-29	2013-03-27
NOVARTIS AG SPON ADR	P	2009-06-29	2013-06-27
NOVARTIS AG SPON ADR	P	2009-06-29	2013-12-27
OCCIDENTAL PETROLEUM CRP	P	2009-06-29	2013-03-27
OCCIDENTAL PETROLEUM CRP	P	2009-06-29	2013-12-27
PEPSICO INC	P	2009-06-29	2013-01-22
PEPSICO INC	P	2009-06-29	2013-03-27
PEPSICO INC	P	2009-06-29	2013-06-27
PEPSICO INC	P	2009-06-29	2013-12-27
PNC FINANCIAL SERVICES GROUP	P	2011-04-14	2013-01-22
PNC FINANCIAL SERVICES GROUP	P	2011-04-14	2013-09-27
PNC FINANCIAL SERVICES GROUP	P	2011-04-14	2013-12-27
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2010-09-30	2013-01-22
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2010-09-30	2013-03-27
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2010-09-30	2013-04-02
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2011-01-12	2013-04-02
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2011-10-13	2013-04-02
POWERSHARES EMERGING MARKETS SOVEREIGN DEBT	P	2011-10-13	2013-04-02
SCHLUMBERGER LTD NETHERLANDS ANTILLES	P	2010-03-10	2013-01-22
SCHLUMBERGER LTD NETHERLANDS ANTILLES	P	2010-03-10	2013-09-27
SCHLUMBERGER LTD NETHERLANDS ANTILLES	P	2010-03-10	2013-12-27
TECHNOLOGY SECTOR SPDR TRUST SHS	P	2012-02-22	2013-03-27
TECHNOLOGY SECTOR SPDR TRUST SHS	P	2012-02-22	2013-09-27
TEVA PHARMACEUTICALS IND LTD ISRAEL ADR	P	2009-06-29	2013-06-27
THERMO FISHER SCIENTIFIC INC	P	2009-06-29	2013-01-22
THERMO FISHER SCIENTIFIC INC	P	2009-06-29	2013-06-27
THERMO FISHER SCIENTIFIC INC	P	2009-06-29	2013-12-27
TJX COS INC NEW	P	2011-11-28	2013-01-22

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 )
TJX COS INC NEW	P	2011-11-28	2013-06-27
TJX COS INC NEW	P	2011-11-28	2013-12-27
TRAVELERS COS INC/THE	P	2009-06-29	2013-01-22
TRAVELERS COS INC/THE	P	2009-06-29	2013-12-27
UNTD TECHNOLOGIES CORP	P	2009-06-29	2013-01-22
UNTD TECHNOLOGIES CORP	P	2009-06-29	2013-03-27
UNTD TECHNOLOGIES CORP	P	2009-06-29	2013-09-27
UNTD TECHNOLOGIES CORP	P	2009-06-29	2013-12-27
US BANCORP DEL (NEW)	P	2011-02-11	2013-01-22
US BANCORP DEL (NEW)	P	2011-02-11	2013-12-27
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2010-09-01	2013-01-22
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2010-09-01	2013-03-27
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2010-09-01	2013-06-27
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2010-09-01	2013-09-26
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2011-01-12	2013-09-26
VANGUARD BD INDEX FD INC INTER TERM BOND ETF	P	2011-10-13	2013-09-26
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-01-22
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-03-27
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-06-25
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-06-27
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-09-27
VANGUARD FTSE EUROPE ETF	P	2010-01-12	2013-12-27
VANGUARD INDEX FUNDS VANGUARD VALUE ETF	P	2010-01-12	2013-01-22
VANGUARD INDEX FUNDS VANGUARD VALUE ETF	P	2010-01-12	2013-03-27
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-09-27
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2011-01-12	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2011-10-13	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-01-22
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-03-27

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 )
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-09-27
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2010-01-12	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2011-01-12	2013-10-28
VANGUARD INDEX FUNDS VANGUARD GROWTH ETF	P	2011-10-13	2013-10-28
WALT DISNEY CO (HOLDING CO) DISNEY COM	P	2009-06-29	2013-01-22
WALT DISNEY CO (HOLDING CO) DISNEY COM	P	2009-06-29	2013-03-27
WALT DISNEY CO (HOLDING CO) DISNEY COM	P	2009-06-29	2013-12-27
YUM! BRANDS INC	P	2009-06-29	2013-01-22
YUM! BRANDS INC	P	2009-06-29	2013-06-27
YUM! BRANDS INC	P	2009-06-29	2013-12-27
3M CO	P	2010-07-09	2013-03-27
3M CO	P	2010-07-09	2013-09-27
3M CO	P	2010-07-09	2013-12-27

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)
594		569	25
550		522	28
498		407	91
348		323	25
373		323	50
330		294	36
2,321		2,321	0
35,584		39,447	-3,863
2,195		2,428	-233
1,012		1,139	-127
11,846		12,503	-657
15,880		17,218	-1,338
10,358		10,672	-314
7,845		6,931	914
5,633		5,382	251
2,902		2,602	300
5,689		5,656	33
428		430	-2
458		430	28
1,059		958	101
12,985		12,744	241
392		393	-1
419		393	26
65,888		69,034	-3,146
28,391		29,410	-1,019
1,395		1,443	-48
22,319		23,195	-876
426		444	-18
1,154		1,151	3
30,702		30,558	144



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)
737		733	4
1,159		1,151	8
431		420	11
9,682		10,227	-545
3,114		3,114	0
27,219		27,657	-438
1,383		1,407	-24
939		948	-9
1,969		1,969	0
38,471		38,489	-18
1,969		1,971	-2
1,282		1,283	-1
12,641		12,645	-4
1,832		1,833	-1
48,912		48,912	0
2,382		2,382	0
21,202		21,218	-16
1,603		1,603	0
2,518		2,520	-2
25,173		25,205	-32
2,380		2,383	-3
52,314		52,361	-47
264		257	7
2,156		1,982	174
2,252		2,273	-21
18,246		19,330	-1,084
494		474	20
4,390		3,588	802
9,512		9,167	345
609		564	45

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)
5,480		4,497	983
9,641		9,305	336
740		683	57
1,450		1,390	60
52,363		48,559	3,804
616		540	76
4,422		3,783	639
17,689		17,327	362
1,103		988	115
397		229	168
556		321	235
387		252	135
558		308	250
1,004		397	607
481		198	283
560		198	362
337		252	85
219		151	68
528		378	150
1,017		534	483
770		297	473
463		267	196
627		334	293
369		255	114
616		475	141
522		315	207
403		242	161
488		291	197
238		108	130
457		198	259

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)
357		144	213
414		144	270
312		243	69
382		310	72
200		155	45
847		646	201
453		353	100
272		212	60
609		423	186
301		269	32
297		269	28
861		539	322
280		235	45
407		333	74
362		254	108
526		564	-38
640		588	52
267		213	54
360		213	147
449		213	236
391		212	179
556		318	238
2,052		1,694	358
1,799		1,495	304
13,979		12,455	1,524
4,585		4,265	320
2,796		2,647	149
335		316	19
1,118		1,095	23
7,493		7,490	3

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)
2,348		2,289	59
3,914		3,915	-1
1,335		1,180	155
1,000		885	115
1,293		1,180	113
216		197	19
5,719		5,374	345
3,561		3,390	171
432		415	17
1,295		1,273	22
3,345		3,330	15
2,697		2,639	58
4,963		4,894	69
2,962		2,619	343
1,055		924	131
574		514	60
2,573		2,054	519
2,062		1,592	470
536		566	-30
983		936	47
2,034		1,862	172
360		357	3
14,140		13,334	806
652		593	59
1,360		1,159	201
823		724	99
11,017		9,415	1,602
598		560	38
449		395	54
1,097		900	197

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)
427		378	49
6,088		5,054	1,034
284		235	49
910		648	262
277		239	38
1,129		955	174
282		237	45
635		478	157
8,871		8,614	257
7,750		7,538	212
21,889		22,182	-293
5,462		5,492	-30
3,107		3,123	-16
50,247		50,910	-663
16,285		16,593	-308
487		341	146
553		341	212
325		241	84
479		310	169
470		310	160
232		138	94
116		76	40
372		229	143
298		172	126
484		286	198
415		366	49
371		285	86
402		285	117
302		254	48
398		290	108

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)
371		439	-68
647		526	121
340		287	53
422		246	176
482		246	236
313		262	51
474		328	146
361		274	87
313		219	94
489		328	161
909		602	307
372		372	0
363		310	53
234		186	48
1,244		1,117	127
802		754	48
18,887		17,705	1,182
1,072		962	110
775		737	38
1,698		1,535	163
545		448	97
355		256	99
449		320	129
242		229	13
5,309		4,721	588
427		538	-111
348		209	139
511		251	260
885		335	550
491		329	162

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)
550		329	221
1,266		598	668
546		287	259
719		329	390
524		314	210
278		157	121
437		209	228
226		105	121
296		256	40
323		227	96
2,378		2,317	61
968		944	24
2,337		2,403	-66
29,244		30,119	-875
4,249		4,217	32
7,165		7,454	-289
2,603		2,601	2
730		750	-20
22,689		23,760	-1,071
919		950	-31
3,233		2,951	282
1,982		1,701	281
557		440	117
261		196	65
1,263		880	383
5,195		3,471	1,724
878		655	223
3,000		2,018	982
667		485	182
463		323	140

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)
4,588		2,911	1,677
3,627		2,210	1,417
974		690	284
2,919		1,974	945
315		143	172
395		166	229
223		71	152
327		167	160
486		234	252
370		167	203
421		327	94
360		241	119
417		245	172



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	
			25
			28
			91
			25
			50
			36
			0
			-3,863
			-233
			-127
			-657
			-1,338
			-314
			914
			251
			300
			33
			-2
			28
			101
			241
			-1
			26
			-3,146
			-1,019
			-48
			-876
			-18
			3
			144

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	
			4
			8
			11
			-545
			0
			-438
			-24
			-9
			0
			-18
			-2
			-1
			-4
			-1
			0
			0
			-16
			0
			-2
			-32
			-3
			-47
			7
			174
			-21
			-1,084
			20
			802
			345
			45

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	
			983
			336
			57
			60
			3,804
			76
			639
			362
			115
			168
			235
			135
			250
			607
			283
			362
			85
			68
			150
			483
			473
			196
			293
			114
			141
			207
			161
			197
			130
			259

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	
			213
			270
			69
			72
			45
			201
			100
			60
			186
			32
			28
			322
			45
			74
			108
			-38
			52
			54
			147
			236
			179
			238
			358
			304
			1,524
			320
			149
			19
			23
			3

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	
			59
			-1
			155
			115
			113
			19
			345
			171
			17
			22
			15
			58
			69
			343
			131
			60
			519
			470
			-30
			47
			172
			3
			806
			59
			201
			99
			1,602
			38
			54
			197

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	
			49
			1,034
			49
			262
			38
			174
			45
			157
			257
			212
			-293
			-30
			-16
			-663
			-308
			146
			212
			84
			169
			160
			94
			40
			143
			126
			198
			49
			86
			117
			48
			108

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	
			-68
			121
			53
			176
			236
			51
			146
			87
			94
			161
			307
			0
			53
			48
			127
			48
			1,182
			110
			38
			163
			97
			99
			129
			13
			588
			-111
			139
			260
			550
			162

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	
			221
			668
			259
			390
			210
			121
			228
			121
			40
			96
			61
			24
			-66
			-875
			32
			-289
			2
			-20
			-1,071
			-31
			282
			281
			117
			65
			383
			1,724
			223
			982
			182
			140



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	
			1,677
			1,417
			284
			945
			172
			229
			152
			160
			252
			203
			94
			119
			172

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>				
AMERICAN LUNG ASSOCIATION 1301 PENNSYLVANIA AVE WASHINGTON,DC 20004	NONE	NONE	GENERAL UNRESTRICTED	1,500
BIBLE STUDY FELLOWSHIP 19001 HUEBNER ROAD SAN ANTONIO,TX 782584019	NONE	NONE	GENERAL UNRESTRICTED	500
HIXSON UNITED METHODIST 5301 OLD HIXSON PIKE HIXSON,TN 37343	NONE	NONE	GENERAL UNRESTRICTED	102,250
MEMORIAL HEALTHCARE FOUNDATION 2525 DESALES AVENUE CHATTANOOGA,TN 37404	NONE	NONE	GENERAL UNRESTRICTED	40,000
ZOE MCDONOUGH FOUNDATION PO BOX 21821 CHATTANOOGA,TN 37424	NONE	NONE	GENERAL UNRESTRICTED	2,500
<b>Total . . . . .</b>  <b>3a</b>				146,750

## TY 2013 Accounting Fees Schedule

**Name:** GODSEY FOUNDATION INC

**EIN:** 26-3915186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,250	1,250	0	0

## TY 2013 Other Professional Fees Schedule

**Name:** GODSEY FOUNDATION INC

**EIN:** 26-3915186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT AND OTHER FEES	14,112	14,112	0	0

**TY 2013 Taxes Schedule****Name:** GODSEY FOUNDATION INC**EIN:** 26-3915186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	46	46	0	0
OTHER TAXES	967	967	0	0