990-PF

ment of the Treasury
l 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.

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

OMB No 1545-0052

2013

Open to Public Inspection

lendar year 2013 or tax year beginning , and ending

e of foundation HE GEORGE F. JEWETT FOUNDATION	A Employer identification number 27-3409281
er and street (or P O box number if mail is not delivered to street address) /O FCI, 30 EAST 7TH ST, SUITE 2000 — Room/suite	B Telephone number 6512280935
or town, state or province, country, and ZIP or foreign postal code T PAUL, MN 55101-4930	C If exemption application is pending, check here ▶☐
eck all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐
eck type of organization: ☒ Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐
market value of all assets at end of year *m Part II, col. (c), line 16)* $ 26,936,736. — J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

t I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	613,455.	510,185.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,076,835.			STATEMENT 1
b	Gross sales price for all assets on line 6a 5,768,006.				
7	Capital gain net income (from Part IV, line 2)		1,365,765.		
8	Net short-term capital gain				
9	Income modifications				
0a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
1	Other income	66,619.	161,837.		STATEMENT 3
	Total. Add lines 1 through 11	1,756,909.	2,037,787.		
	Compensation of officers, directors, trustees, etc	0.	0.		0.
	Other employee salaries and wages	43,103.	0.		43,103.
	Pension plans, employee benefits				
a	Legal fees STMT 4	4,187.	0.		4,187.
b	Accounting fees STMT 5	82,976.	39,988.		41,488.
	Other professional fees STMT 6	325.	0.		325.
	Interest		8,230.		
	Taxes STMT 7	62,669.	11,154.		3,075.
	Depreciation and depletion				
	Occupancy	8,717.	0.		8,717.
	Travel, conferences, and meetings				
	Printing and publications				
	Other expenses STMT 8	24,562.	103,013.		24,348.
	Total operating and administrative expenses. Add lines 13 through 23	226,539.	162,385.		125,243.
	Contributions, gifts, grants paid	1,076,000.			1,076,000.
	Total expenses and disbursements. Add lines 24 and 25	1,302,539.	162,385.		1,201,243.
	Subtract line 26 from line 12:				
	xcess of revenue over expenses and disbursements	454,370.			
	let investment income (if negative, enter -0-)		1,875,402.		
	djusted net income (if negative, enter -0-)			N/A	

LHA For Paperwork Reduction Act Notice, see instructions.

914-49

one

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,481.	3,806.	3,806.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ -1,544.			
	Less: allowance for doubtful accounts ▶	2,128.	-1,544.	-1,544.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	12,597,060.	12,030,467.	18,154,089.
	c Investments - corporate bonds STMT 11	5,085,597.	6,065,647.	6,412,079.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	2,012,848.	2,053,372.	2,368,306.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	19,706,114.	20,151,748.	26,936,736.
Liabilities	17 Accounts payable and accrued expenses	946.	1,070.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	946.	1,070.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	19,705,168.	20,150,678.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	19,705,168.	20,150,678.	
	31 **Total liabilities and net assets/fund balances**	19,706,114.	20,151,748.	

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	19,705,168.
2 Enter amount from Part I, line 27a	2	454,370.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	20,159,538.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	8,860.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,150,678.

Form **990-PF** (2013)

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,768,006.		4,402,241.	1,365,765.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,365,765.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } 2 1,365,765.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,039,383.	23,115,582.	.044965
2011	951,607.	21,736,761.	.043779
2010	922,593.	20,493,929.	.045018
2009	1,001,293.	16,988,994.	.058938
2008	1,130,564.	20,407,518.	.055399

2	Total of line 1, column (d)	2	.248099
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	.049620
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	25,675,753.
5	Multiply line 4 by line 3	5	1,274,031.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,754.
7	Add lines 5 and 6	7	1,292,785.
8	Enter qualifying distributions from Part XII, line 4	8	1,201,243.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	37,508.
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	37,508.
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- SEC. 1291			5	37,513.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	39,013.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	16,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	55,013.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	17,500.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	17,500.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ FIDUCIARY COUNSELLING, INC Telephone no. ▶651 228 0935

Located at ▶30 E 7TH ST, SUITE 2000, ST PAUL, MN ZIP+4 ▶55101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

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

Form **990-PF** (2013)

323551
10-10-13

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
FIDUCIARY COUNSELLING INC - 30 E. 7TH STREET, STE 2000, ST. PAUL, MN 55101	ACCOUNTING & TAX SERVICE	82,976.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	24,158,848.
b	Average of monthly cash balances		1b	6,968.
c	Fair market value of all other assets		1c	1,900,938.
d	**Total** (add lines 1a, b, and c)		1d	26,066,754.
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	26,066,754.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	391,001.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	25,675,753.
6	**Minimum investment return.** Enter 5% of line 5		6	1,283,788.

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	1,283,788.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 37,513.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	37,513.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,246,275.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,246,275.
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	1,246,275.

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	1,201,243.
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	1,201,243.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,201,243.

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				1,246,275.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			1,103,081.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 1,201,243.				
a Applied to 2012, but not more than line 2a			1,103,081.	
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				98,162.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,148,113.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

323581
10-10-13

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

GEORGE F. JEWETT, JR. (DECEASED)

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.

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT				1,076,000.
Total ▶ 3a				1,076,000.
b *Approved for future payment*				
NONE				
Total ▶ 3b				0.

Form **990-PF** (2013)

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	613,455.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	523000	51,100.	01	15,519.	
8 Gain or (loss) from sales of assets other than inventory			18	1,076,835.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		51,100.		1,705,809.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,756,909.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ Signature of officer or trustee

11-7-14 Date

▶ PRESIDENT Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
KIM M. MERTENS		11-6-14		P01059443

Firm's name ▶ FIDUCIARY COUNSELLING, INC

Firm's EIN ▶ 41-0445819

Firm's address ▶ 30 E. 7TH STREET, SUITE 2000
SAINT PAUL, MN 55101-4930

Phone no. 651-228-0935

Form 990-PF (2013)

323622
10-10-13

THE GEORGE F. JEWETT FOUNDATION

CONTINUATION FOR 990-PF, PART IV
27-3409281 PAGE 1 OF 7

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	LITIGATION PROCEEDS			
b	CLEARWATER SMALL COMPANIES FUND		04/21/05	07/15/13
c	CLEARWATER SMALL COMPANIES FUND		04/21/05	11/11/13
d	CLEARWATER SMALL COMPANIES FUND		11/19/12	03/28/13
e	CLEARWATER SMALL COMPANIES FUND		12/28/12	03/28/13
f	CLEARWATER SMALL COMPANIES FUND		12/28/12	07/15/13
g	CLEARWATER SMALL COMPANIES FUND		12/28/12	03/28/13
h	CLEARWATER SMALL COMPANIES FUND		01/03/06	07/15/13
i	DODGE & COX INTL STOCK FUND		04/18/06	07/15/13
j	DODGE & COX INTL STOCK FUND		04/18/06	11/11/13
k	EII GLOBAL PROPERTY FUND		02/28/07	11/11/13
l	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/10	11/11/13
m	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/09	11/11/13
n	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/22/08	11/11/13
o	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/05	11/11/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,819.			1,819.
b	194.		154.	40.
c	165,000.		123,506.	41,494.
d	50,431.		45,000.	5,431.
e	57,444.		49,950.	7,494.
f	103,432.		83,154.	20,278.
g	2,125.		1,848.	277.
h	139,374.		110,548.	28,826.
i	25,985.		27,117.	-1,132.
j	66,985.		63,645.	3,340.
k	11,985.		14,016.	-2,031.
l	17,459.		15,171.	2,288.
m	18,765.		15,294.	3,471.
n	14,666.		13,925.	741.
o	11,798.		10,251.	1,547.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,819.
b				40.
c				41,494.
d				5,431.
e				7,494.
f				20,278.
g				277.
h				28,826.
i				-1,132.
j				3,340.
k				-2,031.
l				2,288.
m				3,471.
n				741.
o				1,547.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

323591
05-01-13

THE GEORGE F. JEWETT FOUNDATION
CONTINUATION FOR 990-PF, PART IV
27-3409281 PAGE 2 OF 7

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	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/05	11/11/13
b	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/11/12	11/11/13
c	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/15/13	11/11/13
d	OAKMARK SELECT FD		02/28/07	11/11/13
e	OAKMARK SELECT FD		12/14/06	11/11/13
f	OAKMARK SELECT FD		12/14/06	11/11/13
g	OAKMARK SELECT FD		04/18/06	03/28/13
h	OAKMARK SELECT FD		04/18/06	07/15/13
i	OAKMARK SELECT FD		04/18/06	11/11/13
j	LOOMIS SAYLES BOND INSTL		03/22/11	11/27/13
k	LOOMIS SAYLES BOND INSTL		09/26/11	11/27/13
l	LOOMIS SAYLES BOND INSTL		12/29/10	11/27/13
m	LOOMIS SAYLES BOND INSTL		07/30/10	11/27/13
n	LOOMIS SAYLES BOND INSTL		08/28/08	11/27/13
o	LOOMIS SAYLES BOND INSTL		01/25/11	11/27/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	21,857.		18,990.	2,867.
b	11,509.		8,907.	2,602.
c	11,930.		11,015.	915.
d	230,730.		191,214.	39,516.
e	99,848.		84,325.	15,523.
f	11,101.		9,375.	1,726.
g	20,000.		20,462.	-462.
h	200,000.		183,221.	16,779.
i	122,321.		104,501.	17,820.
j	6,668.		6,353.	315.
k	284,418.		262,015.	22,403.
l	32,177.		30,008.	2,169.
m	163,849.		149,758.	14,091.
n	69,563.		61,668.	7,895.
o	6,564.		6,211.	353.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,867.
b				2,602.
c				915.
d				39,516.
e				15,523.
f				1,726.
g				-462.
h				16,779.
i				17,820.
j				315.
k				22,403.
l				2,169.
m				14,091.
n				7,895.
o				353.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LOOMIS SAYLES BOND INSTL		02/22/11	11/27/13
b	LOOMIS SAYLES BOND INSTL		03/13/12	11/27/13
c	LOOMIS SAYLES BOND INSTL		04/02/13	11/11/13
d	LOOMIS SAYLES BOND INSTL		07/15/13	11/11/13
e	LOOMIS SAYLES BOND INSTL		07/15/13	11/27/13
f	MORGAN STANLEY INST INTL EQUITY		12/20/07	07/15/13
g	MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13
h	MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13
i	MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13
j	MORGAN STANLEY INST INTL EQUITY		12/21/06	07/15/13
k	PIMCO ALL ASSET INST CLASS		06/19/08	11/11/13
l	PIMCO ALL ASSET INST CLASS		03/20/08	11/11/13
m	PIMCO ALL ASSET INST CLASS		12/27/07	11/11/13
n	PIMCO ALL ASSET INST CLASS		12/27/06	11/11/13
o	PIMCO ALL ASSET INST CLASS		04/18/06	11/11/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,381.		6,066.	315.
b	12,830.		12,390.	440.
c	148,211.		149,015.	-804.
d	87,774.		86,696.	1,078.
e	17,535.		17,319.	216.
f	653.		774.	-121.
g	8,715.		9,694.	-979.
h	26,310.		29,267.	-2,957.
i	5,960.		6,630.	-670.
j	7,332.		9,842.	-2,510.
k	19,121.		19,312.	-191.
l	18,646.		19,121.	-475.
m	94,182.		96,806.	-2,624.
n	49,075.		50,282.	-1,207.
o	445,854.		458,368.	-12,514.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				315.
b				440.
c				-804.
d				1,078.
e				216.
f				-121.
g				-979.
h				-2,957.
i				-670.
j				-2,510.
k				-191.
l				-475.
m				-2,624.
n				-1,207.
o				-12,514.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } 3

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO ALL ASSET INST CLASS		03/16/12	11/11/13
b	PIMCO ALL ASSET INST CLASS		11/19/12	11/11/13
c	PIMCO ALL ASSET INST CLASS		03/28/13	11/11/13
d	POTLATCH CORP NEW COM		05/28/64	03/28/13
e	SELECTED AMERICAN SHARES CL D		02/28/07	07/15/13
f	SELECTED AMERICAN SHARES CL D		02/28/07	11/11/13
g	SELECTED AMERICAN SHARES CL D		12/01/06	11/11/13
h	SELECTED AMERICAN SHARES CL D		04/18/06	11/11/13
i	SELECTED AMERICAN SHARES CL D		12/18/12	11/11/13
j	SELECTED AMERICAN SHARES CL D		12/18/12	11/11/13
k	SELECTED AMERICAN SHARES CL D		07/01/13	11/11/13
l	SELECTED AMERICAN SHARES CL D		07/01/13	11/11/13
m	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		03/13/12	11/11/13
n	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		12/19/12	11/11/13
o	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		12/19/12	11/11/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	49,523.		49,528.	-5.
b	33,949.		35,015.	-1,066.
c	137,635.		141,015.	-3,380.
d	49,916.			49,916.
e	129,985.		126,633.	3,352.
f	24,434.		22,478.	1,956.
g	8,999.		8,125.	874.
h	267,774.		226,344.	41,430.
i	1,962.		1,662.	300.
j	68,688.		58,198.	10,490.
k	3,390.		3,076.	314.
l	76,739.		69,641.	7,098.
m	163,957.		161,646.	2,311.
n	1,042.		1,050.	-8.
o	1,663.		1,675.	-12.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-5.
b				-1,066.
c				-3,380.
d				49,916.
e				3,352.
f				1,956.
g				874.
h				41,430.
i				300.
j				10,490.
k				314.
l				7,098.
m				2,311.
n				-8.
o				-12.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

323591
05-01-13

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	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		03/28/13	11/11/13
b	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		07/15/13	11/11/13
c	TEMPLETON INST FOREIGN SM COS		12/12/03	07/15/13
d	TEMPLETON INST FOREIGN SM COS		12/12/03	11/11/13
e	TEMPLETON INST FOREIGN SM COS		09/10/13	11/11/13
f	TEMPLETON INST FOREIGN SM COS		09/10/13	11/11/13
g	THIRD AVENUE REAL ESTATE		12/30/10	11/11/13
h	THIRD AVENUE REAL ESTATE		12/18/12	11/11/13
i	THIRD AVENUE REAL ESTATE		12/18/12	11/11/13
j	THIRD AVENUE REAL ESTATE		03/28/13	07/15/13
k	THIRD AVENUE REAL ESTATE		03/28/13	11/11/13
l	VANGUARD PRIMECAP CORE FD		12/30/09	11/11/13
m	VANGUARD PRIMECAP CORE FD		02/28/07	07/15/13
n	VANGUARD PRIMECAP CORE FD		02/28/07	11/11/13
o	VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	111,989.		115,015.	-3,026.
b	113,334.		113,015.	319.
c	13,985.		10,040.	3,945.
d	118,174.		77,943.	40,231.
e	550.		519.	31.
f	1,261.		1,191.	70.
g	12,088.		9,579.	2,509.
h	4,958.		4,275.	683.
i	31,604.		27,250.	4,354.
j	25,985.		24,805.	1,180.
k	1,334.		1,210.	124.
l	12,430.		7,776.	4,654.
m	76,186.		53,327.	22,859.
n	17,297.		11,263.	6,034.
o	9,777.		6,352.	3,425.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-3,026.
b				319.
c				3,945.
d				40,231.
e				31.
f				70.
g				2,509.
h				683.
i				4,354.
j				1,180.
k				124.
l				4,654.
m				22,859.
n				6,034.
o				3,425.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 3

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13
b	VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13
c	VANGUARD PRIMECAP CORE FD		04/18/06	11/11/13
d	VANGUARD PRIMECAP CORE FD		12/17/12	07/15/13
e	WEYERHAEUSER CO		09/01/10	03/28/13
f	BOOK TO TAX LTCGD ADJ	P		
g	STCG THRU SIT OPPORTUNITY BOND FUND	P		
h	LTCG THRU SIT OPPORTUNITY FOND FUND	P		
i	LTCL THRU CHURCHILL ESOP	P		
j	STCG THRU CPOF	P		
k	LTCG THRU CPOF	P		
l	SEC. 1231 THRU CPOF	P		
m	SEC. 1256 THRU CPOF	P		
n	STCG THRU CPOF II	P		
o	LTCG THRU CPOF II	P		

	(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	8,027.		5,215.	2,812.
b	3,396.		2,206.	1,190.
c	418,058.		260,682.	157,376.
d	23,799.		19,589.	4,210.
e	100,011.		49,412.	50,599.
f	113,900.			113,900.
g	3,303.			3,303.
h	31,841.			31,841.
i			54.	-54.
j	160.			160.
k	43,472.			43,472.
l	262.			262.
m			1.	-1.
n	2,952.			2,952.
o	57,016.			57,016.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,812.
b				1,190.
c				157,376.
d				4,210.
e				50,599.
f				113,900.
g				3,303.
h				31,841.
i				-54.
j				160.
k				43,472.
l				262.
m				-1.
n				2,952.
o				57,016.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

323591
05-01-13

THE GEORGE F. JEWETT FOUNDATION

CONTINUATION FOR 990-PF, PART IV
27-3409281 PAGE 7 OF 7

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	SEC. 1231 THRU CPOF II	P		
b	SEC. 1256 THRU CPOF II	P		
c	STCG THRU CPOF III	P		
d	LTCG THRU CPOF III	P		
e	SEC. 1231 THRU CPOF III	P		
f	SEC. 1256 THRU CPOF III	P		
g	STCG THRU CPOF IV	P		
h	LTCG THRU CPOF IV	P		
i	SEC. 1231 THRU CPOF IV	P		
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			2,241.	-2,241.
b			11.	-11.
c	2,502.			2,502.
d	28,197.			28,197.
e	2,788.			2,788.
f	13.			13.
g	1,105.			1,105.
h	3,623.			3,623.
i	103.			103.
j	424,294.			424,294.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-2,241.
b				-11.
c				2,502.
d				28,197.
e				2,788.
f				13.
g				1,105.
h				3,623.
i				103.
j				424,294.
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	1,365,765.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LITIGATION PROCEEDS			

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,819.	0.	0.	0.	1,819.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND		04/21/05	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
194.	154.	0.	0.	40.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND		04/21/05	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
165,000.	123,506.	0.	0.	41,494.

(A) ESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEARWATER SMALL COMPANIES FUND		11/19/12	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50,431.	45,000.	0.	0.	5,431.

(A) ESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEARWATER SMALL COMPANIES FUND		12/28/12	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
57,444.	49,950.	0.	0.	7,494.

(A) ESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEARWATER SMALL COMPANIES FUND		12/28/12	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
103,432.	83,154.	0.	0.	20,278.

(A) ESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEARWATER SMALL COMPANIES FUND		12/28/12	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,125.	1,848.	0.	0.	277.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND		01/03/06	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
139,374.	110,548.	0.	0.	28,826.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DODGE & COX INTL STOCK FUND		04/18/06	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,985.	27,117.	0.	0.	-1,132.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DODGE & COX INTL STOCK FUND		04/18/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66,985.	63,645.	0.	0.	3,340.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EII GLOBAL PROPERTY FUND		02/28/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,985.	14,016.	0.	0.	-2,031.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/10	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,459.	15,171.	0.	0.	2,288.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/09	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,765.	15,294.	0.	0.	3,471.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/22/08	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,666.	13,925.	0.	0.	741.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/05	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,798.	10,251.	0.	0.	1,547.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/28/05	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,857.	18,990.	0.	0.	2,867.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/11/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,509.	8,907.	0.	0.	2,602.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		07/15/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,930.	11,015.	0.	0.	915.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		02/28/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
230,730.	191,214.	0.	0.	39,516.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		12/14/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
99,848.	84,325.	0.	0.	15,523.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		12/14/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,101.	9,375.	0.	0.	1,726.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		04/18/06	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,000.	20,462.	0.	0.	-462.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		04/18/06	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200,000.	183,221.	0.	0.	16,779.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD		04/18/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
122,321.	104,501.	0.	0.	17,820.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		03/22/11	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,668.	6,353.	0.	0.	315.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		09/26/11	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
284,418.	262,015.	0.	0.	22,403.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		12/29/10	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,177.	30,008.	0.	0.	2,169.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		07/30/10	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
163,849.	149,758.	0.	0.	14,091.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		08/28/08	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69,563.	61,668.	0.	0.	7,895.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		01/25/11	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,564.	6,211.	0.	0.	353.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		02/22/11	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,381.	6,066.	0.	0.	315.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		03/13/12	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,830.	12,390.	0.	0.	440.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		04/02/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
148,211.	149,015.	0.	0.	-804.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		07/15/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
87,774.	86,696.	0.	0.	1,078.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL		07/15/13	11/27/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,535.	17,319.	0.	0.	216.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY INST INTL EQUITY		12/20/07	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
653.	774.	0.	0.	-121.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,715.	9,694.	0.	0.	-979.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26,310.	29,267.	0.	0.	-2,957.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY INST INTL EQUITY		12/20/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,960.	6,630.	0.	0.	-670.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY INST INTL EQUITY		12/21/06	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,332.	9,842.	0.	0.	-2,510.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		06/19/08	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,121.	19,312.	0.	0.	-191.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		03/20/08	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,646.	19,121.	0.	0.	-475.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		12/27/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
94,182.	96,806.	0.	0.	-2,624.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		12/27/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
49,075.	50,282.	0.	0.	-1,207.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		04/18/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
445,854.	458,368.	0.	0.	-12,514.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		03/16/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
49,523.	49,528.	0.	0.	-5.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		11/19/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
33,949.	35,015.	0.	0.	-1,066.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS		03/28/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
137,635.	141,015.	0.	0.	-3,380.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POTLATCH CORP NEW COM		05/28/64	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
49,916.	0.	0.	0.	49,916.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		02/28/07	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
129,985.	126,633.	0.	0.	3,352.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		02/28/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,434.	22,478.	0.	0.	1,956.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		12/01/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,999.	8,125.	0.	0.	874.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		04/18/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
267,774.	226,344.	0.	0.	41,430.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		12/18/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,962.	1,662.	0.	0.	300.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		12/18/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
68,688.	58,198.	0.	0.	10,490.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		07/01/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,390.	3,076.	0.	0.	314.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D		07/01/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
76,739.	69,641.	0.	0.	7,098.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		03/13/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
163,957.	161,646.	0.	0.	2,311.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		12/19/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,042.	1,050.	0.	0.	-8.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		12/19/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,663.	1,675.	0.	0.	-12.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		03/28/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
111,989.	115,015.	0.	0.	-3,026.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		07/15/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
113,334.	113,015.	0.	0.	319.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS		12/12/03	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,985.	10,040.	0.	0.	3,945.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS		12/12/03	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
118,174.	77,943.	0.	0.	40,231.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS		09/10/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
550.	519.	0.	0.	31.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS		09/10/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,261.	1,191.	0.	0.	70.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE		12/30/10	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,088.	9,579.	0.	0.	2,509.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE		12/18/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,958.	4,275.	0.	0.	683.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE		12/18/12	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,604.	27,250.	0.	0.	4,354.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE		03/28/13	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,985.	24,805.	0.	0.	1,180.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE		03/28/13	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,334.	1,210.	0.	0.	124.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		12/30/09	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,430.	7,776.	0.	0.	4,654.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		02/28/07	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
76,186.	53,327.	0.	0.	22,859.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		02/28/07	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,297.	11,263.	0.	0.	6,034.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,777.	6,352.	0.	0.	3,425.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,027.	5,215.	0.	0.	2,812.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		12/19/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,396.	2,206.	0.	0.	1,190.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		04/18/06	11/11/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
418,058.	260,682.	0.	0.	157,376.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD PRIMECAP CORE FD		12/17/12	07/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23,799.	19,589.	0.	0.	4,210.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WEYERHAEUSER CO		09/01/10	03/28/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100,011.	49,412.	0.	0.	50,599.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BOOK TO TAX LTCGD ADJ	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
113,900.	113,900.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU SIT OPPORTUNITY BOND FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,303.	3,303.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU SIT OPPORTUNITY FOND FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,841.	31,841.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCL THRU CHURCHILL ESOP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
160.	160.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
43,472.	43,472.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
262.	262.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 THRU CPOF	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,952.	2,952.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
57,016.	57,016.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,502.	2,502.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,197.	28,197.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,788.	2,788.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13.	13.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,105.	1,105.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,623.	3,623.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
103.	103.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	424,294.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,076,835.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY SERVICES	545,563.	0.	545,563.	510,178.	
IRS	7.	0.	7.	7.	
LONG TERM DISTRIBUTIONS	424,294.	424,294.	0.	0.	
STCGD	67,885.	0.	67,885.	0.	
TO PART I, LINE 4	1,037,749.	424,294.	613,455.	510,185.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CHURCHILL ESOP 41-1807339	0.	0.	
CHURCHILL EQUITY & ESOP 41-1963960	0.	0.	
INTEREST	0.	32.	
CPOF 45-0463589	0.	0.	
ORDINARY INCOME	0.	13.	
INTEREST	0.	718.	
DIVIDENDS	0.	4,216.	
ROYALTIES	0.	2.	
OTHER PORTFOLIO INCOME	0.	151.	
CANCELLATION OF DEBT	0.	1.	
OTHER INCOME	0.	723.	
SEC. 1291 FUND	0.	2.	
SEC. 1291 FUND	0.	5.	
SEC. 1291 FUND	0.	2.	
SEC. 1291 FUND	0.	6.	
LESS: UBTI	0.	-94.	
CPOF II 20-2825162 - SALY	0.	0.	
ORDINARY INCOME	0.	347.	
RENTAL REAL ESTATE INCOME	0.	32.	
OTHER RENTAL INCOME	0.	446.	
INTEREST	0.	4,669.	
DIVIDENDS	0.	9,000.	
ROYALTIES	0.	23.	
OTHER PORTFOLIO INCOME	0.	136.	
CANCELLATION OF DEBT	0.	174.	
OTHER INCOME	0.	19,084.	
LESS: UBTI	0.	-1,240.	
CPOF III 26-2251284	0.	0.	
ORDINARY INCOME	0.	-564.	

RENTAL REAL ESTATE INCOME	0.	72.	
OTHER RENTAL INCOME	0.	1,021.	
INTEREST	0.	4,803.	
DIVIDENDS	0.	7,198.	
ROYALTIES	0.	383.	
OTHER PORTFOLIO INCOME	0.	-129.	
CANCELLATION OF DEBT	0.	51.	
OTHER INCOME	0.	3,242.	
LESS: UBTI	0.	-504.	
CPOF IV 45-2978316	0.	0.	
ORDINARY INCOME	0.	-807.	
RENTAL REAL ESTATE INCOME	0.	1.	
INTEREST	0.	736.	
DIVIDENDS	0.	6,379.	
OTHER PORTFOLIO INCOME	0.	13.	
OTHER INCOME	0.	352.	
LESS: UBTI	0.	481.	
GIT OPPORTUNITY FUND 41-1966452	0.	0.	
INTEREST	0.	421.	
DIVIDENDS	0.	62,438.	
SPELL CAPITAL MEZZANINE PARTNERS SBIC 37-1661465	0.	0.	
ORDINARY INCOME	0.	-5,075.	
INTEREST	0.	37,802.	
LESS: UBTI	0.	5,075.	
PARTNERSHIP INCOME	51,100.	0.	
FEDERAL TAX REFUND	675.	0.	
FEDERAL UBTI REFUND	1,452.	0.	
STATE REFUND	379.	0.	
FEDERAL EXCISE TAX REFUND	13,013.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	66,619.	161,837.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	4,187.	0.		4,187.
TO FM 990-PF, PG 1, LN 16A	4,187.	0.		4,187.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX SERVICE	82,976.	39,988.		41,488.
AUDIT FEE	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	82,976.	39,988.		41,488.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTANT FEE	325.	0.		325.
TO FORM 990-PF, PG 1, LN 16C	325.	0.		325.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE	57,013.	0.		0.
FEDERAL UBTI	2,202.	0.		0.
STATE UBTI	379.	0.		0.
REAL ESTATE TAX	26.	0.		26.
PAYROLL TAXES	3,049.	0.		3,049.
CPOF 45-0463589 FTC	0.	85.		0.
CPOF II 20-2825162 FTC	0.	214.		0.
CPOF III 26-2251284 FTC	0.	207.		0.
CPOF IV 45-2978316 FTC	0.	17.		0.
FOREIGN TAX	0.	10,631.		0.
TO FORM 990-PF, PG 1, LN 18	62,669.	11,154.		3,075.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	170.	0.		170.
MEMBERSHIP FEES	4,390.	0.		4,390.
OFFICE EXPENSES	5,392.	0.		5,392.
UTILITIES	1,840.	0.		1,840.
INSURANCE	7,453.	0.		7,453.
OTHER	5,317.	0.		5,103.
CHURCHILL ESOP 41-1807339	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	240.		0.
OTHER DEDUCTIONS	0.	204.		0.
CHURCHILL EQUITY & ESOP 41-1963960	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	521.		0.
CPOF 45-0463589	0.	0.		0.
SECTION 179	0.	1.		0.
SECTION 59(E)(2)	0.	105.		0.
PORTFOLIO DEDUCTIONS	0.	5,356.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	23.		0.
OTHER DEDUCTIONS	0.	42.		0.
CPOF II 20-2825162 - SALY	0.	0.		0.
SECTION 179	0.	10.		0.
ROYALTY	0.	8.		0.
SECTION 59(E)(2)	0.	540.		0.
PORTFOLIO DEDUCTIONS	0.	19,492.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	29.		0.
OTHER DEDUCTIONS	0.	410.		0.
CPOF III 26-2251284 - SALY	0.	0.		0.
SEC. 179	0.	1.		0.
ROYALTY	0.	323.		0.
SECTION 59(E)(2)	0.	400.		0.
PORTFOLIO DEDUCTIONS	0.	21,286.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	42.		0.
OTHER DEDUCTIONS	0.	264.		0.
CPOF IV 45-2978316	0.	0.		0.
SECTION 59(E)(2)	0.	38.		0.
PORTFOLIO DEDUCTIONS	0.	12,729.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	4.		0.
OTHER DEDUCTIONS	0.	19.		0.
SIT OPPORTUNITY BOND FUND 41-1966452	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	5,134.		0.
SPELL CAPITAL MEZZANINE 371661465	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	35,792.		0.
*100% ALLOCATED TO CHARITABLE PURPOSES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 23	24,562.	103,013.		24,348.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	8,858.
ROUNDING	2.
TOTAL TO FORM 990-PF, PART III, LINE 5	8,860.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED	12,030,467.	18,154,089.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,030,467.	18,154,089.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	6,065,647.	6,412,079.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,065,647.	6,412,079.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED	COST	2,053,372.	2,368,306.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,053,372.	2,368,306.

ORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

AME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EORGE F JEWETT III 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	PRESIDENT/DIRECTOR 3.00	0.	0.	0.
ETSY JEWETT 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	SECRETARY/CFO/DIRECTOR 3.00	0.	0.	0.
ICHARD T GILL 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
RENDA C JEWETT 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
UCILLE M JEWETT 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
EORGE F. JEWETT, JR. (DECEASED) 0 E 7TH STREET, SUITE 2000 T. PAUL, MN 55101	FORMER MANAGER 0.00	0.	0.	0.
OTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

STATEMENT OF ASSETS AND LIABILITIES

40017 - George F. Jewett Foundation

As of 12/31/2013

Quantity	Description	Unit Tax Cost	Total Tax Cost	Market	Market Value	Unrealized	% Holding	Annual Income	Current Yield %
Cash									
Cash									
	Fidelity Clearing 1		($144,057.02)		($144,057.02)		(0.53%)		
	U.S. Bank St. Paul 1		$3,806.00		$3,806.00		0.01%		
Cash			($140,251.02)		($140,251.02)		(0.52%)		
Cash			($140,251.02)		($140,251.02)		(0.52%)		
Security Class									
Cash Equivalents									
614,136.830	FIDELITY CASH RESERVES	$1.00	$614,136.83	$1.00	$614,136.83	$0.00	2.28%	$60.16	0.01%
Cash Equivalents			$614,136.83		$614,136.83	$0.00	2.28%	$60.16	0.01%
Taxable Bonds									
109,423.959	DOUBLELINE TOTAL RETURN BOND FD CL I	$11.10	$1,214,175.77	$10.78	$1,179,590.28	($34,585.49)	4.38%	$60,725.92	5.15%
78,298.167	LOOMIS SAYLES BOND INSTL	$13.16	$1,030,225.79	$15.16	$1,187,000.21	$156,774.42	4.41%	$59,624.05	5.02%
110,774.001	PIMCO EMERGING MARKETS BOND FD	$10.86	$1,202,699.25	$10.70	$1,185,281.81	($17,417.44)	4.40%	$64,638.85	5.45%
1.000	SIT OPPORTUNITY BOND FUND, LLC	$1,499,045.09	$1,499,045.09	$1,663,604.00	$1,663,604.00	$164,558.91	6.18%	$0.00	0%
88,702.955	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	$12.62	$1,119,501.00	$13.49	$1,196,602.86	$77,101.86	4.44%	$49,992.99	4.18%
Taxable Bonds			$6,065,646.90		$6,412,079.16	$346,432.27	23.81%	$234,981.80	3.66%
Timber REITs (Traditional Stocks)									
30,678.000	POTLATCH CORP NEW COM	$0.00	$0.00	$41.74	$1,280,499.72	$1,280,499.72	4.75%	$42,949.20	3.35%
91,042.000	WEYERHAEUSER CO	$9.99	$909,278.95	$31.57	$2,874,195.94	$1,964,916.99	10.67%	$80,116.96	2.79%
Timber REITs (Traditional Stocks)			$909,278.95		$4,154,695.66	$3,245,416.71	15.42%	$123,066.16	2.96%
U.S. Large Cap Stocks									
23,571.660	OAKMARK SELECT FD	$27.53	$648,980 22	$40.06	$944,280.70	$295,300.47	3.51%	$949.94	0.10%
18,425.798	SELECTED AMERICAN SHARES CL D	$41.00	$755,384.08	$50.26	$926,080.61	$170,696.53	3.44%	$7,959.94	0.86%
46,817.780	VANGUARD PRIMECAP CORE FD	$12.42	$581,448.97	$19.44	$910,137.64	$328,688.67	3.38%	$8,333.56	0.92%

This report includes transactions received by FCI prior to the closing of the reporting period. Information received subsequent to the period close will be recorded in the following month.

FCI

STATEMENT OF ASSETS AND LIABILITIES

40017 - George F. Jewett Foundation

As of 12/31/2013

Quantity	Description	Unit Tax Cost	Total Tax Cost	Market	Market Value	Unrealized	% Holding	Annual Income	Current Yield %
Security Class									
U.S. Large Cap Stocks			$1,985,813.28		$2,780,498.95	$794,685.67	10.32%	$17,243.45	0.62%
U.S. Small Cap Stocks									
98,698.556	CLEARWATER SMALL COMPANIES FUND	$15.64	$1,544,058.09	$22.35	$2,205,912.73	$661,854.63	8.19%	$6,119.31	0.28%
U.S. Small Cap Stocks			$1,544,058.09		$2,205,912.73	$661,854.63	8.19%	$6,119.31	0.28%
International Developed Market Stocks									
20,405.953	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	$30.56	$623,525.86	$48.98	$999,483.58	$375,957.71	3.71%	$11,723.22	1.17%
11,413.306	DODGE & COX INTL STOCK FUND	$32.62	$372,345.45	$43.04	$491,228.69	$118,883.24	1.82%	$7,932.25	1.61%
28,827.148	MORGAN STANLEY INST INTL EQUITY	$16.31	$470,234.96	$16.98	$489,484.97	$19,250.01	1.82%	$8,710.12	1.78%
44,135.575	TEMPLETON INST FOREIGN SM COS	$13.10	$578,324.80	$21.96	$969,217.23	$390,892.42	3.60%	$13,178.88	1.36%
International Developed Market Stocks			$2,044,431.08		$2,949,414.47	$904,983.39	10.95%	$41,544.47	1.41%
Emerging Market Stocks									
23,981.966	PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	$41.94	$1,005,820.17	$48.79	$1,170,080.12	$164,259.95	4.34%	$22,571.83	1.93%
101,875.239	TOUCHSTONE EMERGING MARKETS FUND CL I	$11.09	$1,130,163.54	$11.14	$1,134,890.16	$4,726.62	4.21%	$15,215.07	1.34%
Emerging Market Stocks			$2,135,983.71		$2,304,970.28	$168,986.57	8.56%	$37,786.89	1.64%
Private Equity									
1.000	CHURCHILL EQUITY & ESOP CAP B	$155,737.32	$155,737.32	$97,426.55	$97,426.55	($58,310.77)	0.36%	$0.00	0%
1.000	CHURCHILL ESOP CAPITAL PARTNERS	$38,034.00	$38,034.00	$0.00	$0.00	($38,034.00)	0%	$0.00	
1.000	CLEARWATER PRIVATE OPPORTUNITY FUND	$160,688.50	$160,688.50	$206,565.40	$206,565.40	$45,876.90	0.77%	$0.00	0%
1.000	CLEARWATER PRIVATE OPPORTUNITY FUND II	$663,953.50	$663,953.50	$930,840.12	$930,840.12	$266,886.62	3.46%	$0.00	0%
1.000	CLEARWATER PRIVATE OPPORTUNITY FUND III	$496,953.00	$496,953.00	$606,353.61	$606,353.61	$109,400.61	2.25%	$0.00	0%
1.000	CLEARWATER PRIVATE OPPORTUNITY FUND IV	$156,000.00	$156,000.00	$161,914.25	$161,914.25	$5,914.25	0.60%	$0.00	0%
1.000	SPELL CAPITAL MEZZANINE PARTNERS SBIC LP	$288,000.00	$288,000.00	$248,290.00	$248,290.00	($39,710.00)	0.92%	$0.00	0%

This report includes transactions received by FCI prior to the closing of the reporting period. Information received subsequent to the period close will be recorded in the following month.

STATEMENT OF ASSETS AND LIABILITIES

40017 - George F. Jewett Foundation

As of 12/31/2013

Quantity	Description	Unit Tax Cost	Total Tax Cost	Market	Market Value	Unrealized	% Holding	Annual Income	Current Yield %
Security Class									
Private Equity			$1,959,366.32		$2,251,389.93	$292,023.61	8.36%	$0.00	
Alternative Investments									
1.000	MORGAN STANLEY PREMIUM PARTNERS FUND CAYMAN SPV	$94,005.60	$94,005.60	$116,915.89	$116,915.89	$22,910.29	0.43%	$0.00	0%
52,920.650	PIMCO ALL ASSET INST CLASS	$11.81	$625,089.69	$12.08	$639,281.45	$14,191.76	2.37%	$31,327.97	4.90%
60,616.222	THIRD AVENUE FOCUSED CREDIT INSTL	$11.18	$677,520.69	$11.20	$678,901.69	$1,381.00	2.52%	$51,808.68	7.63%
54,211.247	WILLIAM BLAIR MACRO ALLOCATION FD	$12.56	$681,159.09	$12.54	$679,809.04	($1,350.05)	2.52%	$5,387.51	0.79%
Alternative Investments			$2,077,775.07		$2,114,908.07	$37,133.00	7.85%	$88,524.17	4.19%
Investment Real Estate									
37,837.336	EII GLOBAL PROPERTY FUND	$16.16	$611,334.86	$16.72	$632,640.26	$21,305.39	2.35%	$0.00	0%
22,827.355	THIRD AVENUE REAL ESTATE	$15.14	$345,718.05	$28.82	$657,884.37	$312,166.32	2.44%	$6,932.67	1.05%
Investment Real Estate			$957,052.91		$1,290,524.63	$333,471.72	4.79%	$6,932.67	0.54%
Security Class			$20,293,543.14		$27,078,530.71	$6,784,987.57	100.53%	$556,259.08	2.05%
Other Assets									
Non-Portfolio Assets									
	Due to/Due from		($3,672.00)		($3,672.00)		(0.01%)		
	Miscellaneous Receivable		$2,127.67		$2,127.67		0.01%		
Non-Portfolio Assets			($1,544.33)		($1,544.33)		(0.01%)		
Other Assets			($1,544.33)		($1,544.33)		(0.01%)		
Other Liabilities									
Liabilities									
	Payroll taxes		($1,069.50)		($1,069.50)		0%		
Liabilities			($1,069.50)		($1,069.50)		0%		
Other Liabilities			($1,069.50)		($1,069.50)		0%		
Net Worth			$20,150,678.29		$26,935,665.86		100.00%		

This report includes transactions received by FCI prior to the closing of the reporting period. Information received subsequent to the period close will be recorded in the following month.

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013
EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
American Red Cross Bay Area	85 Second Street, Seventh Floor San Francisco, CA 94105	Yes	General Operating Support	11/12/2013	$10,000.00
Breakthrough Collaborative	545 Sansome Street, Suite 700 San Francisco, CA 94111	Yes	General Operating Support	11/12/2013	$10,000.00
California College of Arts	1111 Eighth Street San Francisco, CA 94107-2247	Yes	General Operating Support	4/5/2013	$25,000.00
California College of Arts	1111 Eighth Street San Francisco, CA 94107-2247	Yes	General Operating Support	11/12/2013	$24,000.00
Center for Youth Wellness	3450 Third Street San Francisco, CA 94124	Yes	General Operating Support	12/23/2013	$20,000.00
College Track	111 Broadway Avenue, Suite 101 Oakland, CA 94607	Yes	General Operating Support	11/12/2013	$20,000.00
Conservation Northwest	1208 Bay Street, #201 Bellingham, WA 98225	Yes	General Operating Support	12/23/2013	$15,000.00
Dance/USA	1156 15th Street NW, Suite 820 Washington, DC 20005-1704	Yes	General Operating Support	11/12/2013	$5,000.00
Dolores Street Community Services	938 Valencia Street San Francisco, CA 94110	Yes	General Operating Support	12/23/2013	$10,000.00

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013
EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Eastside College Preparatory School, Inc.	1041 Myrtle Street East Palo Alto, CA 94303	Yes	General Operating Support	11/12/2013	$27,000.00
Ecotrust	721 NW 9th Avenue, Suite 200 Portland, OR 97209	Yes	General Operating Support	12/23/2013	$10,000.00
Episcopal Community Services	165 Eighth Street San Francisco, CA 94103-3910	Yes	General Operating Support	11/12/2013	$20,000.00
The Exploratorium	Pier 15 San Francisco, CA 94111	Yes	General Operating Support	4/5/2013	$25,000.00
Family House Inc.	50 Irving Street San Francisco, CA 94122	Yes	General Operating Support	11/12/2013	$15,000.00
Fine Arts Museums of San Francisco	50 Hagiwara Tea Garden Drive San Francisco, CA 94118-4501	Yes	General Operating Support	11/12/2013	$25,000.00
Golden Gate National Parks Conservancy	Building 201, Fort Mason San Francisco, CA 94123	Yes	General Operating Support	12/23/2013	$20,000.00
Greenbelt Alliance	631 Howard Street, Suite #510 San Francisco, CA 94105	Yes	General Operating Support	11/12/2013	$20,000.00
Homeless Prenatal Program, Inc	2500 18th Street San Francisco, CA 94110	Yes	General Operating Support	11/12/2013	$50,000.00

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013

EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Inland Northwest Community Foundation	421 West Riverside Avenue, Suite 606 Spokane, WA 99201-0405	Yes	General Operating Support	11/12/2013	$30,000.00
Inland Northwest Community Foundation	421 West Riverside Avenue, Suite 606 Spokane, WA 99201-0405	Yes	DA Funds	12/23/2013	$25,000.00
Inland Northwest Land Trust	35 West Main, Suite 210 Spokane, WA 99201	Yes	General Operating Support	11/12/2013	$40,000.00
KIPP Foundation	135 Main Street, #1700 San Francisco, CA 94105	Yes	General Operating Support	11/12/2013	$25,000.00
Marine Mammal Center	2000 Bunker Road Fort Cronkhite Sausalito, CA 94965-2619	Yes	General Operating Support	11/12/2013	$25,000.00
Mid-City Concerns	1222 W. 2nd Avenue Spokane, WA 99201-4606	Yes	General Operating Support	11/12/2013	$5,000.00
Pacific Forest Trust Inc.	1001-A O'Reilly Avenue San Francisco, CA 94129	Yes	General Operating Support	11/12/2013	$10,000.00
Planned Parenthood of Greater Washington and North Idaho	1117 Tieton Drive Yakima, WA 98902	Yes	General Operating Support	4/5/2013	$20,000.00
Project Open Hand	730 Polk Street San Francisco, CA 94109	Yes	General Operating Support	11/12/2013	$10,000.00

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013
EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Regis University	3333 Regis Boulevard Denver, CO 80221-1099	Yes	General Operating Support	4/5/2013	$15,000.00
San Francisco Ballet Association	455 Franklin Street San Francisco, CA 94102	Yes	General Operating Support	4/5/2013	$50,000.00
San Francisco Ballet Association	455 Franklin Street San Francisco, CA 94102	Yes	General Operating Support	11/12/2013	$50,000.00
San Francisco Chronicle Season of Sharing Fund	901 Mission Street San Francisco, CA 94103	Yes	General Operating Support	11/12/2013	$5,000.00
The San Francisco Foundation	225 Bush Street, Suite #500 San Francisco, CA 94104-4224	Yes	General Operating Support	6/11/2013	$25,000.00
The San Francisco Foundation	225 Bush Street, Suite #500 San Francisco, CA 94104-4224	Yes	General Operating Support	11/12/2013	$60,000.00
The San Francisco Foundation	225 Bush Street, Suite #500 San Francisco, CA 94104-4224	Yes	DA Funds	12/23/2013	$40,000.00
San Francisco Free Clinic	4900 California Street San Francisco, CA 94118	Yes	General Operating Support	11/12/2013	$15,000.00
San Francisco General Hospital Foundation	2789 25th Street, Suite 2028 San Francisco, CA 94110	Yes	General Operating Support	11/12/2013	$30,000.00

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013
EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
San Francisco Museum of Modern Art	151 Third Street San Francisco, CA 94103	Yes	General Operating Support	11/12/2013	$15,000.00
San Francisco Zoological Society	1 Zoo Road San Francisco, CA 94132-1098	Yes	General Operating Support	11/12/2013	$25,000.00
Second Harvest Food Bank	1234 E Front Avenue Spokane, WA 99202	Yes	General Operating Support	11/12/2013	$20,000.00
SNAP - Spokane Neighborhood Action Program	3102 W Ft George Wright Drive Spokane, WA 99224	Yes	General Operating Support	11/12/2013	$10,000.00
Spokane Symphony Society	West 621 Mallon, Suite 203 Spokane, WA 99201	Yes	General Operating Support	11/12/2013	$10,000.00
Summer Search Foundation	620 Davis Street San Francisco, CA 94111	Yes	General Operating Support	11/12/2013	$5,000.00
Tenderloin Neighborhood Development Corp.	201 Eddy Street San Francisco, CA 94102-2715	Yes	General Operating Support	11/12/2013	$35,000.00
Trust for Public Land	116 New Montgomery, Fourth Floor San Francisco, CA 94105	Yes	General Operating Support	11/12/2013	$25,000.00
University of Puget Sound	1500 North Warner Street, #1087 Tacoma, WA 98416	Yes	General Operating Support	4/5/2013	$15,000.00

George F. Jewett Foundation

The Russ Building, Suite 612
235 Montogemery Street
San Francisco, CA 94104

Schedule of Contributions Paid in 2013

EIN 27-3409281

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Vanessa Behan Crisis Nursery	1004 East Eighth Avenue Spokane, WA 99202	Yes	General Operating Support	12/23/2013	$15,000.00
Volunteers of America of Eastern Washington and Northern Idaho	525 W Second Avenue Spokane, WA 99201	Yes	General Operating Support	11/12/2013	$20,000.00
Western Rivers Conservancy	71 SW Oak Street, Suite 100 Portland, OR 97204	Yes	General Operating Support	11/12/2013	$25,000.00
Women's Community Clinic	1833 Fillmore Street, 3rd Floor San Francisco, CA 94115	Yes	General Operating Support	11/12/2013	$25,000.00
Grand Totals					$1,076,000.00

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ ☒

Note. *Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE GEORGE F. JEWETT FOUNDATION	Employer identification number (EIN) or 27-3409281
	Number, street, and room or suite no. If a P O. box, see instructions. C/O FCI, 30 EAST 7TH ST, SUITE 2000	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST PAUL, MN 55101-4930	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ FIDUCIARY COUNSELLING, INC 30 E 7TH ST, SUITE 2000 - ST PAUL, MN 55101

  Telephone No.▶ 651 228 0935 Fax No. ▶ 651 228 0776
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning ________, and ending ________.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension SEE STATEMENT 1

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 49,013.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 49,013.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ TAX PREPARER Date ▶ 8-14-14

323842
12-31-13

ORM 8688	EXPLANATION FOR EXTENSION	STATEMENT 1

XPLANATION

N ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS EQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED N SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN, OR THE AXPAYER PERSONALLY VISITED AN IRS OFFICE FOR THE PURPOSE OF SECURING NFORMATION OR ADVICE AND WAS UNABLE TO MEET WITH AN IRS REPRESENTATIVE