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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

A Employer identification number
27-6594166

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
GLENS FALLS NATL BK TR PO BOX 216

B Telephone number (see instructions)
(518) 745-1000

City or town, state or province, country, and ZIP or foreign postal code
GLENS FALLS, NY 12801

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 5,919,400

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	158	125		
4	Dividends and interest from securities	140,087	140,828		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	130,062			
b	Gross sales price for all assets on line 6a 2,457,159				
7	Capital gain net income (from Part IV, line 2)		130,274		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	270,307	271,227		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	29,518	26,566		2,952
14	Other employee salaries and wages		0	0	0
15	Pension plans, employee benefits		0	0	
16a	Legal fees (attach schedule)				0
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				0
17	Interest				0
18	Taxes (attach schedule) (see instructions)	4,816	462		0
19	Depreciation (attach schedule) and depletion	0	0		
20	Occupancy				
21	Travel, conferences, and meetings		0	0	
22	Printing and publications	27	0	0	27
23	Other expenses (attach schedule)	19,889			19,889
24	**Total operating and administrative expenses.** Add lines 13 through 23	54,250	27,028	0	22,868
25	Contributions, gifts, grants paid	210,000			210,000
26	**Total expenses and disbursements.** Add lines 24 and 25	264,250	27,028	0	232,868
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	6,057			
b	**Net investment income** (if negative, enter -0-)		244,199		
c	**Adjusted net income** (if negative, enter -0-)			0	

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		9,648	9,648
	2	Savings and temporary cash investments	444,571	186,198	186,198
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	50,750		
	b	Investments—corporate stock (attach schedule)	3,454,493	1,718,037	2,508,964
	c	Investments—corporate bonds (attach schedule)	799,713	840,439	872,568
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		1,969,263	2,342,022
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,749,527	4,723,585	5,919,400
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,749,527	4,643,392	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		80,193	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	4,749,527	4,723,585	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,749,527	4,723,585	

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	4,749,527
2	Enter amount from Part I, line 27a	2	6,057
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,755,584
5	Decreases not included in line 2 (itemize) ▶	5	31,999
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,723,585

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	130,274
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	236,567	5,111,328	0 046283
2011	238,983	5,062,478	0 047207
2010	42,203	4,740,687	0 008902
2009			
2008			

2	**Total** of line 1, column (d).	2	0 102392
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 034131
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	5,484,331
5	Multiply line 4 by line 3.	5	187,186
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,442
7	Add lines 5 and 6.	7	189,628
8	Enter qualifying distributions from Part XII, line 4.	8	232,868

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	2,442
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	2,442
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,442
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — **6a** 3,600		
b	Exempt foreign organizations—tax withheld at source — **6b**		
c	Tax paid with application for extension of time to file (Form 8868) — **6c** 0		
d	Backup withholding erroneously withheld — **6d**		
7	Total credits and payments Add lines 6a through 6d	7	3,600
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,158
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,158 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

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

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

			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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶GLENS FALLS NATIONAL BANK & TRUST Telephone no ▶(518) 415-4426

Located at ▶250 GLEN STREET GLENS FALLS NY ZIP+4 ▶12801

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

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

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

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

			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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GLENS FALLS NATL BANK 250 GLEN STREET PO BOX 2161 GLENS FALLS, NY 12801	CO TTEE 1	21,050		
ROBERT HAFNER 250 GLEN STREET PO BOX 2161 GLENS FALLS, NY 12801	CO-TTEE 1	8,001		
KEVIN OBRIEN 250 GLEN STREET PO BOX 2161 GLENS FALLS, NY 12801	CO TTEE 1	467		

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities.			1a	5,410,359
b	Average of monthly cash balances.			1b	157,490
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	5,567,849
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	5,567,849
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	83,518
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	5,484,331
6	**Minimum investment return.** Enter 5% of line 5.			6	274,217

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	274,217
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,442		
b	Income tax for 2013 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	2,442
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	271,775
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	271,775
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	271,775

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	232,868
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	232,868
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,442
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	230,426

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				271,775
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			209,689	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . 0				
b From 2009. . . . 0				
c From 2010. . . . 0				
d From 2011. . . . 0				
e From 2012. . . . 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 232,868				
a Applied to 2012, but not more than line 2a			209,689	
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.				23,179
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				248,596
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . 0				
b Excess from 2010. . . 0				
c Excess from 2011. . . 0				
d Excess from 2012. . . 0				
e Excess from 2013. . . 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				210,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	158	
4 Dividends and interest from securities. . . .			14	140,087	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	130,062	
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). .				270,307	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 270,307

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-06 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
LOUIS J DEROSE		2014-05-06	☐	P00000482
Firm's name ▶ ERNST & YOUNG US LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 99 WOOD AVE SOUTH ISELIN, NJ 08830			Phone no (732) 767-9100	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11938 873 PIMCO LOW DURATION FUND-INST		2012-11-09	2013-01-30
5528 749 PERMANENT PORTFOLIO			2013-01-30
320 ABBOTT LABORATORIES		1994-12-07	2013-02-15
320 ABBVIE INC		1994-12-07	2013-02-15
20 AMAZON COM INC		2011-04-21	2013-02-15
10 AMERICAN EXPRESS CO		2007-06-12	2013-02-15
10 AMERICAN TOWER CORP REIT		2012-07-11	2013-02-15
30 AMGEN INC		2011-04-21	2013-02-15
40 ANADARKO PETROLEUM CORP		2011-04-21	2013-02-15
75 APACHE CORP		2012-07-11	2013-02-15
110 APACHE CORP		2011-04-21	2013-02-15
320 BANK OF NEW YORK MELLON CORP		2007-06-12	2013-02-15
170 BERKSHIRE HATHAWAY INC-CL B		2011-04-21	2013-02-15
20 CVS CORP		2011-04-21	2013-02-15
90 CATERPILLAR INC		2010-12-16	2013-02-15
50 CHEVRONTEXACO CORP		2007-06-12	2013-02-15
510 CISCO SYSTEMS		2012-07-11	2013-02-15
130 COMCAST CORP-CL A		2011-04-21	2013-02-15
10 CONOCOPHILLIPS		2009-08-10	2013-02-15
10 COSTCO WHOLESALE CORP NEW		2007-06-12	2013-02-15
20 DEERE & CO		2011-04-21	2013-02-15
220 WALT DISNEY CO		2007-06-12	2013-02-15
20 DOW CHEMICAL CO		2012-04-26	2013-02-15
220 EMC CORP		2011-04-21	2013-02-15
140 EBAY INC		2011-04-21	2013-02-15
50 EMERSON ELECTRIC CO		2007-06-12	2013-02-15
70 EXXON MOBIL CORP		2007-07-31	2013-02-15
10 FEDEX CORP COM		2011-04-21	2013-02-15
470 FIRSTENERGY CORP			2013-02-15
1020 FORD MOTOR CO DEL		2011-04-21	2013-02-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
120 FREEPORT-MCMORAN COPPER AND GOLD INC		2009-07-08	2013-02-15
440 GENERAL ELECTRIC CO		2011-04-21	2013-02-15
40 GENERAL MILLS INC		2011-04-21	2013-02-15
210 GILEAD SCIENCES INC		2012-07-11	2013-02-15
30 GOLDMAN SACHS GROUP INC		2011-04-21	2013-02-15
20 GOOGLE INC CL A		2012-01-26	2013-02-15
65 HALLIBURTON CO		2012-07-11	2013-02-15
235 HALLIBURTON CO		2011-04-21	2013-02-15
90 HOME DEPOT		2009-08-10	2013-02-15
60 HONEYWELL INTERNATIONAL INC		2011-04-21	2013-02-15
10 INTL BUSINESS MACHINES		2007-07-31	2013-02-15
220 JP MORGAN CHASE & CO		2010-02-01	2013-02-15
180 JOHNSON & JOHNSON		1994-12-07	2013-02-15
10 KIMBERLY-CLARK CORP		2012-01-26	2013-02-15
130 MCDONALDS CORP		2007-07-31	2013-02-15
70 MEDTRONIC, INC		1994-12-07	2013-02-15
30 METLIFE INC		2011-04-21	2013-02-15
130 MONDELEZ INTERNATIONAL INC		2011-04-21	2013-02-15
10 MONSANTO CO		2011-04-21	2013-02-15
160 NATIONAL-OILWELL INC		2012-01-26	2013-02-15
130 NEWS CORP INC CL A		2011-04-21	2013-02-15
40 NIKE INC CL B		2011-04-21	2013-02-15
180 ORACLE CORP		2007-07-31	2013-02-15
435 875 OPPENHEIMER DEVELOPING MKT-Y		2009-06-11	2013-02-15
4576 076 PIMCO LOW DURATION FUND-INST		2012-11-09	2013-02-15
60 PEPSICO INC		1994-12-07	2013-02-15
1085 79 PERMANENT PORTFOLIO		2012-11-09	2013-02-15
260 PFIZER INC		2011-04-21	2013-02-15
2129 518 PIMCO COMMODITY RR STRAT INS		2012-02-07	2013-02-15
90 PROCTER & GAMBLE CO		2007-07-31	2013-02-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
70 QUALCOMM INCORPORATED		2011-04-21	2013-02-15
190 SCHLUMBERGER LTD		2011-04-21	2013-02-15
30 SOUTHERN CO		2012-07-11	2013-02-15
460 SOUTHERN CO		2011-04-21	2013-02-15
10 STARBUCKS CORP		2012-01-26	2013-02-15
10 TARGET CORP		2007-06-12	2013-02-15
340 TEXAS INSTRUMENTS INC		2012-07-11	2013-02-15
310 TEXAS INSTRUMENTS INC		2011-04-21	2013-02-15
30 3M COMPANY		2009-08-10	2013-02-15
110 TIME WARNER INC		2010-02-01	2013-02-15
340 U S BANCORP			2013-02-15
20 UNION PACIFIC CORP		2011-04-21	2013-02-15
70 UNITED PARCEL SERVICE		2011-04-21	2013-02-15
50 UNITED TECHNOLOGIES CORP		2007-06-12	2013-02-15
90 VERIZON COMMUNICATIONS INC		2007-06-12	2013-02-15
40 VISA INC CL A		2012-01-26	2013-02-15
170 WALMART STORES INC			2013-02-15
40 WELLS FARGO & CO NEW		2010-02-01	2013-02-15
4713 706 OPPENHEIMER DEVELOPING MKT-Y			2013-04-18
7778 CST BRANDS INC		2013-02-15	2013-05-14
16629 501 PIMCO COMMODITY RR STRAT INS		2012-02-07	2013-05-14
37 CST BRANDS INC		2013-02-15	2013-05-15
95 CATERPILLAR INC		2012-07-11	2013-05-22
75 CATERPILLAR INC		2010-12-16	2013-05-22
115 DEERE & CO		2011-04-21	2013-05-22
280 EMC CORP		2011-04-21	2013-05-22
390 EMC CORP		2012-07-11	2013-05-22
10 EMERSON ELECTRIC CO		2012-07-11	2013-05-22
175 EMERSON ELECTRIC CO		2007-06-12	2013-05-22
205 FREEPORT-MCMORAN COPPER AND GOLD INC		2009-07-08	2013-05-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
185 FREEPORT-MCMORAN COPPER AND GOLD INC		2012-07-11	2013-05-22
375 U S BANCORP		2011-04-21	2013-05-22
260 U S BANCORP		2012-07-11	2013-05-22
235 YUM! BRANDS INC		2012-07-11	2013-05-22
2235 977 PERMANENT PORTFOLIO		2012-11-09	2013-05-29
115 MONSANTO CO		2011-04-21	2013-05-30
236 773 T ROWE PRICE REAL ESTATE FUND		2013-01-30	2013-05-31
4233 5 T ROWE PRICE REAL ESTATE FUND		2012-03-29	2013-05-31
18399 264 VANGUARD TOTL BD MKT IDX		2013-01-30	2013-05-31
5 NEWS CORP/NEW CL A		2011-04-21	2013-07-12
215 AMERICAN TOWER CORP REIT		2012-07-11	2013-07-22
420 BANK OF NEW YORK MELLON CORP			2013-07-22
135 GOLDMAN SACHS GROUP INC			2013-07-22
112 NEWS CORP/NEW CL A		2011-04-21	2013-07-22
330 PRUDENTIAL FINL INC			2013-07-22
50 PRUDENTIAL FINL INC		2013-02-15	2013-07-22
190 ACTAVIS INC		2013-02-15	2013-10-01
165 SIMON PROPERTY GROUP INC REIT			2013-10-16
902 BROADCOM CORP			2013-11-05
4824 31 T ROWE PRICE NEW ASIA FUND			2013-12-11
5086 074 T ROWE PRICE NEW ASIA FUND		2012-09-06	2013-12-11
820 KB HOME COM		2013-02-15	2013-12-26
8957 41 NUVEEN PREFERRED SECURIT-I			2013-12-26
4374 24 NUVEEN PREFERRED SECURIT-I		2010-12-16	2013-12-26
270 NOBLE CORPORATION PLC		2013-02-15	2013-12-26
8898 279 VANGUARD TOTAL BD MKT IDX ADM		2013-01-30	2013-12-27
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
125,000		127,149	-2,149
275,000		270,316	4,684
11,152		8,289	2,863
11,949		8,988	2,961
5,285		3,671	1,614
614		452	162
748		699	49
2,500		1,736	764
3,273		2,988	285
5,752		8,085	-2,333
8,436		11,858	-3,422
8,889		8,603	286
16,887		14,025	2,862
1,018		739	279
8,580		7,955	625
5,705		4,169	1,536
10,644		8,425	2,219
5,326		3,273	2,053
568		394	174
1,018		716	302
1,792		1,898	-106
12,131		7,282	4,849
641		662	-21
5,262		5,815	-553
7,908		4,790	3,118
2,900		2,134	766
6,149		5,017	1,132
1,063		934	129
18,936		22,210	-3,274
13,209		12,733	476

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,180		4,356	-176
10,195		8,814	1,381
1,771		1,537	234
8,692		5,295	3,397
4,626		4,086	540
15,798		11,376	4,422
2,748		2,447	301
9,936		8,848	1,088
6,041		2,604	3,437
4,188		3,541	647
2,002		1,309	693
10,694		8,571	2,123
13,628		11,627	2,001
908		759	149
12,160		8,167	3,993
3,264		2,988	276
1,094		1,185	-91
3,448		2,901	547
1,029		680	349
11,062		11,651	-589
3,731		2,267	1,464
2,196		1,616	580
6,231		4,616	1,615
15,600		12,441	3,159
47,912		48,735	-823
4,405		3,648	757
53,410		53,087	323
7,059		5,267	1,792
14,140		14,758	-618
6,858		5,465	1,393

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,557		3,972	585
15,165		16,672	-1,507
1,317		1,171	146
20,194		17,959	2,235
544		478	66
615		496	119
11,339		10,638	701
10,338		9,699	639
3,079		2,498	581
5,858		3,081	2,777
11,458		8,941	2,517
2,730		1,932	798
5,822		5,150	672
4,522		3,471	1,051
3,970		2,806	1,164
6,291		4,036	2,255
11,669		9,120	2,549
1,401		1,156	245
160,737		134,539	26,198
25		27	-2
103,934		115,242	-11,308
1,185		1,289	-104
8,396		8,397	-1
6,628		6,629	-1
9,935		10,916	-981
6,717		7,401	-684
9,356		10,309	-953
586		427	159
10,255		7,469	2,786
6,513		7,442	-929

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
5,877		6,716	-839
13,349		9,861	3,488
9,255		6,837	2,418
16,619		14,659	1,960
105,784		109,323	-3,539
12,121		7,816	4,305
5,297		5,041	256
94,703		90,140	4,563
200,000		202,208	-2,208
8		4	4
15,936		15,028	908
13,415		11,291	2,124
22,366		18,387	3,979
1,780		895	885
26,040		19,732	6,308
3,946		2,990	956
27,362		16,218	11,144
25,476		18,322	7,154
24,020		32,120	-8,100
79,842		82,000	-2,158
84,175		78,682	5,493
14,770		15,859	-1,089
150,126		154,804	-4,678
73,312		75,596	-2,284
9,855		10,554	-699
93,966		97,792	-3,826
			15,282

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-2,149
			4,684
			2,863
			2,961
			1,614
			162
			49
			764
			285
			-2,333
			-3,422
			286
			2,862
			279
			625
			1,536
			2,219
			2,053
			174
			302
			-106
			4,849
			-21
			-553
			3,118
			766
			1,132
			129
			-3,274
			476

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-176
			1,381
			234
			3,397
			540
			4,422
			301
			1,088
			3,437
			647
			693
			2,123
			2,001
			149
			3,993
			276
			-91
			547
			349
			-589
			1,464
			580
			1,615
			3,159
			-823
			757
			323
			1,792
			-618
			1,393

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			585
			-1,507
			146
			2,235
			66
			119
			701
			639
			581
			2,777
			2,517
			798
			672
			1,051
			1,164
			2,255
			2,549
			245
			26,198
			-2
			-11,308
			-104
			-1
			-1
			-981
			-684
			-953
			159
			2,786
			-929

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-839
			3,488
			2,418
			1,960
			-3,539
			4,305
			256
			4,563
			-2,208
			4
			908
			2,124
			3,979
			885
			6,308
			956
			11,144
			7,154
			-8,100
			-2,158
			5,493
			-1,089
			-4,678
			-2,284
			-699
			-3,826

Form 990PF Part XV Line 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*				
LAKESIDE CHAPEL 360 CLEVERDALE ROAD CLEVERDALE,NY 12820	N/A	NONE	GENERAL - UNRESTRICTED	8,500
BAY ROAD PRESBYTERIAN CHURCH 1167 BAY ROAD LAKE GEORGE,NY 12804	N/A	NONE	GENERAL - UNRESTRICTED	25,000
N QUEENSBURY FIRE FIGHTERS SERVICE PO BOX 61 CLEVERDALE,NY 12820	N/A	NONE	UNRESTRICTED - GENERAL	1,250
N QUEENSBURY RESCUE SQUAD PO BOX 272 CLEVERDALE,NY 12820	N/A	NONE	UNRESTRICTED - GENERAL	1,250
LAKE GEORGE OPERA FESTIVAL ASSN 19 ROOSEVELT DRIVE STE 250 SARATOGA SPRINGS,NY 128666226	N/A	NONE	UNRESTRICTED - GENERAL	28,000
HARRISENA COMMUNITY CHURCH 1616 RIDGE ROAD QUEENSBURY,NY 12804	N/A	NONE	UNRESTRICTED - GENERAL	28,000
CHAPMAN HISTORICAL MUSEUM 248 GLEN STREET GLENS FALLS,NY 12801	N/A	NONE	UNRESTRICTED - GENERAL	27,000
THE SALVATION ARMY 13-15 CHESTER STREET GLENS FALLS,NY 12801	N/A	NONE	UNRESTRICTED - GENERAL	41,000
THE HYDE COLLECTION 161 WARREN STREET GLENS FALLS,NY 12801	N/A	NONE	UNRESTRICTED - GENERAL	30,000
THE HYDE COLLECTION 161 WARREN STRET GLENS FALLS,NY 12801	N/A	NONE	DLM GRANT FOR HYDE	20,000
Total . . . . ▶ **3a**				210,000

TY 2013 Investments Corporate Bonds Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ASTRAZENECA PLC DTD 05/24/04	108,070	102,093
BEAR STEARNS & CO DTD 11/06/02	54,276	52,226
UNITED TECHNOLOGIES CORP	159,420	158,520
FEDERAL FARM CREDIT BANK	50,632	53,415
MERRILL LYNCH & CO DTD 05/16/0	50,395	55,011
DUPONT EI NEMOUR DTD 12/15/06	52,464	56,092
COCA-COLA CO DTD 11/01/07	53,407	56,929
AT&T INC DTD 02/01/08 5.50%	51,921	56,284
PEPSICO INC DTD 05/28/08	103,407	112,172
CONOCO PHILLIPS DTD 02/03/09	54,256	57,738
CISCO SYSTEMS INC DTD 02/17/09	51,126	56,241
PROCTER & GAMBLE CO DTD 02/06/	51,065	55,847

TY 2013 Investments Corporate Stock Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOW CHEMICAL COMPANY	20,297	26,773
DUPONT E I DE NEMOURS & CO	24,060	29,431
INTERNAT'L FLAVORS & FRAGRANCE	12,428	12,983
PRAXAIR INC	14,054	22,755
COCA COLA CO	39,711	48,333
COLGATE PALMOLIVE CO	12,979	19,563
COSTCO WHOLESALE CORP	11,091	18,448
CVS CAREMARK CORP	11,634	22,545
GENERAL MILLS INC	12,677	16,470
KIMBERLY CLARK CORP	13,275	18,280
KRAFT FOODS GROUP INC	8,767	12,130
MONDELEZ INTERNATIONAL INC	8,145	12,885
PEPSICO INC	18,240	24,882
PROCTER & GAMBLE CO	23,683	31,750
WALMART STORES INC	16,362	24,000
AMAZON.COM INC	13,765	29,909
CHEESECAKE FACTORY INC	16,656	19,549
COMCAST CORP-CL A	13,471	27,801
DISNEY WALT CO NEW	10,426	24,066
FORD MOTOR CO DEL	15,417	19,056
HOME DEPOT INC	9,113	25,937
MCDONALDS CORP	14,135	21,832
NIKE INC CLASS B	12,117	23,592
STARBUCKS CORP	14,106	23,125
TARGET CORP	12,651	16,134
TIME WARNER INC	8,543	21,265
TWENTY-FIRST CENTURY FOX INC	6,949	15,827
UNDER ARMOUR INC CL A	16,371	28,809
ACTAVIS PLC	27,362	31,920
AMGEN INC	14,467	28,520

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRISTOL MYERS SQUIBB CO	14,475	27,372
EXPRESS SCRIPTS HLDG	21,646	27,394
GILEAD SCIENCES INC	13,112	39,052
JOHNSON & JOHNSON	26,162	37,094
LILLY ELI & CO	15,917	20,400
MEDTRONIC INC	14,728	19,800
MERCK & CO INC	18,557	26,026
PFIZER INC	28,971	43,801
UNITED HEALTH GROUP INC	19,069	28,238
ANADARKO PETROLEUM	14,193	15,071
CHEVRON CORPORATION	25,845	38,722
CONOCO PHILLIPS	11,024	19,782
EXXON MOBIL CORP	54,110	76,406
HALLIBURTON CO	9,412	12,687
HELMERICH & PAYNE INC	10,814	13,453
NATIONAL OILWELL INC	10,923	11,930
OCCIDENTIAL PETE CORP	17,468	17,594
PHILLIPS 66	15,930	19,283
SCHLUMBERGER LTD	11,407	11,714
VALERO ENERGY CORP	14,647	17,136
AFLAC INC	30,041	33,400
AMERICAN EXPRESS CO	23,288	46,726
BERKSHIRE HATHAWAY INC CL B	32,874	45,053
CHUBB CORP	16,200	17,587
CITIGROUP INC	27,159	31,162
FRANKLIN RESOURCES INC	22,277	26,152
JP MORGAN CHASE & CO	33,896	50,878
METLIFE INC	28,966	38,876
MORGAN STANLEY	27,073	35,217
TRAVELERS COMPANIES INC	14,069	24,446

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO	31,651	49,713
BOEING CO	16,636	30,028
DANAHER CORP	14,960	18,142
EATON CORP PLC	10,949	12,027
FEDEX CORPORATION	9,808	15,096
GENERAL DYNAMICS CORP	16,550	23,410
GENERAL ELECTRIC CORP	42,468	59,424
HONEYWELL INTERNATIONAL INC	13,573	21,015
MASCO CORP	10,260	10,406
UNION PAC CORP	11,109	19,320
UNITED PARCEL SERVICE CL B	14,346	20,491
UNITED TECHNOLOGIES CORP	16,658	27,312
3M CO	15,406	25,946
ACCENTURE PLC CLA A	21,416	23,844
APPLE INC	42,142	95,373
CICSCO SYSTEMS INC	12,720	17,271
EBAY INC	10,950	17,557
GOOGLE INC CL A	25,595	50,432
INTEL CORP	50,583	60,864
INTL BUSINESS MACHINES CORP	34,689	49,706
MICROSOFT CORP	46,383	57,237
ORACLE CORPORATION	26,798	39,982
QUALCOMM INC	23,549	30,814
VISA INC CL A	13,622	30,062
AT&T INC	31,292	37,621
VERIZON COMMUNICATIONS	19,018	29,975
DTE ENERGY CO	32,245	33,195
NEXTERA ENERGY INC	25,456	31,679

TY 2013 Investments Government Obligations Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

US Government Securities - End of Year Book Value:

US Government Securities - End of Year Fair Market Value:

State & Local Government Securities - End of Year Book Value:

State & Local Government Securities - End of Year Fair Market Value:

TY 2013 Investments - Other Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY HIGH INCOME FD	AT COST	125,000	125,385
FIDELITY CAP & INC FD	AT COST	125,000	128,579
PIMCO SHORT TERM FD	AT COST	200,000	200,000
APOLLO GLOBAL MANAGEMENT LLC	AT COST	13,345	15,805
JOHN HANCOCK III DISC VALUE	AT COST	105,672	122,799
PERMANENT PORTFOLIO	AT COST	100,000	90,310
T ROWE PRICE REAL ESTATE FD	AT COST	133,618	133,102
VANGUARD MID CAP INDEX-ADM	AT COST	475,977	715,136
VANGUARD SM CAP INDEX-ADM	AT COST	213,816	305,824
DODGE & COX INTL STK FD	AT COST	83,049	85,126
FIDELITY OVERSEAS FUND	AT COST	83,049	86,981
VANGUARD TOT INT ST INDEX FD	AT COST	210,737	232,423
FRANKLIN CONVERTIBLE SEC ADV	AT COST	100,000	100,552

TY 2013 Other Decreases Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Description	Amount
ADJUSTMENT TO BOOK VALUE	31,999

TY 2013 Other Expenses Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS EPTL FILING FEE	250	0		250
FOUNDATION SOURCE ADM FEE	19,639	0		19,639

TY 2013 Taxes Schedule

Name: WALDO T ROSS & RUTH S ROSS CHARITABLE TRUST

EIN: 27-6594166

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIOR YEAR BAL DUE	1,216	0		0
ESTM TAX PAYMENTS	3,600	0		0
FOREIGN TAX WITHHELD AT SOURCE		462		0