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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 PARNELL FAMILY FOUNDATION		A Employer identification number 33-0433123	
% LISA GAGE			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1390 Suite		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code EASTSOUND, WA 982451390		B Telephone number (see instructions) (360) 376-6355	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 2,309,338		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	25			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11	11		
	4 Dividends and interest from securities.	42,705	42,705		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	111,147			
	b Gross sales price for all assets on line 6a 1,193,955				
	7 Capital gain net income (from Part IV, line 2) . . .		111,147		
	8 Net short-term capital gain				
	9 Income modifications			13,182	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	153,888	153,863	13,182	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,342	0	0	1,342
	b Accounting fees (attach schedule)	8,860	4,430	0	4,430
	c Other professional fees (attach schedule)	12,425	12,425	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,000	0	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,026	0	0	13,026
	24 Total operating and administrative expenses. Add lines 13 through 23	40,653	16,855	0	18,798
	25 Contributions, gifts, grants paid	7,650			7,650
	26 Total expenses and disbursements. Add lines 24 and 25	48,303	16,855	0	26,448
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	105,585			
	b Net investment income (if negative, enter -0-)		137,008		
	c Adjusted net income (if negative, enter -0-)			13,182	

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			
	2	Savings and temporary cash investments	110,921	180,888	180,888
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 26,697 Less allowance for doubtful accounts ▶ _____	25,000	26,697	26,697
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	155,681	365,776	343,949
	b	Investments—corporate stock (attach schedule)	1,108,584	1,039,219	1,390,722
	c	Investments—corporate bonds (attach schedule).	463,456	369,829	367,082
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,863,642	1,982,409	2,309,338	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,863,642	1,982,409	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,863,642	1,982,409	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,863,642	1,982,409	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,863,642
2	Enter amount from Part I, line 27a	2	105,585
3	Other increases not included in line 2 (itemize) ▶ _____	3	13,182
4	Add lines 1, 2, and 3	4	1,982,409
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,982,409

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)
1 a	SHORT TERM STOCK SALES	P		
b	LONG TERM STOCK SALES	P		
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 824,030		757,230	66,800
b 369,925		325,578	44,347
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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			66,800
b			44,347
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	111,147
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	94,897	1,915,654	0 049538
2011	358,584	1,923,006	0 186471
2010	191,663	1,896,231	0 101076
2009	1,114,237	2,131,065	0 522855
2008	133,204	3,314,733	0 040185

2	Total of line 1, column (d).	2	0 900125
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 180025
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,113,678
5	Multiply line 4 by line 3.	5	380,515
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,370
7	Add lines 5 and 6.	7	381,885
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	26,448

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 <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,740
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	
3	Add lines 1 and 2.	3	2,740
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,740
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,480
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	4,480
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>	10	1,740
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 1,740 Refunded <input type="checkbox"/>	11	

Part VII-A **Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input type="checkbox"/>		Yes	No
		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
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes.</i> <input type="checkbox"/>	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? <i>If "Yes," attach the statement required by General Instruction T.</i> <input type="checkbox"/>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> WA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of LISA GAGE Telephone no (360) 376-6355 Located at PO BOX 1390 EASTSOUND WA ZIP +4 982451390			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MIKE D PARNELL	PRESIDENT	0	0	0
PO BOX 1390 EASTSOUND, WA 982451390	2 0			
MELISSA D PARNELL	SECRETARY/TREASURER	0	0	0
PO BOX 1390 EASTSOUND, WA 982451390	2 0			
SCOTT D PARNELL	DIRECTOR	0	0	0
PO BOX 1390 EASTSOUND, WA 982451390	2 0			
DAVID A MELTZER	DIRECTOR	0	0	0
PO BOX 1390 EASTSOUND, WA 982451390	2 0			
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
Total number of other employees paid over \$50,000.				

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
Total number of others receiving over \$50,000 for professional services.		

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 MAINTAIN WEBSITE TO EDUCATE THE PUBLIC AND PROVIDE PARENT SUPPORT FOR THE DISEASE KNOWN AS NEPHROGENIC DIABETES INSIPIDUS SET UP BOOTH AT SCIENTIFIC CONFERENCES ATTENDED	
2 BY DOCTORS AND RESEARCHERS TO MAKE THEM AWARE OF THE EXISTENCE OF THE DISEASE, AS WELL AS CURRENT RESEARCH AND CURRENT TREATMENTS FOR THE DISEASE	3,558
3 OPERATING COSTS ASSOCIATED WITH RUNNING THE CHURCH AND THE SCHOOL CONSTRUCTED BY THE FOUNDATION THAT WERE NOT REIMBURSED BY THE SEVENTH DAY ADVENTIST CHURCH	3,732
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	1,989,419
b	Average of monthly cash balances.	1b	129,750
c	Fair market value of all other assets (see instructions).	1c	26,697
d	Total (add lines 1a, b, and c).	1d	2,145,866
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,145,866
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	32,188
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,113,678
6	Minimum investment return. Enter 5% of line 5.	6	105,684

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	105,684
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,740
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,740
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	102,944
4	Recoveries of amounts treated as qualifying distributions.	4	13,182
5	Add lines 3 and 4.	5	116,126
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	116,126

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	26,448
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	26,448
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	26,448
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				116,126
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 2010 , 2009		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	1,008,990			
c From 2010.	97,937			
d From 2011.	264,758			
e From 2012.	2,570			
f Total of lines 3a through e.	1,374,255			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 26,448				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				26,448
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).)	89,678			89,678
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,284,577			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,284,577			
10 Analysis of line 9				
a Excess from 2009. . . .	919,312			
b Excess from 2010. . . .	97,937			
c Excess from 2011. . . .	264,758			
d Excess from 2012. . . .	2,570			
e Excess from 2013. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary 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))

See Additional Data Table

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 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

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	7,650
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated


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

[illegible]

Form 990PF Part XV Line 1a - 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).

MIKE D PARNELL
MELISSA D PARNELL

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VARIOUS CHARITABLE SUPPORT PO BOX 1390 EASTSOUND,WA 982451390	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATIONS	900
ORCAS CHRISTIAN SCHOOL 107 ENCHANTED FOREST RD EASTSOUND,WA 98245	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	5,000
FORT SMITH ELEMENTARY PLAYGROUND FUND PO BOX 1390 EASTSOUND,WA 98245	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	250
MISSIONS NETWORK INTERNATIONAL PO BOX 827 LYNDEN,WA 98264	NONE	PC	DONATION "THE PEPPER BASKET"	500
BIGHORN RIVER ALLIANCE PO Box 7884 FORT SMITH,MT 59035	N/A	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATIONS	1,000
Total  3a				7,650

TY 2013 Accounting Fees Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES - BADER MARTIN	8,860	4,430		4,430

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

**TY 2013 Investments Corporate
Bonds Schedule**

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ADVEST - ATTACHMENT A	369,829	367,082

**TY 2013 Investments Corporate
Stock Schedule**

Name: PARNELL FAMILY FOUNDATION
EIN: 33-0433123

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVEST - ATTACHMENT A	1,039,219	1,390,722

**TY 2013 Investments Government
Obligations Schedule****Name:** PARNELL FAMILY FOUNDATION**EIN:** 33-0433123**US Government Securities - End of
Year Book Value:**

365,776

**US Government Securities - End of
Year Fair Market Value:**

343,949

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

TY 2013 Investments - Land Schedule**Name:** PARNELL FAMILY FOUNDATION**EIN:** 33-0433123

TY 2013 Land, Etc. Schedule**Name:** PARNELL FAMILY FOUNDATION**EIN:** 33-0433123

TY 2013 Legal Fees Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - MUNDT MACGREGOR	1,342	0	0	1,342

TY 2013 Other Expenses Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIRECT CHARITABLE ACTIVITIES	7,290	0	0	7,290
FILING FEE	10			10
OTHER EXPENSES	38			38
INSURANCE	5,688			5,688

TY 2013 Other Increases Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Description	Amount
RECOVERY OF PRIOR YEAR GRANT	13,182

**TY 2013 Other Notes/Loans
Receivable Short Schedule**

Name: PARNELL FAMILY FOUNDATION
EIN: 33-0433123

Name of 501(c)(3) Organization	Balance Due
DANNY L BROWN	26,697

TY 2013 Other Professional Fees Schedule**Name:** PARNELL FAMILY FOUNDATION**EIN:** 33-0433123

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES -	12,425	12,425	0	0
ADVEST				

TY 2013 Taxes Schedule

Name: PARNELL FAMILY FOUNDATION

EIN: 33-0433123

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES - 990PF PRIOR YEAR	5,000	0	0	0

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ADVANCE AUTO PARTS AAP									
Acquired 11/26/13 S	0.71	143	101.98	14,583.51	110.6800	15,827.24	1,243.73	34.32	0.21
AGCO CORP AGCO									
Acquired 08/22/13 S	0.50	188	57.60	10,829.14	59.1900	11,127.72	298.58	75.20	0.67

PARNELL FAMILY FOUNDATION
EIN. 33-0433123
2013 FORM 990-PF
ATTACHMENT A
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ALASKA AIR GROUP INC ALK									
Acquired 10/11/12 L	0.84	255	36.59	9,331.98	73.3700	18,709.35	9,377.37	204.00	1.09
ALLSTATE CORP ALL									
Acquired 12/02/08 L nc		46	22.06	1,014.97		2,508.84	1,493.87		
Acquired 03/24/09 L nc		343	21.18	7,265.56		18,707.22	11,441.66		
Total	0.95	389		\$8,280.53	54.5400	\$21,216.06	\$12,935.53	\$389.00	1.83
AMEREN CORP AEE									
Acquired 09/19/13 S	0.67	414	34.84	14,426.70	36.1600	14,970.24	543.54	662.40	4.42
AMERICAN INTL GROUP INC AIG									
Acquired 10/11/12 L	1.02	448	35.78	16,032.22	51.0500	22,870.40	6,838.18	179.20	0.78
APPLE INC AAPL									
Acquired 11/14/13 S	0.70	28	527.97	14,783.33	561.0200	15,708.56	925.23	341.60	2.17
AT & T INC T									
Acquired 02/18/05 L nc	0.51	325	19.28	6,268.02	35.1600	11,427.00	5,158.98	598.00	5.23
AVERY DENNISON CORP AVY									
Acquired 05/02/13 S	0.34	153	41.27	6,315.06	50.1900	7,679.07	1,364.01	177.48	2.31
BAKER HUGHES INC BHI									
Acquired 08/22/13 S	0.78	316	47.13	14,895.51	55.2600	17,462.16	2,566.65	189.60	1.08
BIOGEN IDEC INC BIIB									
Acquired 10/11/12 L		61	147.46	8,995.06		17,053.89	8,058.83		
Acquired 02/12/13 S		2	164.89	329.79		559.14	229.35		
Total	0.79	63		\$9,324.85	279.5720	\$17,613.03	\$8,288.18	N/A	N/A
BOEING CO BA									
Acquired 07/02/08 L nc		37	64.65	2,392.38		5,050.13	2,657.75		
Acquired 11/04/08 L nc		23	53.62	1,233.48		3,139.27	1,905.79		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 11/17/08 L nc		166	41.84	6,946.95		22,657.34	15,710.39		
Total	1.38	226		\$10,572.81	136.4900	\$30,846.74	\$20,273.93	\$659.92	2.14
BORG WARNER INC									
BWA									
Acquired 03/19/13 S	0.69	356	38.94	13,862.87	55.9100	19,903.96	6,041.09	178.00	0.89
CAPITAL ONE FINANCIAL CORP									
COF									
Acquired 12/05/13 S	0.81	236	72.00	16,992.00	76.6100	18,079.96	1,087.96	283.20	1.56
CARDINAL HEALTH INC									
CAH									
Acquired 08/09/13 S	0.75	251	51.68	12,973.96	66.8100	16,769.31	3,795.35	303.71	1.81
CELGENE CORP									
CELG									
Acquired 10/11/12 L	0.94	124	77.91	9,661.21	168.9680	20,952.03	11,290.82	N/A	N/A
CHEVRON CORPORATION									
CVX									
Acquired 03/09/09 L nc	1.27	227	58.39	13,255.36	124.9100	28,354.57	15,099.21	908.00	3.20
CIMAREX ENERGY CO									
XEC									
Acquired 09/19/13 S	0.34	73	91.66	6,691.69	104.9100	7,658.43	966.74	40.88	0.53
COCA-COLA ENTERPRISES									
CCE									
Acquired 09/19/13 S	0.69	348	41.28	14,366.17	44.1300	15,357.24	991.07	278.40	1.81
COMCAST CORP NEW CL A									
CMCSA									
Acquired 10/11/12 L	1.26	541	35.25	19,075.60	51.9650	28,113.06	9,037.46	421.98	1.50
CONOCOPHILLIPS									
COP									
Acquired 10/11/12 L	1.05	331	56.77	18,792.92	70.6500	23,385.15	4,592.23	913.56	3.90
COVIDIEN PLC									
COV									
Acquired 10/11/12 L	0.45	149	52.73	7,857.30	68.1000	10,146.90	2,289.60	190.72	1.87
DELTA AIR LINES INC NEW									
DAL									
Acquired 01/11/13 S	0.62	508	13.25	6,734.76	27.4700	13,954.76	7,220.00	121.92	0.87

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
DIRECTV DTV									
Acquired 10/11/12 L		155	50 06	7,760 13		10,704 30	2,944 17		
Acquired 11/08/13 S		111	63 88	7,091 62		7,665 66	574 04		
Total	0.82	266		\$14,851.75	69.0600	\$18,369.96	\$3,518.21	N/A	N/A
DISCOVER FINANCIAL DFS									
Acquired 01/10/13 S	0 88	353	40 54	14,311 29	55 9500	19,750 35	5,439 06	282 40	1 42
DOVER CORP COMMON DOV									
Acquired 08/14/13 S	0 71	164	88 43	14,503 47	96 5400	15,832 56	1,329 09	246 00	1 55
DOW CHEMICAL COMPANY DOW									
Acquired 09/27/13 S	0 87	438	39 30	17,217 69	44 4000	19,447 20	2,229 51	560 64	2 88
EXTRA SPACE STORAGE INC EXR									
Acquired 12/20/13 S	0 48	256	42 43	10,862 98	42 1300	10,785 28	-77 70	409 60	3 79
EXXON MOBIL CORP XOM									
Acquired 10/22/08 L nc		158	68 33	10,796 22		15,989 60	5,193 38		
Acquired 10/06/09 L nc		98	68 90	6,752 49		9,917 60	3,165 11		
Acquired 05/13/10 L nc		75	64 89	4,867 28		7,590 00	2,722 72		
Total	1.50	331		\$22,415 99	101.2000	\$33,497.20	\$11,081.21	\$834.12	2.49
FLOWERVE CORP FLS									
Acquired 12/05/12 L	0 50	141	47 19	6,653 88	78 8300	11,115 03	4,461 15	78 96	0 71
FLUOR CORP (NEW) FLR									
Acquired 10/11/12 L		119	56 99	6,782 62		9,554 51	2,771 89		
Acquired 05/23/13 S		105	64 64	6,788 22		8,430 45	1,642 23		
Total	0.80	224		\$13,570.84	80.2900	\$17,984.96	\$4,414.12	\$143.36	0.80
GENERAL ELECTRIC COMPANY GE									
Acquired 03/24/09 L nc	0 42	337	10 33	3,481 21	28 0300	9,446 11	5,964 90	296 56	3 13

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GILEAD SCIENCES INC GILD									
Acquired 12/05/13 S	0.47	140	73.10	10,234.91	75.1000	10,514.00	279.09	N/A	N/A
GNC HOLDINGS INC GNC									
Acquired 12/20/13 S	0.44	167	58.01	9,689.27	58.4500	9,761.15	71.88	100.20	1.02
GOOGLE INC CL A GOOG									
Acquired 10/24/13 S	1.55	31	1,028.57	31,885.77	1,120.7100	34,742.01	2,856.24	N/A	N/A
HALLIBURTON COMPANY HAL									
Acquired 03/22/13 S		208	39.18	8,151.44		10,556.00	2,404.56		
Acquired 05/02/13 S		192	42.52	8,164.86		9,744.00	1,579.14		
Acquired 05/23/13 S		50	43.18	2,159.50		2,537.50	378.00		
Total	1.02	450		\$18,475.80	50.7500	\$22,837.50	\$4,361.70	\$270.00	1.18
HOME DEPOT INC HD									
Acquired 10/11/12 L		247	59.08	14,594.00		20,337.98	5,743.98		
Acquired 11/14/13 S		53	78.94	4,184.14		4,364.02	179.88		
Total	1.10	300		\$18,778.14	82.3400	\$24,702.00	\$5,923.86	\$468.00	1.89
HONEYWELL INTERNATIONAL INC HON									
Acquired 10/11/12 L	0.65	160	60.37	9,660.07	91.3700	14,619.20	4,959.13	288.00	1.97
ILLINOIS TOOL WORKS INC ITW									
Acquired 09/06/13 S	0.80	213	73.13	15,576.84	84.0800	17,909.04	2,332.20	357.84	1.99
INTEL CORP INTC									
Acquired 08/25/10 L nc	0.37	317	18.54	5,877.18	25.9550	8,227.73	2,350.55	285.30	3.46
J M SMUCKER CO SJM									
Acquired 06/20/13 S	0.64	139	100.28	13,939.18	103.6200	14,403.18	464.00	322.48	2.23

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
JOHNSON & JOHNSON									
JNJ									
Acquired 08/23/04 L nc		172	57 50	9,890 00		15,753 48	5,863 48		
Acquired 07/18/13 S		86	90 25	7,761 90		7,876 74	114 84		
Acquired 11/05/13 S		123	92 76	11,410 39		11,265 57	-144 82		
Total	1.56	381		\$29,062.29	91.5900	\$34,895.79	\$5,833.50	\$1,005.84	2.88
JPMORGAN CHASE & CO									
JPM									
Acquired 11/16/12 L	1 62	619	39 57	24,493 83	58 4800	36,199 12	11,705 29	940 88	2 59
KEYCORP NEW									
KEY									
Acquired 10/11/12 L	0 89	1,479	8 64	12,788 68	13 4200	19,848 18	7,059 50	325 38	1 63
KROGER COMPANY COMMON									
KR									
Acquired 10/11/12 L	0 87	495	23 35	11,561 02	39 5300	19,567 35	8,006 33	326 70	1 66
LAM RESEARCH CORP									
LRCX									
Acquired 10/29/13 S	0 66	272	54 94	14,944 82	54 4500	14,810 40	-134 42	N/A	N/A
LINCOLN NATL CORP IND									
LNC									
Acquired 09/06/13 S		158	43 76	6,915 12		8,155 96	1,240 84		
Acquired 09/19/13 S		161	42 08	6,775 04		8,310 82	1,535 78		
Total	0.74	319		\$13,690.16	51.6200	\$16,466.78	\$2,776.62	\$204.16	1.24
MARATHON OIL CORP									
MRO									
Acquired 10/11/12 L	0 42	264	29 34	7,747 21	35 3000	9,319 20	1,571 99	200 64	2 15
MARATHON PETROLEUM CORP									
MPC									
Acquired 12/20/13 S	0 39	95	87 63	8,325 60	91 7300	8,714 35	388 75	159 60	1 83
MARRIOTT INTL INC NEW									
CL A									
MAR									
Acquired 11/14/12 L		250	34 80	8,701 90		12,337 74	3,635 84		
Acquired 11/25/13 S		77	46 79	3,603 25		3,800 03	196 78		
Total	0.72	327		\$12,305.15	49.3510	\$16,137.77	\$3,832.62	\$222.36	1.38

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
MCKESSON CORPORATION									
MCK									
Acquired 10/11/12 L	0.76	105	89.14	9,360.33	161.4000	16,947.00	7,586.67	100.80	0.59
MICROSOFT CORP									
MSFT									
Acquired 10/10/08 L nc		484	21.89	10,599.01		18,106.44	7,507.43		
Acquired 11/14/08 L nc		476	20.19	9,611.96		17,807.16	8,195.20		
Acquired 02/28/13 S		95	27.85	2,645.75		3,553.95	908.20		
Total	1.76	1,055		\$22,856.72	37.4100	\$39,457.55	\$16,610.63	\$1,181.60	2.99
MYLAN INC									
MYL									
Acquired 06/14/13 S		229	31.69	7,257.88		9,938.60	2,680.72		
Acquired 08/09/13 S		175	37.23	6,516.16		7,595.00	1,078.84		
Total	0.78	404		\$13,774.04	43.4000	\$17,533.60	\$3,759.56	N/A	N/A
NORFOLK SOUTHERN CORP									
NSC									
Acquired 05/02/13 S	0.83	200	76.52	15,304.00	92.8300	18,566.00	3,262.00	416.00	2.24
OMNICARE INC									
OCR									
Acquired 07/23/13 S		135	50.65	6,837.75		8,148.60	1,310.85		
Acquired 08/09/13 S		133	54.80	7,288.44		8,027.88	739.44		
Total	0.72	268		\$14,126.19	60.3600	\$16,176.48	\$2,050.29	\$214.40	1.33
ORACLE CORPORATION									
ORCL									
Acquired 10/11/12 L	1.36	794	30.78	24,444.48	38.2600	30,378.44	5,933.96	381.12	1.25
PFIZER INCORPORATED									
PFE									
Acquired 01/03/03 L nc		200	30.99	6,218.72		6,145.15	-73.57		
Acquired 01/10/06 L nc		169	24.58	4,154.02		5,176.47	1,022.45		
Acquired 10/16/09 L nc		133	17.66	2,365.73		4,103.19	1,737.46		
Acquired 10/16/09 L nc		432	17.66	7,636.45		13,244.87	5,608.42		
Acquired 08/05/11 L		325	17.17	5,582.49		9,954.75	4,372.26		
Total	1.73	1,261		\$25,957.41	30.6300	\$38,624.43	\$12,667.02	\$1,311.44	3.40
PINNACLE WEST CAP CORP									
PNW									
Acquired 10/11/12 L	0.57	241	52.95	12,761.26	52.9200	12,753.72	-7.54	547.07	4.28

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
PROCTER & GAMBLE CO PG									
Acquired 02/05/13 S	0.75	205	76.49	15,681.15	81.4100	16,689.05	1,007.90	493.23	2.95
PUBLIC SVC ENTERPRISE GROUP INC PEG									
Acquired 09/06/13 S	0.64	445	32.46	14,447.33	32.0400	14,257.80	-189.53	640.80	4.49
PULTE GROUP INC PHM									
Acquired 10/29/13 S	0.35	389	18.05	7,024.52	20.3700	7,923.93	899.41	77.80	0.98
QUALCOMM INC QCOM									
Acquired 11/20/13 S	1.12	338	71.60	24,203.54	74.2500	25,096.50	892.96	473.20	1.88
RAYTHEON COMPANY RTN									
Acquired 10/11/12 L	1.00	247	55.04	13,594.88	90.7000	22,402.90	8,808.02	543.40	2.42
ROCKWELL AUTOMATION INC ROK									
Acquired 11/25/13 S	0.36	69	113.64	7,841.57	118.1600	8,153.04	311.47	160.08	1.96
ST JUDE MEDICAL INC STJ									
Acquired 08/09/13 S		135	53.86	7,271.52		8,363.25	1,091.73		
Acquired 08/22/13 S		148	52.09	7,710.68		9,168.60	1,457.92		
Total	0.78	283		\$14,982.20	61.9500	\$17,531.85	\$2,549.65	\$283.00	1.61
STARWOOD HOTELS & RESORTS WORLDWIDE INC HOT									
Acquired 05/23/13 S	0.76	215	68.20	14,663.41	79.4500	17,081.75	2,418.34	290.25	1.69
STATE STR CORP STT									
Acquired 04/01/13 S	0.85	259	58.49	15,150.96	73.3900	19,008.01	3,857.05	269.36	1.41
TEXAS INSTRUMENTS INC TXN									
Acquired 07/18/13 S		225	37.60	8,462.14		9,879.75	1,417.61		
Acquired 08/09/13 S		204	39.68	8,096.62		8,957.64	861.02		
Total	0.84	429		\$16,558.76	43.9100	\$18,837.39	\$2,278.63	\$514.80	2.73

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
THERMO FISHER SCIENTIFIC INC TMO									
Acquired 03/08/13 S	0.66	133	76.96	10,235.90	111.3500	14,809.55	4,573.65	79.80	0.53
TIFFANY & CO NEW TIF									
Acquired 12/20/13 S	0.34	83	91.07	7,559.49	92.7800	7,700.74	141.25	112.88	1.46
TRW AUTOMOTIVE HOLDINGS CORP TRW									
Acquired 10/11/12 L	0.44	133	47.14	6,269.79	74.3900	9,893.87	3,624.08	N/A	N/A
VIACOM INC CL B VIAB									
Acquired 12/05/13 S	0.79	203	81.55	16,555.71	87.3400	17,730.02	1,174.31	243.60	1.37
WELLPOINT INC WLP									
Acquired 09/06/13 S	0.36	87	87.83	7,641.87	92.3900	8,037.93	396.06	130.50	1.62
WESTERN DIGITAL CORP WDC									
Acquired 09/05/13 S	0.83	222	65.09	14,451.51	83.9000	18,625.80	4,174.29	266.40	1.43
WHIRLPOOL CORP WHR									
Acquired 02/19/13 S	0.83	118	111.79	13,191.55	156.8600	18,509.48	5,317.93	295.00	1.59
WYNDHAM WORLDWIDE CORP WYN									
Acquired 10/11/12 L	0.50	151	52.96	7,997.87	73.6900	11,127.19	3,129.32	175.16	1.57
YAHOO INC YHOO									
Acquired 01/25/13 S	0.62	344	20.36	7,004.96	40.4400	13,911.36	6,906.40	N/A	N/A
ZIMMER HOLDINGS INC ZMH									
Acquired 10/11/12 L	0.67	160	63.03	10,085.68	93.1900	14,910.40	4,824.72	128.00	0.85
Total Stocks and ETFs	62.17			\$1,046,539.60		\$1,390,722.12	\$344,182.52	\$24,809.80	1.78
Total Stocks, options & ETFs	62.17			\$1,046,539.60		\$1,390,722.12	\$344,182.52	\$24,809.80	1.78

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Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value

Corporate Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
GENERAL ELEC CAP CORP ST UNSECURED NT SER A CPN 3.750% DUE 11/14/14 DTD 11/16/09 FC 05/14/10 Moody A1, S&P AA+ CUSIP 36962G4G6 Acquired 11/24/09 L nc	2.30	50,000	100.68	50,343.50	103.0030	51,501.50	1,158.00	244.79	1,875.00	3.64
PEPSICO INC NOTES CPN 2.500% DUE 05/10/16 DTD 05/10/11 FC 11/10/11 Moody A1, S&P A- CUSIP 713448BT4 Acquired 06/03/11 L nc	2.32	50,000	101.68	50,844.00	103.8480	51,924.00	1,080.00	177.08	1,250.00	2.40
BERKSHIRE HATHAWAY INC SR UNSECURED CPN 1.900% DUE 01/31/17 DTD 01/31/12 FC 07/31/12 Moody AA2, S&P AA CUSIP 084670BD9 Acquired 04/11/12 L nc	2.28	50,000	101.66	50,831.50	102.1430	51,071.50	240.00	395.83	950.00	1.86
WALT DISNEY COMPANY/THE MEDIUM TERM NOTES CPN 1.125% DUE 02/15/17 DTD 02/14/12 FC 08/15/12 Moody A2, S&P A CUSIP 25468PCS3 Acquired 05/28/13 S nc	1.34	30,000	100.10	30,031.80	99.5570	29,867.10	-164.70	127.50	337.50	1.13

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
CAMPBELL SOUP CO SENIOR NOTES CPN 3.050% DUE 07/15/17 DTD 07/06/10 FC 01/15/11 Moody A2, S&P BBB+ CUSIP 134429AV1 Acquired 01/24/11 L nc	2.33	50,000	101.06	50,530.00	104.2350	52,117.50	1,587.50	703.19	1,525.00	2.92
OCCIDENTAL PETROLEUM COR SR UNSECURED CALLABLE CPN 1.500% DUE 02/15/18 DTD 06/22/12 FC 02/15/13 CALL 11/01/17 @ 100.000 Moody A1, S&P A CUSIP 674599CD5 Acquired 12/17/12 L nc	1.53	35,000	101.38	35,483.00	98.0680	34,323.80	-1,159.20	198.33	525.00	1.52
BEAR STEARNS CO INC GLOBAL NOTES CPN 4.650% DUE 07/02/18 DTD 06/25/03 FC 01/02/04 Moody A3, S&P NR CUSIP 073902CD8 Acquired 10/18/12 L nc	1.47	30,000	113.23	33,971.10	109.6890	32,906.70	-1,064.40	693.63	1,395.00	4.23
WAL-MART STORES INC SR UNSECURED CPN 3.625% DUE 07/08/20 DTD 07/08/10 FC 01/08/11 Moody AA2, S&P AA CUSIP 931142CU5 Acquired 10/24/13 S nc	1.41	30,000	107.07	32,121.30	104.7900	31,437.00	-684.30	522.60	1,087.50	3.45

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
MERCK & CO INC SR UNSECURED CPN 2.400% DUE 09/15/22 DTD 09/13/12 FC 03/15/13 CALL 06/15/22 @ 100.000 Moody A2, S&P AA CUSIP 589331AT4 Acquired 11/14/12 L nc	1.43	35,000	101.92	35,672.35	91.2360	31,932.60	-3,739.75	247.33	840.00	2.63
Total Corporate Bonds	16.41	360,000		\$369,828.55		\$367,081.70	-\$2,746.85	\$3,310.28	\$9,785.00	2.67

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Government Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
FEDERAL HOME LN MTG CORP ^ GLOBAL NOTES CPN 4.500% DUE 01/15/14 DTD 01/16/04 FC 07/15/04 Moody AAA, S&P AA+ REMAIN BAL 35,000.00 DEC FACTOR 1.00000000 CUSIP 3134A4UM4 Acquired 05/01/08 L nc	1.57	35,000	103.81	36,336.65	100.1460	35,051.10	-1,285.55	726.25	1,575.00	4.49
FEDERAL HOME LN MTG CORP NOTES CPN 4.500% DUE 01/15/15 DTD 01/21/05 FC 07/15/05 Moody AAA, S&P AA+ REMAIN BAL 35,000.00 DEC FACTOR 1.00000000 CUSIP 3134A4UX0 Acquired 04/17/08 L nc Acquired 05/01/08 L nc		20,000 15,000	102.98 102.98	20,597.80 15,447.90		20,880.80 15,660.60	283.00 212.70			
Total	1.63	35,000		\$36,045.70	104.4040	\$36,541.40	\$495.70	\$726.25	\$1,575.00	4.31

Fixed Income Securities

Government Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
US TREASURY NOTES CPN 2.250% DUE 01/31/15 DTD 01/31/10 FC 07/31/10 Moody AAA, S&P NR CUSIP 912828MH0 Acquired 02/18/10 L nc	1.60	35,000	99.37	34,781.25	102.2270	35,779.45	998.20	329.55	787.50	2.20
US TREASURY NOTES CPN 1.375% DUE 11/30/15 DTD 11/30/10 FC 05/31/11 Moody AAA CUSIP 912828PJ3 Acquired 07/25/13 S nc	1.37	30,000	102.14	30,643.36	101.9340	30,580.20	-63.16	36.26	412.50	1.34
FEDERAL HOME LOAN BANK BONDS CPN 1.625% DUE 12/09/16 DTD 11/09/10 FC 06/09/11 Moody AAA, S&P AA+ REMAIN BAL 35,000.00 DEC FACTOR 1.00000000 CUSIP 313371PV2 Acquired 03/05/13 S nc	1.60	35,000	103.77	36,322.65	102.3580	35,825.30	-497.35	34.76	568.75	1.58
US TREASURY NOTES CPN 3.000% DUE 02/28/17 DTD 02/28/10 FC 08/31/10 Moody AAA, S&P NR CUSIP 912828MS6 Acquired 09/10/13 S nc	1.67	35,000	106.32	37,213.48	106.5550	37,294.25	80.77	356.77	1,050.00	2.81

Fixed Income Securities

Government Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
US TREASURY INFLATION INDEX NOTES CPN 0.125% DUE 04/15/17 DTD 04/15/12 FC 10/15/12 Moody AAA DEC FACTOR 1.02833000 CUSIP 912828SQ4 Acquired 11/28/12 L nc	1.42	30,000	107.05 107.12	33,027.01 32,733.01	102.7890	31,710.30	-1,316.71	8.27	38.58	0.12
FEDERAL HOME LOAN BANK BONDS CPN 2.250% DUE 09/08/17 DTD 08/24/10 FC 03/08/11 Moody AAA, S&P AA+ REMAIN BAL 30,000.00 DEC FACTOR 1.00000000 CUSIP 313370SZ2 Acquired 10/15/12 L nc	1.39	30,000	106.84	32,053.20	103.6590	31,097.70	-955.50	211.88	675.00	2.17
FEDERAL HOME LOAN BANK BONDS CPN 1.875% DUE 03/08/19 DTD 03/19/12 FC 09/08/12 Moody AAA, S&P AA+ REMAIN BAL 35,000.00 DEC FACTOR 1.00000000 CUSIP 313378QK0 Acquired 03/28/13 S nc	1.56	35,000	103.87	36,357.65	99.7780	34,922.30	-1,435.35	205.99	656.25	1.87

Fixed Income Securities

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Fixed Income Securities

Government Asset Backed/CMO Securities continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 09/24/93 L nc	0.02	5,000	123.22 101.66	441.73 5,083.26	111.5690	399.93	-41.80	1.94	23.30	5.82
Total Government Asset Backed/CMO Securities	0.02			\$774.16 \$14,341.12		\$481.71	-\$292.45	\$2.38	\$28.51	5.92
Total Remaining Balance on all Government Asset Backed/CMO Securities:				\$433.02						
Total Fixed Income Securities	31.78			\$722,820.02 \$735,605.43		\$711,030.62	-\$11,789.40	\$5,969.49	\$17,197.07	2.42

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