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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.

▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>PAUL BECHTNER FOUNDATION C/O PAUL WEAVER</b>		<b>A Employer identification number</b>  <b>36-3973429</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 29</b>	Room/suite	<b>B Telephone number</b>  <b>847-446-5739</b>
City or town, state or province, country, and ZIP or foreign postal code <b>WINNETKA, IL 60093</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 17,713,867.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received	826,519.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	439,980.	355,594.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<69,437.>			
	b Gross sales price for all assets on line 6a	2,855,636.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
<b>Operating and Administrative Expenses</b>	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	484.	484.		STATEMENT 2
	12 Total. Add lines 1 through 11	1,197,546.	356,078.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	26,272.	26,272.		0.
	c Other professional fees				
	17 Interest	383.	383.		0.
	18 Taxes STMT 4	18,759.	18,759.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses STMT 5	23,352.	23,352.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	68,766.	68,766.		0.	
25 Contributions, gifts, grants paid	756,750.			756,750.	
26 Total expenses and disbursements. Add lines 24 and 25	825,516.	68,766.		756,750.	
27 Subtract line 26 from line 12	372,030.				
a Excess of revenue over expenses and disbursements		287,312.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,971,031.	3,076,000.	3,076,000.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	11,488,146.	10,973,195.	14,626,311.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other		235,209.		
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ MISC RECEIVABLE )		7,675.	11,556.	11,556.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		13,702,061.	14,060,751.	17,713,867.
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				
22 Other liabilities (describe ▶ )				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	13,702,061.	14,060,751.	
30 Total net assets or fund balances	13,702,061.	14,060,751.		
31 Total liabilities and net assets/fund balances	13,702,061.	14,060,751.		

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	13,702,061.
2 Enter amount from Part I, line 27a	2	372,030.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	14,074,091.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	13,340.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,060,751.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,855,636.		2,925,073.	<69,437.>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			<69,437.>

  

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<69,437.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	592,000.	12,483,825.	.047421
2011	393,700.	7,887,811.	.049912
2010	342,250.	6,935,739.	.049346
2009	280,000.	6,375,128.	.043921
2008	362,779.	5,762,548.	.062955

2 Total of line 1, column (d)	2	.253555
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	.050711
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	16,285,179.
5 Multiply line 4 by line 3	5	825,838.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,873.
7 Add lines 5 and 6	7	828,711.
8 Enter qualifying distributions from Part XII, line 4	8	756,750.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	5,746.
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	5,746.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	5,746.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 8,670.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 5,400.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	14,070.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	27.
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	8,297.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	8,297. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
IL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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**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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PAUL WEAVER Located at ► 660 PINE STREET, WINNETA, IL Telephone no ► 847-446-5739 ZIP+4 ► 60093			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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Part VIII

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

(continued)

3

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	13,864,501.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,668,676.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	16,533,177.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	16,533,177.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	247,998.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	16,285,179.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	814,259.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	814,259.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	5,746.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,746.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	808,513.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	808,513.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	808,513.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	756,750.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	756,750.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	756,750.

**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.

PAUL BECHTNER FOUNDATION  
C/O PAUL WEAVER

Form 990-PF (2013)

36-3973429

Page 9

**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				808,513.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	58,050.			
b From 2009				
c From 2010				
d From 2011	2,186.			
e From 2012				
f Total of lines 3a through e	60,236.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	756,750.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				756,750.
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))	51,763.			51,763.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,473.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	6,287.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,186.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	2,186.			
d Excess from 2012				
e Excess from 2013				

---

N/A

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

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:**

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

**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
<i>a Paid during the year</i>				
VARIOUS PUBLIC CHARITIES - SEE SCHEDULE ATTACHED		PUBLIC CHARITY	GENERAL PURPOSE	756,750.
<b>Total</b>			<b>3a</b>	756,750.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			<b>3b</b>	0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047

**2013**

Name of the organization

PAUL BECHTNER FOUNDATION  
C/O PAUL WEAVER

Employer identification number

36-3973429

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

## Name of organization

PAUL BECHTNER FOUNDATION  
C/O PAUL WEAVER

## Employer identification number

36-3973429

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EVERETT WEAVER LIVING TRUST 660 PINE ST. WINNETKA, IL 60093	\$ 721,981.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	MARJORIE WEAVER C/O KINNARD, 3215 TENNYSON SAN DIEGO, CA 92106	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	MARTHA WEAVER 13315 BUTTERMILK BEND NORTH SAN JUAN, CA 95960	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	HELEN KINNIARD 3215 TENNYSON SAN DIEGO, CA 92106	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	ANNEMARIE WEAVER 257 E. DELAWARE PLACE #9C CHICAGO, IL 60611	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	PAUL WEAVER 660 PINE STREET WINNETKA, IL 60093	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



## Name of organization

PAUL BECHTNER FOUNDATION  
C/O PAUL WEAVER

## Employer identification number

36-3973429

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	ROBERT WEAVER 323 BELLEVUE DRIVE BOULDER, CO 80302	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	WILLIAM WEAVER 711 GRAVES STREET CHARLOTTESVILLE, VA 22902	\$ 14,934.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9		\$	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

PAUL BECHTNER FOUNDATION  
C/O PAUL WEAVER

Employer identification number

36-3973429

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

PAUL BECHTNER FOUNDATION

C/O PAUL WEAVER

Employer identification number

36-3973429

**Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Paul Bechtner Foundation  
CONTRIBUTIONS  
December 31, 2013

FEIN 36-3973429

Check #	Date	Recipient	Amount
505	2-Mar-13	U. of Chicago Lab School	\$ 40,000.00
506	2-Mar-13	Northwestern U. (hospital)	\$ 50,000.00
507	11-Mar-13	SD Museum of Art	\$ 25,000.00
508	11-Mar-13	USD School of Law	\$ 5,000.00
509	11-Mar-13	Claremont McKenna U.	\$ 5,000.00
510	11-Mar-13	ARCs	\$ 5,000.00
511	11-Mar-13	Timken Museum of Art	\$ 5,000.00
512	11-Mar-13	Balboa Museum	\$ 10,000.00
513	15-Apr-13	Presbyterian Urban Ministries	\$ 5,000.00
514	19-Apr-13	pritzker military library	\$ 1,000.00
515	16-Jun-13	congregation bonai shalom	\$ 5,000.00
516	16-Jun-13	winnetka community house	\$ 25,000.00
517	16-Jun-13	winnetka congregational church	\$ 1,000.00
518	16-Jun-13	partners in health	\$ 70,000.00
519	16-Jun-13	robert ford haitian orphanage	\$ 10,000.00
520	16-Jun-13	doctors w/o borders	\$ 10,000.00
347	15-Sep-13	community foundation - flood relief	\$ 50,000.00
348	17-Sep-13	polestar education	\$ 5,000.00
349	17-Sep-13	appropriate projects water charity	\$ 10,000.00
350	17-Sep-13	solar cookers int'l	\$ 10,000.00
351	17-Sep-13	nevada county land trust	\$ 10,000.00
352	17-Sep-13	jane goodall institute	\$ 10,000.00
353	17-Sep-13	gateway pacific foundation	\$ 25,000.00
354	17-Sep-13	campaign for tibet	\$ 10,000.00
355	16-Jun-13	american rivers inc	\$ 10,000.00
358	22-Oct-13	balboa art conservation ctr	\$ 15,000.00
359	22-Oct-13	the barnard fund	\$ 10,000.00
360	22-Oct-13	congregation bonai shalom	\$ 5,000.00
361	22-Oct-13	colorado public radio	\$ 10,000.00
362	22-Oct-13	case western reserve school of law	\$ 5,000.00
363	22-Oct-13	tulane university	\$ 5,000.00
364	22-Oct-13	denver art museum	\$ 5,000.00
365	22-Oct-13	school district	\$ 500.00
366	22-Oct-13	gary comer youth center	\$ 5,000.00
368	5-Dec-13	Winnetka historical society	\$ 10,000.00
369	11-Dec-13	hillside children's foundation	\$ 5,000.00
370	11-Dec-13	camp kesem	\$ 5,000.00
396	11-Dec-13	friends of acadia	\$ 5,000.00
397	11-Dec-13	u. of wisconsin foundation	\$ 5,000.00
398	11-Dec-13	feed the dream	\$ 5,000.00
399	11-Dec-13	cafh order	\$ 5,000.00
400	11-Dec-13	ubuntu	\$ 5,000.00
1021	16-Dec-13	winnetka community house	\$ 50,000.00
1022	16-Dec-13	paul bechtner educational foundation	\$ 25,000.00

Paul Bechtner Foundation  
CONTRIBUTIONS  
December 31, 2013

FEIN 36-3973429

Check #	Date	Recipient	Amount
505	2-Mar-13	U. of Chicago Lab School	\$ 40,000.00
401	16-Dec-13	north shore art league	\$ 10,000.00
402	16-Dec-13	family service winnetka	\$ 10,000.00
403	16-Dec-13	casa norte	\$ 5,000.00
404	16-Dec-13	family promise	\$ 5,000.00
405	16-Dec-13	a just harvest	\$ 5,000.00
406	16-Dec-13	hadley school for the blind	\$ 5,000.00
407	18-Dec-13	Timken Museum of Art	\$ 5,000.00
408	18-Dec-13	claremont mckenna college	\$ 5,000.00
409	18-Dec-13	u of sand diego school of law	\$ 5,000.00
410	18-Dec-13	arcs	\$ 5,000.00
412	31-Dec-13	Glencoe Union Church	\$ 6,250.00
1023	18-Dec-13	San Diego Museum of Art	\$ 30,000.00
1024	18-Dec-13	san diego history center	\$ 25,000.00
1025	18-Dec-13	Presbyterian Urban Ministries	\$ 10,000.00
1026	18-Dec-13	ymca	\$ 10,000.00
1027	18-Dec-13	national alliance on mental illness	\$ 10,000.00
	22-Mar-13	YMCA Peninsula, San Diego	\$ 5,000.00
	17-Aug-13	Avdolah	\$ 1,000.00
	12/6/2013	WBEZ-FM, Chicago	\$ 1,000.00
	12/6/2013	WYCC-TV, Chicago	\$ 1,000.00
	12/6/2013	Cornell University	\$ 1,000.00
	12/7/2013	Jackson Labs	\$ 1,000.00
	12/10/2013	Northwestern Memorial Foundation	\$ 1,000.00
	12/10/2013	MIT Alumni Association	\$ 1,000.00
	12/10/2013	WTTW-TV, Chicago	\$ 1,000.00
		Total	<u>\$ 756,750.00</u>

**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 STATEMENT		P		
b FROM K-1 - RITA WEAVER LIVING TRUST - LONG TERM C		D	05/01/11	04/30/13
c FROM K-1 - ENERGY TRANSFER PARTNERS LP - LONG TE		P		
d CAPITAL GAINS DIVIDENDS				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,793,567.		2,834,793.	<41,226.>
b		90,280.	<90,280.>
c 454.			454.
d 61,615.			61,615.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<41,226.>
b			<90,280.>
c			454.
d			61,615.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<69,437.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Paul Bechtner Foundation						
SCHEDULE OF CAPITAL GAINS AND LOSSES						
December 31, 2013						
[a]	[b]	[c]	[d]	[e]	[g]	[h]
	How Acquired	Date	Date	Gross	Cost or	
	P = purchased	Acquired	Sold	Sales	Other	Gain or
Description	D = donation			Price	Basis	(Loss)
Third Avenue Value Fund Institutional Class, 2102.640 shares	P	VARIOUS	1/31/2013	109,842	118,248	(8,406)
Third Avenue Small Cap Value Fund Institutional Class						
3,961.440 shares	P	VARIOUS	1/31/2013	93,965	101,157	(7,192)
Third Avenue Real Estate Value Fund Institutional Class,						
4,584.669 shares	P	VARIOUS	1/31/2013	119,843	129,015	(9,172)
Vanguard Short Term Exempt Fund - Adm, 20866.094 shs	P	VARIOUS	1/6/2013	332,273	331,144	1,129
Bank America Corporation, 2800 shares	D	5/1/2011	5/28/2013	70,000	75,320	(5,320)
Harris Pf'd Cap Corp, 5,000 shares	D	5/1/2011	4/30/2013	125,000	124,061	939
Invesco Quality Municipal Income Trust, 1107 shares	D	5/1/2011	12/18/2013	11,978	13,010	(1,032)
JP Morgan Dep Shares, non cumulative 2,800 shares	D	5/1/2011	9/3/2013	70,000	77,504	(7,504)
Nuveen High Yield Mun Bd Fd, Cl A, 975 shares	D	5/1/2011	9/12/2013	14,576	13,864	712
Nuveen Premier Muni Income Fd, 7200 shares	D	5/1/2011	12/11/2013	86,470	92,304	(5,834)
Nuveen Muni Value Fd, 5800 shares	D	5/1/2011	12/11/2013	50,749	52,548	(1,799)
Barclays Bank PLC Knockout Buffer, Due 6/12/2013	D	5/1/2011	6/12/2013	30,215	25,000	5,215
Chicago Water Rev Rfdg Bond, 4.125% Due 11/1/2013	D	5/1/2011	11/1/2013	15,000	16,052	(1,052)
Childrens Tr FD Settlement OID, Due 5/15/2033	D	5/1/2011	5/15/2013	5,000	4,372	628
Cook County Community HS Dist 219 3.75% Due 12/1/2013	D	5/1/2011	12/12/2013	15,000	16,159	(1,159)
GMAC Smartnotes, 7.4% Due 12/15/2017	D	5/1/2011	8/15/2013	10,000	10,013	(13)
GMAC Smartnotes, 8.0% Due 1/15/2013	D	5/1/2011	1/15/2013	10,000	10,018	(18)
GMAC Smartnotes, 6.875% Due 4/15/2013	D	5/1/2011	4/15/2013	30,000	30,097	(97)
GMAC Smartnotes, 6.9% Due 7/15/2018	D	5/1/2011	7/15/2013	15,000	14,546	454
Household Finance Global Note 4.75% Due 7/15/13	D	5/1/2011	7/15/2013	10,000	10,699	(699)

Paul Bechtner Foundation						
SCHEDULE OF CAPITAL GAINS AND LOSSES						
December 31, 2013						
[a]	[b]	[c]	[d]	[e]	[g]	[h]
	How Acquired			Gross	Cost or	
	P = purchased	Date	Date	Sales	Other	Gain or
	D = donation	Acquired	Sold	Price	Basis	(Loss)
Description						
IL Health Facilities Authority - Lake Forest Hospital 6.0%, Due 7/1/2033	D	5/1/2011	7/1/2013	10,000	10,043	(43)
IL Educational Facilities Authority - Robert Morris College Notes, 5.25%, Due 6/1/2013	D	5/1/2011	11/21/2013	50,000	50,117	(117)
IL Educational Facilities Authority - Northwestern University Notes, 5.00%, Due 12/1/2038	D	5/1/2011	12/2/2013	40,000	40,209	(209)
IL Housing Development Authority, 4.00% Due 8/1/2013	D	5/1/2011	8/1/2013	40,000	41,418	(1,418)
JP Morgan Chase Bank Capped Index Knock Out Note, 0% CPN, Due 1/7/2013	D	5/1/2011	1/7/2013	47,300	43,000	4,300
JP Morgan Chase Bank Capped Index Knock Out Note, 0% CPN, Due 1/30/2013	D	5/1/2011	1/30/2013	82,500	75,000	7,500
Montgomery, AL BMC Special Care Bond - Baptist Health, 5.00%, Due 11/15/2013	D	5/1/2011	11/15/2013	20,000	23,179	(3,179)
Norfolk VA, Capital Improvement Bond, 5.00%, Due 1/1/2013	D	5/1/2011	1/2/2013	5,000	5,147	(147)
Nuveen Municipal Opportunity Fund, 3500 shares	D	5/1/2011	12/11/2013	44,309	46,200	(1,891)
DWS Intermediate Tax AMT Free, Class S, 11204.244 shares	D/P	VARIOUS	9/10/2013	138,396	142,511	(4,115)
Barrick Gold Corp, 1600 shares	P	6/4/2013	6/23/2013	24,526	32,730	(8,204)
Barrick Gold Corp, 1600 shares	P	6/19/2013	6/23/2013	24,526	28,746	(4,220)
Barrick Gold Corp, 2000 shares	P	6/25/2013	6/23/2013	30,658	32,750	(2,092)
Microsoft Corp, 2000 shares	P	5/24/2011	3/14/2013	56,209	48,408	7,801
Time Warner, 1600 shares	P	8/9/2011	1/2/2013	78,820	47,609	31,211
Target Corp, 1000 shares	P	6/24/2011	1/25/2013	61,989	46,500	15,489
Barnes & Noble, 1800 shares	P	11/5/2012	1/25/2013	23,773	28,450	(4,677)
Barnes & Noble, 900 shares	P	11/16/2012	1/25/2013	11,886	12,808	(922)
Barnes & Noble, 1000 shares	P	11/29/2012	1/25/2013	13,207	14,860	(1,653)



Paul Bechtner Foundation												
SCHEDULE OF CAPITAL GAINS AND LOSSES												
December 31, 2013												
[a]	[b]	[c]	[d]	[e]	[g]	[h]						
	How Acquired			Gross	Cost or							
	P = purchased	Date	Date	Sales	Other	Gain or						
Description	D = donation	Acquired	Sold	Price	Basis	(Loss)						
Chesapeake Energy Corp, 1600 shares	P	7/24/2012	1/25/2013	30,951	26,810	4,141						
Franco Nevada Corp, 1300 shares	P	5/14/2012	6/20/2013	43,344	53,115	(9,771)						
New Gold Inc, 1000 shares	P	1/25/2013	8/16/2013	7,819	9,510	(1,691)						
New Gold Inc, 700 shares	P	4/22/2013	8/16/2013	5,473	5,120	353						
New Gold Inc, 700 shares	P	4/23/2013	8/16/2013	5,473	4,854	619						
New Gold Inc, 700 shares	P	5/20/2013	8/16/2013	5,473	4,385	1,088						
New Gold Inc, 2700 shares	P	6/25/2013	8/16/2013	21,112	16,065	5,047						
Pan American Silver Corp, common 1900 shares	P	7/11/2012	6/20/2013	20,891	27,579	(6,688)						
Pan American Silver Corp, common 200 shares	P	4/15/2013	6/20/2013	2,199	2,606	(407)						
Leidos Holdings Inc., common, 1100 shares	P	4/9/2012	12/10/2013	47,839	34,838	13,001						
Science Applications Intl, common, 0.571 CIL	P	4/9/2012	10/7/2013	19	0	19						
Science Applications Intl, common, 628 shares	P	4/9/2012	12/13/2013	21,028	19,908	1,120						
Western Union, 3300 shares	P	3/1/2012	1/4/2013	45,696	57,755	(12,059)						
Western Union, 1000 shares	P	11/13/2012	1/4/2013	13,847	12,699	1,148						
Xerox	P	10/23/2012	1/2/2013	31,939	28,809	3,130						
Dow Chemical, 1700 shares	P	12/3/2013	12/6/2013	66,969	66,820	149						
HCP, common, 700 shares	P	5/31/2013	6/20/2013	30,373	33,105	(2,732)						
Intel Corp, common, 1500 shares	P	3/15/2013	8/20/2013	33,966	32,050	1,916						
Joy Global Inc., comon, 500 shares	P	3/19/2013	9/19/2013	27,059	29,410	(2,351)						
Joy Global Inc., comon, 500 shares	P	6/20/2013	9/19/2013	27,060	25,635	1,425						
Kinross Gold Corp, common, 6600 shares	P	7/18/2013	11/25/2013	30,684	32,680	(1,996)						
Kinross Gold Corp, common, 4900 shares	P	8/27/2013	11/25/2013	22,780	28,821	(6,041)						
Sprott Physcial Gold Trust, 5200 shares	P	4/12/2013	6/20/2013	56,202	66,830	(10,628)						
Sprott Physcial Gold Trust, 500 shares	P	4/15/2013	6/20/2013	5,404	5,790	(386)						
Seagate Technology, 1100 shares	P	2/25/2013	8/19/2013	43,208	34,935	8,273						
	P					0						



FORM 990-PF

## DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT

1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMERITRADE #3947	27,643.	1,291.	26,352.	26,352.	
AMERITRADE #3947					
INT INCOME	41.	0.	41.	41.	
AMERITRADE #3969	185,382.	9,307.	176,075.	176,029.	
AMERITRADE 3969					
INT	20,679.	0.	20,679.	2,973.	
ENERGY TRANSFER					
EQUITY LP	409.	0.	409.	409.	
ENERGY TRANSFER					
PARTNERS LP	489.	0.	489.	489.	
KINDER MORGAN					
ENERGY PARTNERS					
L.P.	65.	0.	65.	65.	
ONEOK PARTNERS,					
L.P.	2.	0.	2.	2.	
VANGD - OID	5,353.	0.	5,353.	0.	
VANGUARD BROKERAGE	73,799.	3,183.	70,616.	49,093.	
VANGUARD BROKERAGE					
- INT INC	56,086.	0.	56,086.	16,328.	
VANGUARD FUNDS	131,647.	47,834.	83,813.	83,813.	
TO PART I, LINE 4	501,595.	61,615.	439,980.	355,594.	

FORM 990-PF

## OTHER INCOME

STATEMENT

2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - CEDAR FAIR LP - ORDINARY INCOME	484.	484.	
TOTAL TO FORM 990-PF, PART I, LINE 11	484.	484.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	26,272.	26,272.		0.
TO FORM 990-PF, PG 1, LN 16B	26,272.	26,272.		0.

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FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES PAID	17,857.	17,857.		0.
FOREIGN TAXES	902.	902.		0.
TO FORM 990-PF, PG 1, LN 18	18,759.	18,759.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE FROM K-1 - FINAL YR EXCESS DEDUCTIONS - RITA WEAVER LIVING TRUST	151.	151.		0.
	23,201.	23,201.		0.
TO FORM 990-PF, PG 1, LN 23	23,352.	23,352.		0.

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FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

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DESCRIPTION	AMOUNT
NONDEDUCTIBLE EXPENSES FROM FLOW-THROUGH PARTNERSHIPS	119.
DISALLOWED PASSIVE PTP LOSSES	13,221.
TOTAL TO FORM 990-PF, PART III, LINE 5	13,340.

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FORM 990-PF CORPORATE STOCK STATEMENT 7

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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERITRADE #3969	4,749,259.	7,894,271.
THIRD AVE MUTUAL FUNDS	0.	0.
AMERITRADE #3947	690,005.	779,895.
VANGUARD	5,533,931.	5,952,145.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,973,195.	14,626,311.

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FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 8

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PART VII-A, LINE 10

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NAME OF CONTRIBUTOR	ADDRESS
EVERETT C. WEAVER LIVING TRUST	660 PINE STREET WINNETKA, IL 60093

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL WEAVER PO BOX 29 WINNETKA, IL 60093	DIRECTOR/PRES/TREAS 10.00	0.	0.	0.
MARTHA J. WEAVER 13315 BUTTERMILK BEND NORTH SAN JUAN, CA 95960	DIRECTOR 0.00	0.	0.	0.
ANNEMARIE WEAVER 257 E DELAWARE, APT 9C CHICAGO, IL 60611	DIRECTOR 0.00	0.	0.	0.
ROBERT P WEAVER 323 BELLEVUE DRIVE BOULDER, CO 80302	DIRECTOR 0.00	0.	0.	0.
WILLAM T WEAVER 711 GRAVES ST. CHARLOTTESVILLE, VA 22902	DIRECTOR 0.00	0.	0.	0.
HELEN W KINNAIRD 3215 TENNYSON STREET SAN DIEGO, CA 92106	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868)

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>PAUL BECHTNER FOUNDATION C/O PAUL WEAVER</b>	Employer identification number (EIN) or  <b>36-3973429</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>660 PINE STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>WINNETKA, IL 60093</b>	

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

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**PAUL WEAVER**

- The books are in the care of ► **660 PINE STREET - WINNETKA, IL 60093**

Telephone No. ► **847-446-5739**

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ► ☒ calendar year **2013** or  
 ► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>14,070.</b>
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>8,670.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>5,400.</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>PAUL BECHTNER FOUNDATION</b> <b>C/O PAUL WEAVER</b>	Employer identification number (EIN) or <b>36-3973429</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>660 PINE STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>WINNETKA, IL 60093</b>	

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

**04**

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

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

**PAUL WEAVER**

- The books are in the care of **660 PINE STREET - WINNETKA, IL 60093**

Telephone No. **847-446-5739**

Fax No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

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

5 For calendar year **2013**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

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

7 State in detail why you need the extension

**DUE TO THE DIVERSITY OF FINANCIAL TRANSACTIONS, ADDITIONAL TIME IS NEEDED TO FILE THE RETURN. IT IS EXPECTED THAT ALL INFORMATION WILL BE ASSEMBLED BY THE DATE REQUESTED IN THIS EXTENSION.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	<b>14,070.</b>
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	<b>14,070.</b>
8c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	<b>0.</b>

**Signature and Verification must be completed for Part II only.**

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

Signature ☐

Title ☐

Date ☐