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*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation HENRY P. AND SUSAN C. CROWELL TRUST CASH CLEARING ACCOUNT

Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 804358

Room/suite

City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60680

A Employer identification number 36-6038028

B Telephone number (see instructions) 312-630-6000

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 108,431,308.

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,696,462.	2,696,462.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	17,991,767.			
	b	Gross sales price for all assets on line 6a 55,213,647.				
	7	Capital gain net income (from Part IV, line 2)		17,991,767.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	208,361.	3,530,197.		STMT 2
	12	**Total.** Add lines 1 through 11	20,896,590.	24,218,426.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	898,264.	578,712.		319,552.
	14	Other employee salaries and wages	106,415.	NONE	NONE	106,415.
	15	Pension plans, employee benefits	38,376.	NONE	NONE	38,376.
	16a	Legal fees (attach schedule) STMT 3	4,618.	NONE	NONE	4,618.
	b	Accounting fees (attach schedule) STMT 4	1,500.	750.	NONE	750.
	c	Other professional fees (attach schedule) STMT 5	50,109.	20,525.		29,584.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 6	350,060.	14,960.		
	19	Depreciation (attach schedule) and depletion	2,316.			
	20	Occupancy	44,504.			44,504.
	21	Travel, conferences, and meetings	39,684.	NONE	NONE	39,684.
	22	Printing and publications	551.	NONE	NONE	551.
	23	Other expenses (attach schedule) STMT 7	73,170.			73,170.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,609,567.	614,947.	NONE	657,204.
	25	Contributions, gifts, grants paid	4,305,470.			4,305,470.
	26	**Total expenses and disbursements** Add lines 24 and 25	5,915,037.	614,947.	NONE	4,962,674.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	14,981,553.			
	b	**Net investment income** (if negative, enter -0-)		23,603,479.		
	c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2013)

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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	1,336,356.	1,467,050.	1,467,050.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 8	41,245,833.	52,747,981.	55,181,460.
	c	Investments - corporate bonds (attach schedule) STMT 9	25,444,857.	29,128,323.	29,747,220.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 10	20,899,006.	20,183,657.	22,035,578.
	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)	88,926,052.	103,527,011.	108,431,308.
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 ▶)		538.	
	23	**Total liabilities** (add lines 17 through 22)		538.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	88,926,052.	103,526,473.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	88,926,052.	103,526,473.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	88,926,052.	103,527,011.	

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	88,926,052.
2	Enter amount from Part I, line 27a	2	14,981,553.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	103,907,605.
5	Decreases not included in line 2 (itemize) ▶PRIOR PERIOD ADJUSTMENT	5	381,132.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	103,526,473.

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	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	54,500,305.		37,221,880.	17,278,425.
b	713,342.			713,342.
c				
d				
e				

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

	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				17,278,425.
b				713,342.
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 17,991,767.

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 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	4,766,054.	98,806,999.	0.048236
2011	4,369,615.	98,837,607.	0.044210
2010	4,094,110.	92,069,365.	0.044468
2009	4,432,119.	80,702,688.	0.054919
2008	5,822,697.	95,987,215.	0.060661

2	**Total** of line 1, column (d) . . .	2	0.252494
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	0.050499
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . .	4	103,437,919.
5	Multiply line 4 by line 3 . . .	5	5,223,511.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	236,035.
7	Add lines 5 and 6 . . .	7	5,459,546.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	4,962,674.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ **(attach copy of letter if necessary - see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	472,070.
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	472,070.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	472,070.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	76,806.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	330,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	406,806.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	75.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶			9	65,339.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

Form **990-PF** (2013)

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

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

Website address ▶ WWW.CROWELLTRUST.ORG

14 The books are in care of ▶ Telephone no ▶ (312)630-6000

Located at ▶ P.O. BOX 804358, CHICAGO, IL ZIP+4 ▶ 60680

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

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

		Yes	No
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? **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
SEE STATEMENT 12		898,264.		

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

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 THE HENRY P. & SUSAN C. CROWELL TRUST HELPS TO DEVELOP BOARD MEMBERS FROM RECIPIENT ORGANIZATIONS THROUGH PROGRAMS IN ORDER TO BUILD CAPACITY TO FULFILL MISSION.	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	104,867,373.
b	Average of monthly cash balances	1b	145,743.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	105,013,116.
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	NONE
3	Subtract line 2 from line 1d	3	105,013,116.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,575,197.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	103,437,919.
6	**Minimum investment return.** Enter 5% of line 5	6	5,171,896.

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	5,171,896.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	472,070.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	472,070.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,699,826.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	4,699,826.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,699,826.

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	4,962,674.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,962,674.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,962,674.

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.

36-6038028

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					4,699,826.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only				4,026,925.	
b	Total for prior years 20 11 ,20 ,20			NONE		
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	NONE				
b	From 2009	NONE				
c	From 2010	NONE				
d	From 2011	NONE				
e	From 2012	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 4,962,674.					
a	Applied to 2012, but not more than line 2a				4,026,925.	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2013 distributable amount					935,749.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					3,764,077.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9:					
a	Excess from 2009	NONE				
b	Excess from 2010	NONE				
c	Excess from 2011	NONE				
d	Excess from 2012	NONE				
e	Excess from 2013	NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				4,305,470.
Total . . . . ▶ **3a**				4,305,470.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,696,462.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	17,991,767.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b DEFERRED INCOME			14	-3,321,846.	
c PARTNERSHIP INCOME			14	3,454,875.	
d OTHER INCOME			14	75,322.	
e REFUND			14	10.	
12 Subtotal Add columns (b), (d), and (e)				20,896,590.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 20,896,590.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee:

Date: 11/14/2014

Title:

THE NORTHERN TRUST COMPAN

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

HENRY P. AND SUSAN C. CROWELL TRUST CASH

2013

36-6038028

Description of Property

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me- thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
COMPUTER	10/04/2006	3,896.	100.000			3,896.	3,896.	3,896.	SL	MQ	5.000				
COMPUTER/VIDEO	04/30/2007	7,588.	100.000			7,588.	7,588	7,588.	SL	HY	5.000				
COMPUTER	12/31/2008	4,995.	100.000		2,498.	2,497.	2,058.	2,495.	SL	MQ	5.000				437.
OFFICE	12/31/2008	685.	100.000		343.	342.	281.	341.	SL	MQ	5.000				60.
OFFICE FURNISHINGS	12/31/2008	1,676.	100.000		838.	838.	693.	838.	SL	MQ	5.000				145.
COMPUTER	12/31/2010	5,945.	100.000		5,945.				SL	HY	5.000				
OFFICE EQUIPMENT	10/03/2012	1,608.	100.000		804.	804.	20.	181.	SL	MQ	5.000				161.
Less: Retired Assets															
Subtotals		26,393.			10,428.	15,965.	14,536.	15,339.							803.
Listed Property															
Less: Retired Assets															
Subtotals															
TOTALS		26,393.			10,428.	15,965.	14,536.	15,339.							803.

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
3X9024 1 000

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	2,696,462.	2,696,462.
TOTAL	2,696,462.	2,696,462.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEFERRED INCOME		-3,321,846.	
PARTNERSHIP INCOME		3,454,875.	3,454,875.
OTHER INCOME		75,322.	75,322.
REFUND		10.	
	TOTALS	208,361.	3,530,197.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	4,618.			4,618.
TOTALS	4,618.	NONE	NONE	4,618.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,500.	750.		750.
TOTALS	1,500.	750.	NONE	750.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CONSULTING FEES	29,584.		29,584.
INVESTMENT ADVISORY FEES	20,525.	20,525.	
TOTALS	50,109.	20,525.	29,584.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX		335,100.	
FOREIGN TAXES		14,883.	14,883.
PROPERTY TAXES		77.	77.
	TOTALS	350,060.	14,960.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
POSTAGE	110.	110.
TELEPHONE	5,890.	5,890.
SUPPLIES	1,197.	1,197.
GATHERING	3,787.	3,787.
PROJECTS	18,919.	18,919.
OFFICE EXPENSES	18,389.	18,389.
INSURANCE	3,287.	3,287.
BOARD EXPENSE	6,164.	6,164.
HONORARIUM	2,000.	2,000.
STATE FILING FEES	10.	10.
BANK FEES	6.	6.
MISCELLANEOUS FEES	6,530.	6,530.
SOFTWARE & TECH SUPPORT	6,881.	6,881.
TOTALS	73,170.	73,170.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		52,747,981.	55,181,460.
	TOTALS	52,747,981.	55,181,460.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	29,128,323.	29,747,220.
TOTALS	29,128,323.	29,747,220.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	20,183,657.	22,035,578.
TOTALS		20,183,657.	22,035,578.

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-38,296.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-38,296.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	751,638.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		751,638.00

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
PAUL BORTHWICK
ADDRESS:
1800 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 5,450.

OFFICER NAME:
THE NORTHERN TRUST COMPANY
ADDRESS:
P.O. BOX 803878
CHICAGO, IL 60680
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 643,014.

OFFICER NAME:
DR. JANE OVERSTREET
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE, SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,950.

OFFICER NAME:
MR. JOHN T. BASS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
VICE CHAIRMAN, TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,950.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
DR. JOHN ROBINSON
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CHAIRMAN
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,950.

OFFICER NAME:
MR. JOHN LEWIS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,950.

OFFICER NAME:
CANDACE SPARKS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 122,000.

TOTAL COMPENSATION: 898,264.

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
  HENRY P. & SUSAN C. CROWELL TRUST
ADDRESS:
  1880 OFFICE CLUB POINTE, SUITE 2200
  COLORADO SPRINGS, CO 80920
RECIPIENT'S PHONE NUMBER: 719 272-8300
FORM, INFORMATION AND MATERIALS:
  SEE FOOTNOTE
SUBMISSION DEADLINES:
  SEE FOOTNOTE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  SEE FOOTNOTE

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2013

Name of estate or trust	Employer identification number
HENRY P. AND SUSAN C. CROWELL TRUST CASH	36-6038028

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	2,695,911.	2,572,551.	3,054.	126,414.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	-38,296.
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	88,118.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	51,546,533.	34,874,976.	5,355.	16,676,912.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	751,638.
13 Capital gain distributions.	13	475,099.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	17,903,649.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17 **Net short-term gain or (loss)**	17			88,118.
18 **Net long-term gain or (loss):**				
a Total for year	18a			17,903,649.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c 28% rate gain	18c			
19 **Total net gain or (loss).** Combine lines 17 and 18a ▶	19			17,991,767.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary.*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 21

22 Enter the **smaller** of line 18a or 19 in column (2) but not less than zero . . . 22

23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 23

24 Add lines 22 and 23 . . . 24

25 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶ 25

26 Subtract line 25 from line 24. If zero or less, enter -0- . . . 26

27 Subtract line 26 from line 21. If zero or less, enter -0- . . . 27

28 Enter the **smaller** of the amount on line 21 or $2,450 . . . 28

29 Enter the **smaller** of the amount on line 27 or line 28 . . . 29

30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . ▶ 30

31 Enter the smaller of line 21 or line 26 . . . 31

32 Subtract line 30 from line 26 . . . 32

33 Enter the **smaller** of line 21 or $11,950 . . . 33

34 Add lines 27 and 30 . . . 34

35 Subtract line 34 from line 33. If zero or less, enter -0- . . . 35

36 Enter the **smaller** of line 32 or line 35 . . . 36

37 Multiply line 36 by 15% . . . ▶ 37

38 Enter the amount from line 31 . . . 38

39 Add lines 30 and 36 . . . 39

40 Subtract line 39 from line 38. If zero or less, enter -0- . . . 40

41 Multiply line 40 by 20% . . . ▶ 41

42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 42

43 Add lines 37, 41, and 42 . . . 43

44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 44

45 **Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . ▶ 45

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶**Information about Form 8949 and its separate instructions is at** ***www.irs.gov/form8949.***

▶***File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.***

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HENRY P. AND SUSAN C CROWELL TRUST CASH	36-6038028

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
302.75 MFO AQR FDS MOMENTU	11/13/2013	11/29/2013	6,376.00	6,261.00			115.00
4857.07 MFB NTGI COM DAILY MIDCAP EQTY INDEX FD -	04/30/2013	05/30/2013	358,578.00	316,176.00			42,402.00
251.74 MFB NTGI COM DAILY MIDCAP EQTY INDEX FD -	05/31/2013	06/06/2013	18,176.00	17,536.00			640.00
448.66 MFB NTGI COM DAILY MIDCAP EQTY INDEX FD -	10/31/2013	11/13/2013	36,089.00	32,995.00			3,094.00
1375.28 NTGI-QM COMMON DAI BOND INDEX FUND - NON-L	04/30/2013	06/06/2013	147,467.00	149,949.00			-2,482.00
515.14 MFO DFA INVT DIMENS INC U S CORE EQUITY 1 P	11/13/2013	11/29/2013	8,371.00	8,247.00			124.00
369. MFC FLEXSHARES TR MOR GLOBAL UPSTREAM NAT RES	08/13/2013	11/13/2013	12,631.00	12,207.00			424.00
13555.3 MFO GOLDMAN SACHS RETURN TRACKER FD CL I	08/13/2013	11/14/2013	131,622.00	128,504.00			3,118.00
326.86 MFO GOLDMAN SACHS T RETURN TRACKER FD CL I	08/13/2013	11/29/2013	3,200.00	3,099.00			101.00
381.51 NTCC SMALL CAP FD F	04/30/2013	05/30/2013	82,138.00	67,945.00			14,193.00
15.03 NTCC SMALL CAP FD FG	05/31/2013	06/07/2013	3,221.00	3,205.00			16.00
45.12 NTCC SMALL CAP FD FG	10/31/2013	11/15/2013	11,278.00	10,196.00			1,082.00
19.61 NTCC SMALL CAP FD FG	11/29/2013	11/29/2013	4,954.00	4,952.00			2.00
2293.41 MFB NORTHERN FDS G ESTATE INDEX FD	11/14/2012	05/30/2013	22,269.00	19,976.00			2,293.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶Information about Form 8949 and its separate instructions is at *www.irs gov/form8949.*

▶File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HENRY P. AND SUSAN C. CROWELL TRUST CASH	36-6038028

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
6201.85 MFB NORTHERN FDS G ESTATE INDEX FD	06/05/2013	08/13/2013	57,677.00	54,939.00			2,738.00
9298.43 MFB NORTHN HI YIEL	05/31/2013	06/07/2013	70,947.00	71,691.00			-744.00
25446.64 MFB NORTHN HI YIE FD	05/31/2013	11/14/2013	193,140.00	196,194.00	W	3,054.00	
1491.99 NTCC INTL SECURITI	05/31/2013	05/31/2013	237,689.00	234,191.00			3,498.00
545.8 NTCC INTL SECURITIES	10/31/2013	11/15/2013	96,772.00	89,549.00			7,223.00
67357.28 PIMCO COMMODITY R STRATEGY FUND	06/20/2013	08/13/2013	383,936.00	416,287.00			-32,351.00
343.39 NTCC EMERGING MARKE	04/30/2013	06/10/2013	34,667.00	36,227.00			-1,560.00
295.64 MFO VANGUARD INFLAT PROTECTED SECURITIES FU	12/19/2012	06/06/2013	8,077.00	8,435.00			-358.00
33807.13 MFB NTGI MFB NTGI DAILY RUSSELL 1000 INDE	04/30/2013	05/30/2013	515,559.00	444,608.00			70,951.00
3663.25 MFB NTGI MFB NTGI- DAILY RUSSELL 1000 INDE	05/31/2013	06/06/2013	54,670.00	54,967.00			-297.00
11908.53 MFB NTGI MFB NTGI DAILY RUSSELL 1000 INDE	10/31/2013	11/13/2013	196,407.00	184,215.00			12,192.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			2,695,911.	2,572,551.		3,054.	126,414.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
HENRY P. AND SUSAN C. CROWELL TRUST CASH	36-6038028

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.**		(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
35239.83 MFB NTGI COM DAIL MIDCAP EQTY INDEX FD -	11/09/2012	11/13/2013	2,834,616.00	2,493,550.00			341,066.00
1636.88 NTCC SMALL CAP FD	12/01/2010	05/30/2013	352,416.00	252,117.00			100,299.00
296.02 NTCC SMALL CAP FD F	12/01/2010	06/07/2013	63,434.00	44,755.00			18,679.00
6627.12 NTCC SMALL CAP FD	10/03/2011	11/15/2013	1,656,473.00	928,628.00			727,845.00
126.36 NTCC SMALL CAP FD F	08/02/2010	11/29/2013	31,924.00	17,372.00			14,552.00
9302.16 MFB NTGI COMMON DA SHORT-TERM GOVERNMENT B	06/30/2010	06/06/2013	97,589.00	99,066.00			-1,477.00
47409.95 MFB NORTHERN FDS ESTATE INDEX FD	05/20/2010	08/13/2013	440,913.00	313,854.00			127,059.00
5310.95 NTCC INTL SECURITI	08/02/2010	05/31/2013	846,086.00	709,976.00			136,110.00
700.12 NTCC INTL SECURITIE	08/02/2010	06/10/2013	111,195.00	93,593.00			17,602.00
89979.57 NTCC INTL SECURIT	06/29/2012	11/15/2013	15,953,570.00	11,460,574.00			4,492,996.00
3937.58 PIMCO COMMODITY RE STRATEGY FUND	05/28/2010	06/06/2013	24,098.00	29,453.00	W	5,355.00	
353155.3 PIMCO COMMODITY R STRATEGY FUND	05/23/2012	08/13/2013	2,012,985.00	2,504,060.00			-491,075.00
142283.69 MFB NTGI MFB NTG DAILY RUSSELL 1000 INDE	06/30/2010	05/30/2013	2,169,826.00	1,340,335.00			829,491.00
8939.74 MFB NTGI MFB NTGI- DAILY RUSSELL 1000 INDE	06/30/2010	06/06/2013	133,417.00	84,214.00			49,203.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side) HENRY P. AND SUSAN C. CROWELL TRUST CASH

Social security number or taxpayer identification number 36-6038028

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

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1 (a) Description of property (Example· 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
1504759.3 MFB NTGI MFB NTG DAILY RUSSELL 1000 INDE	06/30/2010	11/13/2013	24,817,991.00	14,503,429.00			10,314,562.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			51,546,533.	34,874,976.		5,355.	16,676,912.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2013

AFMIN USA, INC.	P.O. BOX 70578 TUSCALOOSA, AL 35407	$ 30,000.00
ALPHA USA	2275 HALF DAY ROAD, SUITE 185 BANNOCKBURN, IL 60015	$ 40,000.00
ARROW OUTREACH INC	8442 FM 16 VAN, TX 75790	$ 15,000.00
ASIAN ACCESS	2420 W CARSON ST., STE 205 TORRANCE, CA 90501	$ 25,000.00
AWANA CLUBS INTERNATIONAL	ONE EAST BODE ROAD STREAMWOOD, IL 60107-6658	$ 60,000.00
BETHLEHEM BIBLE CO INC	158 ROADRUNNER AVE, NEW BRAUNFELS, TX 78130	$ 30,000.00
BIBLICA	1820 JET STREAM DRIVE COLORADO SPRINGS, CO 80921	$ 103,000.00
CASA VIVA	PO BOX 120 WHEATON, IL 60187	$ 15,000.00
CHILDREN'S HOPECHEST	PO BOX 63842 COLORADO SPRINGS, CO 80962	$ 30,000.00
CHINA OUTREACH MINISTRIES	555 GETTYSBURG PIKE, SUITE A-200 MECHANICSBURG, PA 17055	$ 15,000.00
CHINASOURCE	PO BOX 2160 ORANGE, CA 92859	$ 20,000.00
CHRISTIAN & MISSIONARY ALLIANCE	8595 EXPLORER DR COLORADO SPRINGS, CO 80920	$ 25,000.00
CHRISTIAN ASSOCIATES INTERNATIONAL	18950 BASE CAMP RD MONUMENT, CO 80132	$ 20,000.00
CHRISTIAN COMMUNITY FOUNDATION OF FRANCE	829 STANSBURY DRIVE MARIETTA, GA 30066	$ 40,000.00
CITYTEAM INTERNATIONAL	2304 ZANKER RD SAN JOSE, CA 95131-1115	$ 50,000.00
COMHINA, INC	PO BOX 593754 ORLANDO, FL 32859-3754	$ 20,000.00
CONGO INITIATIVE	PO BOX 246 GERMANTOWN, WI 53022	$ 40,000.00
CROSSWORLD	8320 N OAK TRAFFICWAY KANSAS CITY, MO 64155	$ 40,000.00
DEVELOPMENT ASSOCIATES INTERNATIONAL	PO BOX 49278 COLORADO SPRINGS, CO 80949	$ 227,500.00
DEVELOPMENT ASSOCIATES INTERNATIONAL - O	PO BOX 49278 COLORADO SPRINGS, CO 80949	$ 16,200.00
DISCIPLE NATIONS ALLIANCE, INC	1110 E. MISSOURI AVENUE, STE 393 PHOENIX, AZ 85014	$ 7,000.00
DOORWAYS TO HOPE	PO BOX 34628 SEATTLE, WA 98124-1628	$ 15,000.00
ELAM MINISTRIES	5755 NORTH POINT PARKWAY, SUITE 217 ALPHARETTA, GA 30022	$ 100,000.00
ENGINEERING MINISTRIES INTERNATIONAL	130 E. KIOWA STREET, SUITE 200 COLORADO SPRINGS, CO 80903	$ 36,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2013

ENGLISH LANGUAGE INSTITUTE/CHINA	1629 BLUE SPRUCE FORT COLLINS, CO 80524	$	50,000.00
EVERY GENERATION MINISTRIES	PO BOX 891179 TEMECULA, CA 92589	$	40,000.00
FAITH AND LEARNING INTERNATIONAL	209 E LIBERTY DR, PO BOX 480 WHEATON, IL 60187	$	30,000.00
FAR EAST BROADCASTING COMPANY, INC.	15700 IMPERIAL HIGHWAY LA MIRADA, CA 90638	$	40,000.00
FREE METHODIST, FRIENDS OF HOPE AFICA UNIVERSITY, INC	6715 OAK LAKE DR INDIANAPOLIS, IN 46214	$	22,000.00
FREEDOM'S PROMISE		$	3,000.00
FRIENDS OF FORMAN CHRISTIAN COLLEGE	3434 ROSWELL ROAD NW ATLANTA, GA 30305	$	60,000.00
FRIENDS OF SAIACS	1799 WINCHESTER BLVD CAMBELL, CA 95008	$	35,000.00
FULLER THEOLOGICAL SEMINARY	135 NO OAKLAND AVE PASADENA, CA 91182	$	125,000.00
GLOBAL MAPPING INTERNATIONAL	PO BOX 63719 COLORADO SPRINGS, CO 80962	$	60,000.00
GLOBAL MEDIA OUTREACH	910 E HAMILTON AVE CAMPBELL, CA 95008	$	25,000.00
GLOBAL RECORDINGS NETWORK	41823 ENTERPRISE CIRCLE N, 200 TEMECULA, CA 92590	$	30,000.00
GLOBAL STRATEGIES FOR HIV PREVENTION	104 DOMINICAN DRIVE SAN RAFAEL, CA 94901	$	30,000.00
GORDON - CONWELL THEOLOGICAL SEMINARY	130 ESSEX STREET SOUTH HAMILTON, MA 01982	$	40,000.00
GRAIN OF WHEAT INTERNATIONAL	1000 PEACHTREE INDUSTRIAL BLVD 18, SUWANEE, GA 30024	$	35,000.00
HARVESTERS REACHING THE NATIONS	2001 W PLANO PKWY, STE 3432 PLANO, TX 75075	$	25,000.00
HCJB GLOBAL	1065 GARDEN OF THE GODS ROAD COLORADO SPRINGS, CO 80907	$	35,000.00
HEART OF LEBANON FOUNDATION	P.O. BOX 1294 BLACK MOUNTAIN, NC 28711-1294	$	45,000.00
HOPE INTERNATIONAL	227 GRANITE RUN DRIVE, SUITE 250 LANCASTER, PA 17601	$	25,000.00
HORIZONS INTERNATIONAL	PO BOX 18478 BOULDER, CO 80308	$	40,000.00
INTERNATIONAL JUSTICE MISSION	PO BOX 58147 WASHINGTON, DC 20037-8147	$	35,000.00
INTERNATIONAL STUDENTS, INC.	7222 COMMERCE CENTER DRIVE SUITE 200 COLORADO SPRINGS, CO 80919	$	70,000.00
INTERVARSITY CHRISTIAN FELLOWSHIP	PO BOX 7895 MADISON, WI 53707-7895	$	25,000.00
INT'L FELLOWSHIP OF EVANGELICAL STUDENTS	PO BOX 436 30 S BONSON STREET PLATTEVILLE, WI 53818	$	50,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2013

ISKANDER EVANGELISTIC ASSN CREDIT CHURCH	31 RIVER ROAD DRIVE EAST MAYFLOWER,AR 72106	$	35,000.00
JOHN STOTT MINISTRIES	1050 CHESTNUT STREET, SUITE 203 MENLO PARK, CA 94025	$	117,000.00
LANCASTER BIBLE COLLEGE & GRAD SCHOOL	901 EDEN ROAD LANCASTER, PA 17601	$	25,000.00
LIFE IN ABUNDANCE, INTERNATIONAL	1605 E. ELIZABETH STREET PASADENA, CA 91104	$	80,000.00
MEDIA ASSOCIATES INTERNATIONAL, INC.	351 S. MAIN PLACE, SUITE 230 CAROL STREAM, IL 60188	$	20,000.00
MIDDLE EAST BIBLE OUTREACH	3605 SANDY PLAINS RD, SUITE 240, PMB 272 MARIETTA, GA 30066	$	50,000.00
MILITARY COMMUNITY YOUTH MINISTRIES	540 NORTH CASCADE AVENUE, SUITE 300 COLORADO SPRINGS, CO 80903	$	30,000.00
MIRACLE SAT	PO BOX 1532 COLORADO SPRINGS, CO 80901	$	35,000.00
MISSION AVIATION FELLOWSHIP	PO BOX 47 NAMPA, ID 83653	$	85,000.00
MISSION MEDICAL CLINIC	2125 E. LA SALLE COLORADO SPRINGS, CO 80909	$	30,000.00
MISSION TRAINING INTERNATIONAL, INC.	PO BOX 1220 PALMER LAKE, CO 80133	$	65,000.00
MOODY BIBLE INSTITUTE	820 N. LASALLE BLVD CHICAGO, IL 60610	$	85,000.00
MOPS INTERNATIONAL, INC	2370 S TRENTON WAY DENVER, CO 80231	$	15,000.00
MORNING STAR DEVELOPMENT	PO BOX 62327 COLORADO SPRINGS, CO 80962-2327	$	50,000.00
NEIGHBOR HOPE MINISTRIES INTERNATIONAL	1716 3RD STREET HICKORY, NC 28601	$	15,000.00
NEW HORIZONS INT'L INC	3109 STONE AVE TOPEKA, KS 66614	$	15,000.00
OPEN DOORS USA	PO BOX 27001 SANTA ANA, CA 92799	$	30,000.00
OPERATION MOBILIZATION	285 LYNNWOOD AVENUE TYRONE, GA 30290-0444	$	50,000.00
ORPHAN'S TREE, INC	1413 DARK PINE CT MONUMENT, CO 80132	$	15,000.00
OVERSEAS COUNCIL	3830 E. SOUTHPORT ROAD, STE B INDIANAPOLIS, IN 46237	$	100,000.00
PETER DEYNEKA RUSSIAN MINISTRIES	218 W. WILLOW WHEATON, IL 60187	$	50,000.00
PIONEERS	10123 WILLIAM CAREY DRIVE ORLANDO, FLORIDA 32827-6020	$	235,270.00
PLANT WITH PURPOSE	4903 MORENA BLVD, STE 1215 SAN DIEGO, CA 92117	$	20,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2013

PROJECT MEDSEND	999 ORONOQUE LN STE 3E STRATFORD, CT 06614-1379	$ 25,000.00
RUEL FOUNDATION	1101 COLLEGE AVE, SUITE 210 SANTA ROSA, CA 95404	$ 2,000.00
SAT-7 NORTH AMERICA	PO BOX 2770 EASTON, MD 21601	$ 50,000.00
SCHOLARLEADERS INTERNATIONAL	27850 IRMA LEE CIRCLE LAKE FOREST, IL 60045	$ 20,000.00
SERVE INDIA MINISTRIES	PO BOX 522 CHARLESTON, IL 61920	$ 15,000.00
SHE IS SAFE	11095 HOUZE ROAD ROSWELL, GA 30076	$ 20,000.00
STEIGER INTERNATIONAL	27 MARRAM WAY PEKA PEKA, NEW ZELAND	$ 35,000.00
TAYLOR UNIVERSITY	236 WEST READE AVE UPLAND, IN 46989	$ 30,000.00
TEACHBEYOND	PO BOX 6248 BLOOMINGDALE, IL 60108	$ 45,000.00
THE FOLD FAMILY MINISTRIES, INC.	PO BOX 1188 LYNDONVILLE, VT 05851	$ 20,000.00
THE NAVIGATORS	1610 COLGATE COLORADO SPRINGS, CO 80918	$ 45,000.00
THE ONEWAY MINISTRIES	4170 OGDEN AVENUE AURORA, IL 60504	$ 15,000.00
THE OUTREACH FOUNDATION	1911 DOUGLAS BLVD, STE 85 ROSEVILLE, CA 95661	$ 22,000.00
THE VERITAS FORUM	ONE BROADWAY, 14TH FLOOR CAMBRIDGE, MA 02142	$ 15,000.00
THE WORD FOR THE WORLD USA	PO BOX 26363 COLORADO SPRINGS, CO 80936	$ 50,000.00
THEOLOGICAL BOOK NETWORK, INC	3529 PATTERSON, SE GRAND RAPIDS, MI 49546	$ 30,000.00
TIRZAH INTERNATIONAL	18395 LAZY SUMMER WAY MONUMENT, CO 80132	$ 20,000.00
TRANS WORLD RADIO	PO BOX 8700 CARY, NC 27512	$ 39,000.00
TRINITY INTERNATIONAL UNIVERSITY	2065 HALF DAY ROAD DEERFIELD, IL 60015	$ 35,000.00
TRUE FACED		$ 500.00
UNKF UNITED NEGRO COLLEGE FUND	1805 7TH STREET, NW WASHINGTON, DC 20001	$ 3,000.00
UNITED FAMILY INTERNATIONAL	PO BOX 151518 GRAND RAPIDS, MI 49515	$ 50,000.00
UNIVERSITY OF NORTHWESTERN ST PAUL	3003 SNELLING AVE NORTH ST PAUL, MN 55113	$ 25,000.00
VIETNAM MINISTRIES, INC .	PO BOX 4568 ANAHEIM, CA 92803	$ 20,000.00
VISION COMMUNICATIONS INT'L	PO BOX 141145 DALLAS, TX 75214	$ 25,000.00
VIVA NORTH AMERICA	601 UNION ST, STE 3010 SEATTLE, WA 98101	$ 15,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2013

WORLD CONCERN OF CRISTA MINISTRIES	19303 FREMONT AVE, NORTH SEATTKE, WA 98133	$ 35,000.00
WORLD RELIEF CORPORATION OF THE NATIONAL ASSOCIATION OF EVANGELICALS	7 EAST BALTIMORE STREET BALTIMORE, MARYLAND 21202	$ 50,000.00
WORLDVENTURE	1501 W. MINERAL AVENUE LITTLETON, CO 80120-5612	$ 240,000.00
WYCLIFFE BIBLE TRANSLATORS	11221 JOHN WYCLIFFE BLVD ORLANDO, FL 32832	$ 60,000.00
EVELYNE REISATER		$ 500.00
FARIDA SAIDI		$ 500.00
NABELL JABBOUR		$ 500.00
UCHENNA ARYANWN		$ 500.00
	TOTAL GRANTS PAID:	$ 4,305,470.00

Portfolio Statements

31 DEC 13

Account number CROWEL

THE CROWELL TRUST

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Funds - common stock							
Emerging Markets Region - USD							
NTCC EMERGING MARKETS FD (FGT) CUSIP 901991240							
86,707 400	104 7881	9,645 12	9,085,903 70	8,581,104 19	504,799 51	0 00	504,799 51
Total USD		9,645 12	9,085,903 70	8,581,104 19	504,799 51	0 00	504,799 51
Total Emerging Markets Region		9,645 12	9,085,903 70	8,581,104 19	504,799 51	0 00	504,799 51
International Region - USD							
MFO AQR FDS INTL MOMENTUM FD CL L CUSIP 00203H883							
138,682 490	15 74	0 00	2,182,862 39	2,181,790 94	1,071 45	0 00	1,071 45
Total USD		0 00	2,182,862 39	2,181,790 94	1,071 45	0 00	1,071 45
Total International Region		0 00	2,182,862 39	2,181,790 94	1,071 45	0 00	1,071 45
United States - USD							
MFO AQR FDS MOMENTUM FD CL L CUSIP 00203H701							
197,571 520	20 69	0 00	4,087,754 74	4,083,192 44	4,562 30	0 00	4,562 30
MFO DFA INVT DIMENSIONS GROUP INC U S CORE EQUITY 1 PORT CUSIP 233203413							
1,443,637 570	16 54	0 00	23,877,765 40	23,110,182 16	767,583 24	0 00	767,583 24
NTCC SMALL CAP FD FGT CUSIP 629439928							
7,711 440	256 1504	2,258 42	1,975,288 44	1,056,780 28	918,508 16	0 00	918,508 16
Total USD		2,258 42	29,940,808 58	28,250,154 88	1,690,653 70	0 00	1,690,653 70
Total United States		2,258 42	29,940,808 58	28,250,154 88	1,690,653 70	0 00	1,690,653 70
Total Funds - Common Stock **1,874,310.420**		**11,903.54**	**41,209,574.67**	**39,013,050.01**	**2,196,524.66**	**0.00**	**2,196,524.66**

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Funds - equities etf							
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
28,151 000	34 31	19,570 01	965,860 81	945,335 56	20,525 25	0 00	20,525 25
Total USD		19,570 01	965,860 81	945,335 56	20,525 25	0 00	20,525 25
Total Global Region		19,570 01	965,860 81	945,335 56	20,525 25	0 00	20,525 25
International Region - USD							
MFC FLEXSHARES TR MORNINGSTAR DEVELOPED MARKETS EX US FACTOR TILT INDEX FD CUSIP 33939L803							
206,085 000	63 11	148,727 42	13,006,024 35	12,801,499 35	204,525 00	0 00	204,525 00
Total USD		148,727 42	13,006,024 35	12,801,499 35	204,525 00	0 00	204,525 00
Total International Region		148,727 42	13,006,024 35	12,801,499 35	204,525 00	0 00	204,525 00
Total Funds - Equities ETF **234,236.000**		**168,297.43**	**13,971,885.16**	**13,746,834.91**	**225,050.25**	**0.00**	**225,050.25**
Total Equities **2,108,546.420**		**180,200 97**	**55,181,459.83**	**52,759,884 92**	**2,421,574.91**	**0.00**	**2,421,574.91**
Fixed Income							
Funds - government agencies							
United States - USD							
MFO VANGUARD INFLATION PROTECTED SECURITIES FUND ADMIRAL CUSIP 922031737							
69,134 450 Issue Date 27 Jun 08	25 47	0 00	1,760,854 44	1,793,760 27	-32,905 83	0 00	-32,905 83

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income							
Funds - government agencies							
Total USD		0 00	1,760,854 44	1,793,760 27	-32,905 83	0 00	-32,905 83
Total United States		0 00	1,760,854 44	1,793,760 27	-32,905 83	0 00	-32,905 83
Total Funds - Government Agencies **69,134.450**		**0.00**	**1,760,854.44**	**1,793,760.27**	**-32,905.83**	**0.00**	**-32,905.83**
Funds - corporate bond							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
1,284,361 940 Issue Date 25 Aug 08	7 49	0 00	9,619,870 93	9,032,887 14	586,983 79	0 00	586,983 79
NTGI-QM COMMON DAILY AGGREGATE BOND INDEX FUND - NON-LENDING CUSIP 222999EO8							
125,152 960	104 177	31,445 50	13,038,059 91	12,936,094 80	101,965 11	0 00	101,965 11
Total USD		31,445 50	22,657,930 84	21,968,981 94	688,948 90	0 00	688,948 90
Total United States		31,445 50	22,657,930 84	21,968,981 94	688,948 90	0 00	688,948 90
Total Funds - Corporate Bond **1,409,514 900**		**31,445.50**	**22,657,930.84**	**21,968,981.94**	**688,948.90**	**0.00**	**688,948.90**
Funds - other fixed income							
United States - USD							
MFB NTGI COMMON DAILY SHORT-TERM GOVERNMENT BOND INDEX FUND - LENDING CUSIP 664992906							
507,856 920 Issue Date 04 Feb 04	10 492	2,204 70	5,328,434 80	5,399,230 81	-70,796 01	0 00	-70,796 01
Total USD		2,204 70	5,328,434 80	5,399,230 81	-70,796 01	0 00	-70,796 01

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income							
Funds - other fixed income							
Total United States		2,204 70	5,328,434 80	5,399,230 81	-70,796 01	0 00	-70,796 01
Total Funds - Other Fixed Income							
507,856.920		**2,204.70**	**5,328,434 80**	**5,399,230.81**	**-70,796 01**	**0.00**	**-70,796.01**
Total Fixed Income							
1,986,506.270		**33,650.20**	**29,747,220.08**	**29,161,973.02**	**585,247.06**	**0 00**	**585,247.06**
Real Estate							
Mineral interests							
United States - USD							
/FOR CMOINQ MULTIPLE BLOCKS IN R LEE **INC CUSIP 997050MO4							
1 000	1 00	0 00	1 00	0 00	1 00	0 00	1 00
/FOR CMOINQ MULTIPLE BLOCKS IN R LEE TRACTS 1,**INC CUSIP 997050MO4							
1 000	10 00	0 00	10 00 *	0 00	10 00	0 00	10 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
AGGREGATE MINERAL INTEREST HOLDING FOR INCOME AND EXPENSE ITEM POSTING CUSIP 995555M06							
1 000	1 00	0 00	1 00	0 00	1 00	0 00	1 00
Total USD		0 00	12 00	0 00	12 00	0 00	12 00
Total United States		0 00	12 00	0 00	12 00	0 00	12 00
Total Mineral Interests							
3 000		**0 00**	**12.00**	**0 00**	**12 00**	**0.00**	**12.00**
Total Real Estate							
3.000		**0 00**	**12.00**	**0.00**	**12.00**	**0.00**	**12.00**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Venture Capital and Partnerships							
Partnerships							
United States - USD							
MAKENA CAPITAL ASSOCIATES US CUSIP 000727099							
18,000,000 000	19,884,556 00	0 00	19,884,556 00	18,000,000 00	1,884,556 00	0 00	1,884,556 00
Total USD		0 00	19,884,556 00	18,000,000 00	1,884,556 00	0 00	1,884,556 00
Total United States		0 00	19,884,556 00	18,000,000 00	1,884,556 00	0 00	1,884,556 00
Total Partnerships **18,000,000.000**		**0.00**	**19,884,556.00**	**18,000,000 00**	**1,884,556.00**	**0.00**	**1,884,556.00**
Total Venture Capital and Partnerships **18,000,000.000**		**0.00**	**19,884,556.00**	**18,000,000.00**	**1,884,556.00**	**0.00**	**1,884,556 00**
Hedge Fund							
Hedge fund replication strategy							
United States - USD							
MFO GOLDMAN SACHS TR ABSOLUTE RETURN TRACKER FD CL I CUSIP 38145N220							
230,795 100	9 32	0 00	2,151,010 33	2,183,657 38	-32,647 05	0 00	-32,647 05
Total USD		0 00	2,151,010 33	2,183,657 38	-32,647 05	0 00	-32,647 05
Total United States		0 00	2,151,010 33	2,183,657 38	-32,647 05	0 00	-32,647 05
Total Hedge Fund Replication Strategy **230,795.100**		**0.00**	**2,151,010.33**	**2,183,657.38**	**-32,647.05**	**0.00**	**-32,647.05**
Total Hedge Fund **230,795 100**		**0.00**	**2,151,010.33**	**2,183,657.38**	**-32,647.05**	**0 00**	**-32,647 05**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		
					Market	Translation	Total
Cash and Cash Equivalents							
Funds - short term investment							
USD - COMMON SHORT TERM INVESTMENT FUND							
	1 00	183 41	1,311,210 31	1,311,210 31	0 00	0 00	0 00
Total funds - short term investment - all currencies		183 41	1,311,210 31	1,311,210 31	0 00	0 00	0 00
Total funds - short term investment - all countries		183 41	1,311,210 31	1,311,210 31	0 00	0 00	0 00
Total Funds - Short Term Investment **1,311,210 310**		**183.41**	**1,311,210 31**	**1,311,210.31**	**0.00**	**0.00**	**0 00**
Total Cash and Cash Equivalents **1,311,210.310**		**183.41**	**1,311,210.31**	**1,311,210.31**	**0.00**	**0.00**	**0.00**
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-45,553 69	-45,553 69	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-45,553 69	-45,553 69	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-45,553 69	-45,553 69	0 00	0 00	0 00
Total Pending trade purchases **0.000**		**0.00**	**-45,553.69**	**-45,553 69**	**0.00**	**0.00**	**0.00**
Total Adjustments To Cash **0 000**		**0.00**	**-45,553.69**	**-45,553.69**	**0.00**	**0.00**	**0.00**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Total							
23,637,061.100		**214,034.58**	**108,229,914.86**	**103,371,171 94**	**4,858,742.92**	**0.00**	**4,858,742.92**