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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

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

OMB No 1545-0052





2013

Open to Public Inspection

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

Name of foundation WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION C/O COMERICA BANK		A Employer identification number 38-6092543	
Number and street (or P O box number if mail is not delivered to street address) 49 WEST MICHIGAN AVENUE		B Telephone number (see instructions) (269) 966-6344	
City or town, state or province, country, and ZIP or foreign postal code BATTLE CREEK, MI 49017		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input type="checkbox"/> \$ 3,574,364		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17	17		
	4 Dividends and interest from securities.	85,434	85,434		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	215,606			
	b Gross sales price for all assets on line 6a 755,438				
	7 Capital gain net income (from Part IV, line 2) . . .		215,606		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,000	0		
	12 Total. Add lines 1 through 11	302,057	301,057		
	13 Compensation of officers, directors, trustees, etc	26,359	26,359		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,000	1,000		1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,075	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	935	0		935
	24 Total operating and administrative expenses. Add lines 13 through 23	33,369	27,359		1,935
	25 Contributions, gifts, grants paid	143,350			143,350
	26 Total expenses and disbursements. Add lines 24 and 25	176,719	27,359		145,285
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	125,338			
	b Net investment income (if negative, enter -0-)		273,698		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	110,427	130,923	130,923
	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 ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	290,968	 290,968	291,925
	b	Investments—corporate stock (attach schedule)	1,004,498	 1,447,442	2,118,158
	c	Investments—corporate bonds (attach schedule).	945,411	 843,455	869,015
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	400,153	 164,007	164,343
	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)	2,751,457	2,876,795	3,574,364	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,444,856	2,444,856	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	306,601	431,939	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,751,457	2,876,795	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,751,457	2,876,795		

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	2,751,457
2	Enter amount from Part I, line 27a	2	125,338
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,876,795
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,876,795

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	215,606
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	164,277	3,346,747	0 049086
2011	177,245	3,330,564	0 053218
2010	137,597	3,243,805	0 042418
2009	206,229	3,042,087	0 067792
2008	179,636	3,500,286	0 051320

2	Total of line 1, column (d).	2	0 263834
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 052767
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,422,487
5	Multiply line 4 by line 3.	5	180,594
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,737
7	Add lines 5 and 6.	7	183,331
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	145,285

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	5,474
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	5,474
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	5,474
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		7	4,000
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,474
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 Refunded		11	

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of COMERICA BANK Telephone no (269) 966-6344 Located at 49 W MICHIGAN AVE BATTLE CREEK MI ZIP+4 49017			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a

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

(1)

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

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

No

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

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

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

2

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

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

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 GRANTING EDUCATIONAL SCHOLARSHIPS	143,350
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,302,877
b	Average of monthly cash balances.	1b	171,729
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,474,606
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,474,606
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	52,119
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,422,487
6	Minimum investment return. Enter 5% of line 5.	6	171,124

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	171,124
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	5,474
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,474
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	165,650
4	Recoveries of amounts treated as qualifying distributions.	4	1,000
5	Add lines 3 and 4.	5	166,650
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	166,650

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	145,285
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	145,285
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	145,285
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				166,650
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	4,482			
b From 2009.	52,339			
c From 2010.				
d From 2011.	14,600			
e From 2012.				
f Total of lines 3a through e.	71,421			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 145,285				
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.				145,285
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).)	21,365			21,365
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	50,056			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	50,056			
10 Analysis of line 9				
a Excess from 2009. . . .	35,456			
b Excess from 2010. . . .				
c Excess from 2011. . . .	14,600			
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

COMERICA BANK TRUST DIVISION
49 WEST MICHIGAN AVENUE
BATTLE CREEK, MI 49017
(269) 966-6344

b

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

APPLICATION FORMS & INFORMATION AVAILABLE AT THE ABOVE LOCATION

c

Any submission deadlines

NOVEMBER 15

d

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

GRADUATES OF BATTLE CREEK AREA HIGH SCHOOLS

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	143,350
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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)
----------	--

[illegible]

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2350 SHS DENBURY RESOURCES INC COM NEW	P	2013-09-06	2013-10-31
50000 FV JPMORGAN CHASE & CO 5 75% 01/02/2013	P	2007-09-21	2013-01-02
17000 FV NATIONAL RURAL UTILS COOP FIN 5 5% 07/01/2013	P	2008-09-10	2013-03-05
33000 FV NATIONAL RURAL UTILS COOP FIN 5 5% 07/01/2013	P	2008-09-10	2013-07-01
3707 344 SHS FEDERATED ADJUSTABLE RATE SECS F	P	2009-10-29	2013-09-06
20345 88 SHS FEDERATED ADJUSTABLE RATE SECS F	P	2011-11-02	2013-09-06
500 SHS TRAVELERS COS INC	P	2009-04-29	2013-09-06
1000 SHS EXXON MOBIL CORPORATION	P	1994-11-10	2013-09-06
175 SHS GRAINGER W W INC	P	2009-12-04	2013-09-06
100 SHS AUTOZONE INC	P	2010-02-17	2013-09-06
250 SHS PHILLIPS 66	P	2012-02-08	2013-12-20
250 SHS IBM CORP	P	2009-04-01	2013-12-20
1000 SHS MACYS INC	P	2012-02-08	2013-12-20
500 SHS TRAVELERS COS INC	P	2009-04-29	2013-12-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
43,902		42,018	1,884
50,000		50,555	-555
17,287		17,476	-189
33,000		33,924	-924
36,221		36,147	74
198,779		200,000	-1,221
40,439		21,059	19,380
87,458		14,988	72,470
45,618		17,214	28,404
42,004		16,479	25,525
18,495		8,618	9,877
45,393		24,426	20,967
52,213		35,869	16,344
44,629		21,059	23,570

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,884
			-555
			-189
			-924
			74
			-1,221
			19,380
			72,470
			28,404
			25,525
			9,877
			20,967
			16,344
			23,570


Form 990PF Part VIII Line 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
BRUCE BARNEY	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
COMERICA BANK	TRUSTEE 1 00	26,359	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
DAVID P LUCAS	PRESIDENT 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
DONNA GRAY	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
JOHN STETLER	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
KATHY SHAW	VICE PRESIDENT 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
KIM BRUBAKER	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
LORI A HILL	SECRETARY 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
LYNN WARD GRAY	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
MARILYN BURTRUM	RECORDING SECRETARY 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
MICHAEL EVANS	EXECUTIVE DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
MIKE COPE	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
PAT HOWARD	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
SANDRA MELGES	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
STEVE SKALKA	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				
TERANCE LUNGER	DIRECTOR 0 00	0	0	0
49 W MICHIGAN AVE BATTLE CREEK,MI 49017				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CODY A BARNEBEE 2250 HOLLISON BEACH BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
CONNOR J BAUSERMAN 121 KEATHLEY DRIVE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,760
ZACHARY BERNING 204 WATTLES ROAD SOUTH BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
SAMUEL BIGLEY 10151 EAST ML AVENUE GALESBURG,MI 49053	NONE	N/A	EDUCATIONAL	2,300
ALLISON CABLE 14314 NINE MILE ROAD BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
EMILY CAMERON 4 NORTH 31ST STREET BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
ERIC CAREY 221 LYNWOOD DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
XIAOYU CHEN 50 GREENTREE BLVD APT 37B BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,760
BRITTANY COCHRANE 158 WEST BATTLE CREEK ST GALESBURG,MI 49053	NONE	N/A	EDUCATIONAL	2,300
GRANT A DEMOSS 200 WAHWAYTAYSEE WAY2 BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
RASHIDA T DOTSON 282 GARFIELD AVENUE BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	2,300
DEVONTAE DRAPER 3935 15TH STREET ECORSE,MI 48197	NONE	N/A	EDUCATIONAL	2,300
BRENDAN EGAN 107 ELSINORE LANE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,150
SHANNON K EGAN 107 ELSINORE LANE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,100
KIRA N FILLAR 113 WILLIAMS DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,100
Total 3a				143,350


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHAAN C GANDHI 5 CHATSWOOD LANE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
NATHANIEL P GARRETT 13980 6 1/2 MILE ROAD BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
MARY GONZALES 13461 9 MILE ROAD BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,100
ADAM GOSS 1103 E MICHIGAN AVE APT 12 BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,150
MILAN HARDEN 120 CHERRY ST BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	2,300
HEATHER M HARVERY 576 CYNTHIA GALESBURG,MI 49053	NONE	N/A	EDUCATIONAL	1,760
BEI HE 582 RIVERSIDE DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
ROY HERPIN III 18 POWEL ROAD BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	2,300
BRADLEY HICKS 11318 F DRIVE SOUTH CERESCO,MI 49033	NONE	N/A	EDUCATIONAL	2,300
PAUL T HICKS 11318 F DRIVE SOUTH CERESCO,MI 49033	NONE	N/A	EDUCATIONAL	1,760
VAN SUI HNEM 171 LINCOLNWOOD DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
MARY HNIAN LIAN 347 LAKESHORE DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
CARISSA N HOFFMAN 11519 L DRIVE NORTH BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,760
KYLE C HOLT 2605 SPEEDWELL LANE LAFAYETTE,IN 47909	NONE	N/A	EDUCATIONAL	500
MARIA G HURTADO 12 BUCKEYE ST BATTLE CREEK,MI 49037	NONE	N/A	EDUCATIONAL	1,700
Total  3a				143,350


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOZLIN J JOHNSON 127 CANDLEWOOD LANE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,760
NICOLETTE D JOHNSON 127 CANDLEWOOD LANE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
CHELSEA M KAZLAUSKAS 195 EASTWAY DRIVE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
HLUM ZA KHIM 78 SOUTH 29TH STREET BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,100
FELICIA KNOX 8301 CALVIN ROAD BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	2,300
ARIEL MALYK LAWS 54 JENNINGS ROAD BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,760
TOSCA LE 7 NORTH CEDAR AVENUE BATTLE CREEK,MI 49037	NONE	N/A	EDUCATIONAL	2,300
ALEXIS LEE 127 KENSINGTON COURT BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,150
KARISSA LEE 127 KENSINGTON COURT BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	1,150
XIAO XIN LIANG 218 SOUTH 22ND STREET BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
EMILIE LUSSIER 712 KNOLLWOOD DRIVE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
SUBHASHREE MALLIKA KRISHNAN 40482 CINNAMON CIRCLE CANTON,MI 48187	NONE	N/A	EDUCATIONAL	2,300
EDITH MEJIA 34 HORTON STREET BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	1,100
CHELSEA MESSENGER 8300 RIVER ROAD EAST BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	1,760
KATHRYN MEYERS 14706 EAST L AVE GALESBURG,MI 49053	NONE	N/A	EDUCATIONAL	2,300
Total ▶ 3a				143,350

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IRENE NUNUK 5824 RAMONA DRIVE GREENDALE, WI 53129	NONE	N/A	EDUCATIONAL	2,300
ASHLEY PALMER 3816 K DRIVE SOUTH EAST LEROY, MI 49051	NONE	N/A	EDUCATIONAL	2,300
KEANU PALMER 181 ARBOR POINTE DRIVE BATTLE CREEK, MI 49037	NONE	N/A	EDUCATIONAL	2,300
SAMUEL L PARSONS 334 RIVERSIDE DRIVE BATTLE CREEK, MI 49015	NONE	N/A	EDUCATIONAL	2,300
MORGAN E PERRETT 137 NORTH LELAND DRIVE BATTLE CREEK, MI 49015	NONE	N/A	EDUCATIONAL	1,760
AUBRIE PHENIX 20 BURNHAM STREET EAST BATTLE CREEK, MI 49015	NONE	N/A	EDUCATIONAL	2,300
ASHLEY PLUSHNIK 930 S BONNIE BRAE ST APT 131 LOS ANGELES, CA 90006	NONE	N/A	EDUCATIONAL	1,150
JAMIE L PROBST 422 DUTTON WEST KALAMAZOO, MI 49007	NONE	N/A	EDUCATIONAL	2,300
JENIFER PUI 4263 W DICKMAN ROAD APT 3D BATTLE CREEK, MI 49037	NONE	N/A	EDUCATIONAL	2,300
ASHLEY M RALL 197 EAST MICHIGAN AVE GALESBURG, MI 49053	NONE	N/A	EDUCATIONAL	1,760
JULIE REPKE 505 SARAH ST GALESBURG, MI 49053	NONE	N/A	EDUCATIONAL	2,300
MEGHANN M RICHARDS 8270 ROBINS LANE BATTLE CREEK, MI 49014	NONE	N/A	EDUCATIONAL	1,760
BRYCE A RUCKER 64 LATTA STREET BATTLE CREEK, MI 49017	NONE	N/A	EDUCATIONAL	2,300
HALEY L SHEA 221 ADALINE BATTLE CREEK, MI 49014	NONE	N/A	EDUCATIONAL	1,760
SARAH E SHIELDS 2626 EAST PARK AVE APT 8108 TALLAHASSEE, FL 32306	NONE	N/A	EDUCATIONAL	2,300
Total  3a				143,350

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOSHUA SHUMATE 3710 PINE TERRACE APT 4 KALAMAZOO,MI 49008	NONE	N/A	EDUCATIONAL	1,150
IMMANUEL R SINGH 20 MONTFORD STREET BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	1,150
CLARISSA L STANTON 412 NORTH AUGUSTA DRIVE AUGUSTA,MI 49012	NONE	N/A	EDUCATIONAL	1,760
CHELSEA STIERLE 353 SURBY AVENUE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
JACOB L STORTEBOOM 9329 EAST O AVENUE KALAMAZOO,MI 49048	NONE	N/A	EDUCATIONAL	1,760
ALYSIA TALAMANTEZ 21276 WAUBASCON ROAD BATTLE CREEK,MI 49017	NONE	N/A	EDUCATIONAL	2,300
SHANNON TURNER 11241 BROWN ROAD BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
MAXWELL L VANDERPOOL 12521 NORTH SHERMAN LAKE DRIVE AUGUSTA,MI 49012	NONE	N/A	EDUCATIONAL	2,300
CHELSAE WARD 151 KELWOOD LANE BATTLE CREEK,MI 49015	NONE	N/A	EDUCATIONAL	2,300
BRITTNIE T WATKINS 7317 RIBBON RIDGE D LAS VEGAS,NV 89129	NONE	N/A	EDUCATIONAL	2,300
BAILEY R WEESSIES 5545 SOUTH 47TH STREET CLIMAX,MI 49034	NONE	N/A	EDUCATIONAL	1,760
COURTNEY G WRIGHT 38 MASSACHUSETTS AVE BATTLE CREEK,MI 49014	NONE	N/A	EDUCATIONAL	2,300
LOREN WRIGHT 53 WENTWORTH CT E MINNEAPOLIS,MN 55419	NONE	N/A	EDUCATIONAL	2,300
Total  3a				143,350

TY 2013 Accounting Fees Schedule**Name:** WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION

C/O COMERICA BANK

EIN: 38-6092543

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PLANTE & MORAN, PLLC	2,000	1,000		1,000

**TY 2013 Investments Corporate
Bonds Schedule**

Name: WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION
C/O COMERICA BANK

EIN: 38-6092543

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA CORP 5.375%	49,839	51,063
CATERPILLAR INC 5.7% 08/15/2016	78,851	83,617
CISCO SYS INC 5.5% 02/22/2016	76,453	82,510
COCA COLA CO NT 1.5% 11/15/2015	50,797	50,943
COLGATE PALMOLIVE CO MEDIUM	50,847	50,165
GENERAL ELEC CAP CORP 4.375%	51,804	52,993
HONEYWELL 5.4% 03/15/2016	78,303	82,223
KIMBERLY CLARK CORP 4.875%	75,711	80,209
LOWES COS INC 5% 10/15/2015	76,130	80,769
PEPSICO INC SR NT 3.125%	52,392	50,058
PITNEY BOWES INC 5% 03/15/2015	75,693	78,078
WELLS FARGO COMPANY 3.75%	51,013	51,274
ANHEUSER BUSCH COS INC 4.95%	75,622	75,113

TY 2013 Investments Corporate
Stock Schedule

Name: WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION
C/O COMERICA BANK
EIN: 38-6092543

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	43,800	70,127
AUTOZONE INC	16,479	47,794
BANK OF AMERICA CORP	48,832	48,267
CATERPILLAR INC	15,881	18,162
COCA COLA CO	36,049	53,703
COMCAST CORP CL A	48,640	49,367
CONOCOPHILLIPS	27,332	35,325
DEVON ENERGY CORPORATION	41,292	43,309
DIRECTV	17,607	27,624
EMC CORP	30,165	45,270
EDWARDS LIFESCIENCES CORP	34,257	24,660
EXPEDITORS INTERNATIONAL	41,720	43,144
EXPRESS SCRIPTS HLDG CO	42,618	45,656
FISERV INC	33,943	50,192
GENERAL ELECTRIC	4,792	50,454
GRAINGER W W INC	17,214	44,698
ISHARES S&P MID-CAP ETF	81,270	90,322
ISHARES S&P SM CAP 600 INDEX FD	81,583	92,760
ITC HLDGS CORP	35,782	45,514
JPMORGAN CHASE & CO	36,047	49,708
JOHNSON & JOHNSON	32,934	54,954
MICROSOFT CORP	39,639	54,245
MORGAN STANLEY	48,131	48,608
NEWMONT MNG CORP	35,886	17,273
NIKE INC CL B	34,750	94,368
NORFOLK SOUTHERN CORP	34,152	44,094
OCCIDENTAL PETROLEUM CORP	34,449	40,418
ORACLE CORPORATION	2,905	47,825
PHILIP MORRIS INTL INC	29,243	52,278
QUALCOMM INC	43,485	55,688

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROPER INDS INC NEW	41,172	45,071
ROSS STORES INC	41,653	44,958
SCHLUMBERGER LTD	35,780	45,055
STRYKER CORP	4,734	75,140
TARGET CORP	35,754	36,380
US BANCORP	43,252	46,460
UNITED TECHNOLOGIES CORP	18,759	68,280
VERIZON COMMUNICATIONS	35,121	45,455
VISA INC CL A	43,180	122,474
INVESCO LTD	34,665	50,960
LAZARD LTD CL A	42,495	52,118

TY 2013 Investments Government Obligations Schedule

Name: WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION
C/O COMERICA BANK

EIN: 38-6092543

US Government Securities - End of	
Year Book Value:	0
US Government Securities - End of	
Year Fair Market Value:	0
State & Local Government	
Securities - End of Year Book	
Value:	290,968
State & Local Government	
Securities - End of Year Fair	
Market Value:	291,925

TY 2013 Investments - Other Schedule

Name: WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION
C/O COMERICA BANK

EIN: 38-6092543

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FEDERATED ADJUSTABLE RATE SECS F	AT COST	164,007	164,343

TY 2013 Other Expenses Schedule

Name: WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION
C/O COMERICA BANK

EIN: 38-6092543

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MICH ANNUAL REPORT	20	0		20
INSURANCE	915	0		915

TY 2013 Other Income Schedule**Name:** WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION

C/O COMERICA BANK

EIN: 38-6092543

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RETURN OF SCHOLARSHIPS	1,000		1,000

TY 2013 Taxes Schedule**Name:** WINSHIP MEMORIAL SCHOLARSHIP FOUNDATION

C/O COMERICA BANK

EIN: 38-6092543

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	4,075	0		0