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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 separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation WILDEY H MITCHELL FAMILY FOUNDATION WELLS FARGO BK TRUST TAX (MAC N9500-054)		A Employer identification number 41-6222997
Number and street (or P.O. box number if mail is not delivered to street address) 222 W. SUPERIOR ST	Room/suite 200	B Telephone number 218-723-2765
City or town, state or province, country, and ZIP or foreign postal code DULUTH, MN 55802		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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) \$ 7,069,272. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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					
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	163.	163.	163.	STATEMENT 1	
	4 Dividends and interest from securities	150,517.	150,517.	150,517.	STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	201,826.				
	b Gross sales price for all assets on line 6a	1,774,023.				
	7 Capital gain net income (from Part IV, line 2)		201,826.			
	8 Net short-term capital gain			N/A		
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income	103.	103.	103.	STATEMENT 3		
12 Total. Add lines 1 through 11	352,609.	352,609.	150,783.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 4	6,785.	6,785.	0.	0.
	c Other professional fees	STMT 5	42,536.	31,902.	0.	10,634.
	17 Interest					
	18 Taxes	STMT 6	2,290.	0.	0.	0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 7	4,612.	2,768.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		56,223.	41,455.	0.	10,634.
	25 Contributions, gifts, grants paid		494,500.			494,500.
26 Total expenses and disbursements. Add lines 24 and 25		550,723.	41,455.	0.	505,134.	
27 Subtract line 26 from line 12.		-198,114.				
a Excess of revenue over expenses and disbursements						
b Net investment income (if negative, enter -0-)			311,154.			
c Adjusted net income (if negative, enter -0-)				150,783.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			6.	6.
	2	Savings and temporary cash investments		117,004.	270,277.	270,277.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 8		368,404.	310,647.	333,037.
	b	Investments - corporate stock STMT 9		4,432,754.	4,195,846.	5,595,238.
	c	Investments - corporate bonds STMT 10		931,135.	874,315.	870,714.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		5,849,297.	5,651,091.	7,069,272.	
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				
	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		6,301,398.	6,301,398.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		-452,101.	-650,307.	
30	Total net assets or fund balances		5,849,297.	5,651,091.		
31	Total liabilities and net assets/fund balances		5,849,297.	5,651,091.		

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	5,849,297.
2	Enter amount from Part I, line 27a	2	-198,114.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,651,183.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	92.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,651,091.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,774,023.		1,550,715.	201,826.

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			
b			
c			
d			
e			201,826.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	201,826.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	-13,797.

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	484,582.	6,556,179.	.073912
2011	465,315.	6,872,760.	.067704
2010	426,903.	6,578,024.	.064898
2009	406,325.	5,899,503.	.068874
2008	453,019.	7,348,733.	.061646

2 Total of line 1, column (d)	2	.337034
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	.067407
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,864,622.
5 Multiply line 4 by line 3	5	462,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,112.
7 Add lines 5 and 6	7	465,836.
8 Enter qualifying distributions from Part XII, line 4	8	505,134.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,112.
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	3,112.
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	3,112.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,112.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,912.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	800.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 800. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes" attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WELLS FARGO TRUST DEPARTMENT</u> Telephone no. ► <u>218-723-2765</u> Located at ► <u>222 W. SUPERIOR ST, SUITE 200, DULUTH, MN</u> ZIP+4 ► <u>55802</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL S. ALTMAN DULUTH, MN	DIRECTOR 1.00	0.	0.	0.
ROBERT J. ZALLAR DULUTH, MN	DIRECTOR 1.00	0.	0.	0.
DON CARLSON DULUTH, MN	DIRECTOR 1.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 GRANTS TO CHARITABLE ORGANIZATIONS - SEE ATTACHED SCHEDULE. NUMBER OF ORGANIZATIONS SERVED WAS 45.	
	494,500.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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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	6,784,168.
b	Average of monthly cash balances	1b	184,991.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,969,159.
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	6,969,159.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,537.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,864,622.
6	Minimum investment return Enter 5% of line 5	6	343,231.

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	343,231.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,112.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,112.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	340,119.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	340,119.
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	340,119.

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	505,134.
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	505,134.
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	5	3,112.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	502,022.

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.

WILDEY H MITCHELL FAMILY FOUNDATION

Form 990-PF (2013)

WELLS FARGO BK TRUST TAX (MAC N9500-054)

41-6222997

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				340,119.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	89,928.			
b From 2009	113,760.			
c From 2010	102,228.			
d From 2011	127,739.			
e From 2012	161,959.			
f Total of lines 3a through e	595,614.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	505,134.			
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				340,119.
e Remaining amount distributed out of corpus	165,015.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	760,629.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	89,928.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	670,701.			
10 Analysis of line 9:				
a Excess from 2009	113,760.			
b Excess from 2010	102,228.			
c Excess from 2011	127,739.			
d Excess from 2012	161,959.			
e Excess from 2013	165,015.			

N/A

- ▶

☐ 4942(I)(3) or ☐ 4942(I)(5)

- [illegible]

Form **990-PF** (2013)

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			CHARITABLE	494,500.
Total			▶ 3a	494,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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		P		
b PUBLICLY TRADED SECURITIES		P		
c POWERSHARES DB COMMODITY INDEX TRADING FUND				
d POWERSHARES DB COMMODITY INDEX TRADING FUND				
e POWERSHARES DB COMMODITY INDEX TRADING FUND				
f POWERSHARES DB COMMODITY INDEX TRADING FUND				
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 354,479.		361,074.	-6,595.
b 1,387,873.		1,189,641.	198,232.
c			-147.
d			-3,698.
e			-7,055.
f			-10,582.
g 31,671.			31,671.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) 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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** -6,595.
b			198,232.
c			** -147.
d			-3,698.
e			** -7,055.
f			-10,582.
g			31,671.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	201,826.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	-13,797.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DB COMMODITY INDEX TRACKING FUND K-1	163.	163.	163.
TOTAL TO PART I, LINE 3	163.	163.	163.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BONDS	15,366.	0.	15,366.	15,366.	15,366.
EQUITIES	166,822.	31,671.	135,151.	135,151.	135,151.
TO PART I, LINE 4	182,188.	31,671.	150,517.	150,517.	150,517.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISC STOCK SETTLEMENTS	103.	103.	103.
TOTAL TO FORM 990-PF, PART I, LINE 11	103.	103.	103.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION - WIPFLI LLP.	6,785.	6,785.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	6,785.	6,785.	0.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN FEES - WELLS FARGO BANK	42,536.	31,902.	0.	10,634.
TO FORM 990-PF, PG 1, LN 16C	42,536.	31,902.	0.	10,634.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MN FEE	25.	0.	0.	0.
FOREIGN TAXES	72.	0.	0.	0.
EXCISE TAX	2,193.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	2,290.	0.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	2,768.	2,768.	0.	0.
INSURANCE	1,844.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	4,612.	2,768.	0.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	X		310,647.	333,037.
TOTAL U.S. GOVERNMENT OBLIGATIONS			310,647.	333,037.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			310,647.	333,037.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED	4,195,846.	5,595,238.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,195,846.	5,595,238.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DB COMMODITY INDEX TRACKING FUND K-1	163.	163.	163.
TOTAL TO PART I, LINE 3	163.	163.	163.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BONDS	15,366.	0.	15,366.	15,366.	15,366.
EQUITIES	166,822.	31,671.	135,151.	135,151.	135,151.
TO PART I, LINE 4	182,188.	31,671.	150,517.	150,517.	150,517.

FORM 990-PF	OTHER INCOME	STATEMENT	3
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISC STOCK SETTLEMENTS	103.	103.	103.
TOTAL TO FORM 990-PF, PART I, LINE 11	103.	103.	103.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION - WIPFLI LLP.	6,785.	6,785.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	6,785.	6,785.	0.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN FEES - WELLS FARGO BANK	42,536.	31,902.	0.	10,634.
TO FORM 990-PF, PG 1, LN 16C	42,536.	31,902.	0.	10,634.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MN FEE	25.	0.	0.	0.
FOREIGN TAXES	72.	0.	0.	0.
EXCISE TAX	2,193.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	2,290.	0.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	2,768.	2,768.	0.	0.
INSURANCE	1,844.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	4,612.	2,768.	0.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	X		310,647.	333,037.
TOTAL U.S. GOVERNMENT OBLIGATIONS			310,647.	333,037.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			310,647.	333,037.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED	4,195,846.	5,595,238.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,195,846.	5,595,238.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	874,315.	870,714.
TOTAL TO FORM 990-PF, PART II, LINE 10C	874,315.	870,714.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	874,315.	870,714.
TOTAL TO FORM 990-PF, PART II, LINE 10C	874,315.	870,714.

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

FEDERATED TREAS OBL FD 68

Asset held in Invested Income Portfolio

FEDERATED TREAS OBL FD 68

Total Money Market

Total Cash & Equivalents

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
			\$6.54	\$6.54	\$0.00		
			\$6.54	\$6.54	\$0.00		
	163,856.590		\$163,856.59	\$163,856.59	\$0.00	0.01%	\$1.21
	106,420.500		106,420.50	106,420.50	0.00	0.01	1.70
			\$270,277.09	\$270,277.09	\$0.00	0.01%	\$2.91
			\$270,283.63	\$270,283.63	\$0.00	0.01%	\$2.91

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

FED FARM CREDIT BK

DTD 01/19/11 1 125 02/27/2014

CUSIP 31331KAH3

MOODY'S RATING AAA

STANDARD & POOR'S RATING AA+

GOVT NATL MTG ASSN POOL #455065

DTD 11/01/97

7 0000 11/15/2027

CUSIP 36208MQS7

MOODY'S RATING N/A

STANDARD & POOR'S RATING N/A

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
	50,000.000	\$100.152	\$50,076.00	\$50,766.40	- \$690.40	0.15%	\$193.75
	5,454.870	107.797	5,880.19	5,477.04	403.15	6.16	31.82

Account Statement For:
MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income (continued)

GOVERNMENT OBLIGATIONS (continued)

	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
GOVT NATL MTG ASSN POOL #528892 DTD 03/01/03 5.000 03/15/2018 CUSIP: 362128RM7 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	4,610.100	106.493	4,909.43	4,748.40	161.03	3.34	19.21
GOVT NATL MTG ASSN POOL #584350 DTD 04/01/02 5.500 04/15/2017 CUSIP: 36201JEX3 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	9,434.660	107.182	10,112.26	9,446.46	665.80	3.20	43.24
GOVT NATL MTG ASSN POOL #600747 DTD 02/01/04 4.500 02/15/2019 CUSIP: 36200GL46 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	16,591.880	106.216	17,623.23	16,820.01	803.22	3.18	62.22
GOVT NATL MTG ASSN POOL #651204 DTD 01/01/06 5.000 01/15/2021 CUSIP: 36292KNV4 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	11,271.920	107.216	12,085.30	11,254.32	830.98	3.83	46.97
GOVT NATL MTG ASSN POOL #663095 DTD 01/01/07 6.000 01/15/2022 CUSIP: 36294XU08 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	5,087.460	104.124	5,297.27	5,178.08	119.19	5.37	25.44

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
Fixed Income (continued)							
GOVERNMENT OBLIGATIONS (continued)							
US TREASURY INFLATION BOND DTD 01/15/10 1 375 01/15/2020 CUSIP 912828MF4	108,009,000	107.383	115,983.30	102,891.46	13,091.84	0.15	686.01
MOODY'S RATING: AAA STANDARD & POOR'S RATING: N/A							
US TREASURY INFLATION INDEX NOTE DTD 04/15/09 1 250 04/15/2014 CUSIP 912828KM1	110,363,000	100.641	111,070.43	104,064.75	7,005.68	-0.96	295.59
MOODY'S RATING: AAA STANDARD & POOR'S RATING: N/A							
Total Government Obligations			\$333,037.41	\$310,646.92	\$22,390.49		\$1,404.25
CORPORATE OBLIGATIONS							
BP CAPITAL MARKETS PLC DTD 11/01/11 2 248 11/01/2016 CUSIP 05565QBT4	50,000,000	\$103.486	\$51,743.00	\$51,395.00	\$348.00	1.00%	\$187.33
MOODY'S RATING: A2 STANDARD & POOR'S RATING: A							
GENERAL ELEC CAP CORP DTD 01/07/11 2.100 01/07/2014 CUSIP 36962G4X9	50,000,000	100.019	50,009.50	50,859.00	-849.50	0.95	507.50
MOODY'S RATING: A1 STANDARD & POOR'S RATING: AA+							
MORGAN STANLEY DTD 01/26/10 4.100 01/26/2015 CUSIP 61747YCL7	100,000,000	103.430	103,430.00	102,592.00	838.00	0.87	1,765.28
MOODY'S RATING: BAA2 STANDARD & POOR'S RATING: A-							
Total Corporate Obligations			\$205,182.50	\$204,846.00	\$336.50		\$2,460.11

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION

QUANTITY **PRICE** **MARKET VALUE AS OF 12/31/13** **COST BASIS** **UNREALIZED GAIN/LOSS** **CURRENT YIELD** **ACCRUED INCOME**

Fixed Income

DOMESTIC MUTUAL FUNDS

JPMORGAN HIGH YIELD FUND SELECT SHARES #3580 SYMBOL OHYFX CUSIP 4812C0803	14,823.113	\$7.980	\$118,288.44	\$122,318.15	-\$4,029.71	6.29%	\$0.00
RIDGEWORTH SEIX HIGH YIELD BOND FUND CLASS I #5855 SYMBOL SAMHX CUSIP 76628T645	15,625.752	9.780	152,819.85	155,371.66	-2,551.81	6.10	25.56

Total Domestic Mutual Funds

\$271,108.29 **\$277,689.81** **-\$6,581.52** **6.19%** **\$25.56**

INTERNATIONAL MUTUAL FUNDS

DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083 SYMBOL DBBIX CUSIP 261980494	9,814.197	\$13.870	\$136,122.91	\$145,124.30	-\$9,001.39	4.43%	\$0.00
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616 SYMBOL TGBAX CUSIP 880208400	19,732.628	13.090	258,300.10	246,655.36	11,644.74	3.92	0.00

Total International Mutual Funds

\$394,423.01 **\$391,779.66** **\$2,643.35** **4.09%** **\$0.00**

Total Fixed Income

\$1,203,751.21 **\$1,184,962.39** **\$18,788.82** **\$3,889.92**

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Equities							
CONSUMER DISCRETIONARY							
AMAZON COM INC COM	57 000	\$398 790	\$22,731 03	\$6,406 45	\$16,324 58	0 00%	\$0 00
SYMBOL AMZN CUSIP 023135106							
AMC NETWORKS INC	186 000	68 110	12,668 46	12,566 54	101 92	0 00	0 00
SYMBOL AMCX CUSIP 00164V103							
CHIPOTLE MEXICAN GRILL INC	40 000	532 780	21,311 20	11,030 80	10,280 40	0 00	0 00
CL A							
SYMBOL CMG CUSIP 169656105							
HOME DEPOT INC	272 000	82 340	22,396 48	17,894 13	4,502 35	1 89	0 00
SYMBOL HD CUSIP 437076102							
LAS VEGAS SANDS CORP	270 000	78 870	21,294 90	12,187 65	9,107 25	1 77	0 00
COM							
SYMBOL LVS CUSIP 517834107							
POLARIS INDS INC COM	140 000	145 640	20,389 60	10,809 84	9,579 76	1 15	0 00
SYMBOL PII CUSIP 731068102							
PRICELINE COM INC	21 000	1,162 400	24,410 40	10,009 40	14,401 00	0 00	0 00
COM NEW							
SYMBOL PCLN CUSIP 741503403							
STARBUCKS CORP COM	248 000	78 390	19,440 72	13,518 39	5,922 33	1 33	0 00
SYMBOL SBUX CUSIP 855244109							
THE DIRECTV GROUP HOLDINGS CLASS	275 000	69 060	18,991 50	15,959 45	3,032 05	0 00	0 00
A COM							
SYMBOL DTV CUSIP 25490A309							
TRACTOR SUPPLY CO COM	450 000	77 580	34,911 00	3,892 30	31,018 70	0 67	0 00
SYMBOL TSCO CUSIP 892356106							
Total Consumer Discretionary			\$218,545.29	\$114,274.95	\$104,270.34	0.70%	\$0.00

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

CONSUMER STAPLES

COCA COLA CO
SYMBOL KO CUSIP 191216100
ESTEE LAUDER COMPANIES INC
SYMBOL EL CUSIP 518439104
MONDELEZ INTERNATIONAL INC
SYMBOL MDLZ CUSIP 609207105
MONSTER BEVERAGE CORP
SYMBOL MNST CUSIP 611740101
WHITEWAVE FOODS CO
SYMBOL WWAV CUSIP 966244105
WHOLE FOODS MKT INC
SYMBOL WFM CUSIP 966837106

Total Consumer Staples

ENERGY

CONCHO RESOURCES INC
SYMBOL CXO CUSIP 20605P101

Total Energy

FINANCIALS

INTERCONTINENTAL EXCHANGE GROUP INC
SYMBOL ICE CUSIP 45866F104

Total Financials

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
	450,000	\$41.310	\$18,589.50	\$16,043.68	\$2,545.82	2.71%	\$0.00
	183,000	75.320	13,783.56	9,447.91	4,335.65	1.06	0.00
	453,000	35.300	15,990.90	12,064.37	3,926.53	1.59	63.42
	309,000	67.770	20,940.93	16,573.27	4,367.66	0.00	0.00
	762,000	22.940	17,480.28	15,504.41	1,975.87	0.00	0.00
	307,000	57.830	17,753.81	12,346.14	5,407.67	0.83	0.00
			\$104,538.98	\$81,979.78	\$22,559.20	1.01%	\$63.42
	110,000	\$108.000	\$11,880.00	\$9,378.12	\$2,501.88	0.00%	\$0.00
			\$11,880.00	\$9,378.12	\$2,501.88	0.00%	\$0.00
	85,000	\$224.920	\$19,118.20	\$5,585.31	\$13,532.89	1.16%	\$0.00
			\$19,118.20	\$5,585.31	\$13,532.89	1.16%	\$0.00

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

HEALTH CARE

ALEXION PHARMACEUTICALS INC
SYMBOL ALXN CUSIP 015351109
CELGENE CORP COM
SYMBOL CELG CUSIP 151020104
CERNER CORP COM
SYMBOL CERN CUSIP 156782104
GILEAD SCIENCES INC
SYMBOL GILD CUSIP 375558103
INTUITIVE SURGICAL INC
SYMBOL ISRG CUSIP 46120E602
TEAM HEALTH HOLDINGS INC
SYMBOL TMH CUSIP 87817A107

Total Health Care

INDUSTRIALS

DANAHER CORP
SYMBOL DHR CUSIP 235851102
FASTENAL CO
SYMBOL FAST CUSIP 311900104
FORTUNE BRANDS HOME & SECURITY
SYMBOL FBHS CUSIP 34964C106
PRECISION CASTPARTS CORP
SYMBOL PCP CUSIP 740189105
STERICYCLE INC COM
SYMBOL SRCL CUSIP 858912108
UNION PACIFIC CORP
SYMBOL UNP CUSIP 907818108

Total Industrials

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
	116 000	\$132.884	\$15,414.54	\$10,841.73	\$4,572.81	0.00%	\$0.00
	148 000	168 968	25,007.26	9,473.49	15,533.77	0.00	0.00
	306 000	55.740	17,056.44	11,442.09	5,614.35	0.00	0.00
	287 000	75 100	21,553.70	16,576.75	4,976.95	0.00	0.00
	26 000	384 080	9,986.08	13,704.27	- 3,718.19	0.00	0.00
	295 000	45 550	13,437.25	10,713.73	2,723.52	0.00	0.00
			\$102,455.27	\$72,752.06	\$29,703.21	0.00%	\$0.00
	263.000	\$77.200	\$20,303.60	\$5,422.10	\$14,881.50	0.13%	\$6.58
	239.000	47 510	11,354.89	7,307.33	4,047.56	2 10	0.00
	446 000	45 700	20,382.20	14,866.15	5,516.05	1 05	0.00
	136 000	269 300	36,624.80	10,888.49	25,736.31	0 04	0.00
	165.000	116 170	19,168.05	10,560.84	8,607.21	0 00	0.00
	146 000	168 000	24,528.00	11,302.64	13,225.36	1 88	138.25
			\$132,361.54	\$60,347.55	\$72,013.99	0.72%	\$144.83

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

INFORMATION TECHNOLOGY

APPLE INC

SYMBOL AAPL CUSIP 037833100

FACEBOOK INC

SYMBOL FB CUSIP 30303M102

GOOGLE INC

CL A

SYMBOL GOOG CUSIP 38259P508

INTUIT COM

SYMBOL INTU CUSIP 461202103

MICROSOFT CORP

SYMBOL MSFT CUSIP 594918104

ORACLE CORPORATION

SYMBOL ORCL CUSIP 68389X105

QUALCOMM INC

SYMBOL QCOM CUSIP 747525103

SANDISK CORP COM

SYMBOL SNDK CUSIP 80004C101

VISA INC-CLASS A SHRS

SYMBOL V CUSIP 92826C839

Total Information Technology

MATERIALS

CELANESE CORP

SYMBOL CE CUSIP 150870103

ECOLAB INC

SYMBOL ECL CUSIP 278865100

MONSANTO CO NEW

SYMBOL MON CUSIP 61166W101

Total Materials

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
APPLE INC	89 000	\$561 020	\$49,930 78	\$11,791 88	\$38,138 90	2 17%	\$0 00
FACEBOOK INC	372 000	54 649	20,329 43	18,128 61	2,200 82	0 00	0 00
GOOGLE INC CL A	43 000	1,120 710	48,190 53	26,098 91	22,091 62	0 00	0 00
INTUIT COM	249 000	76 320	19,003 68	13,008 28	5,995 40	1 00	0 00
MICROSOFT CORP	430 000	37 410	16,086 30	12,774 31	3,311 99	2 99	0 00
ORACLE CORPORATION	376 000	38 260	14,385 76	11,069 93	3,315 83	1 25	0 00
QUALCOMM INC	403 000	74 250	29,922 75	23,153 86	6,768 89	1 89	0 00
SANDISK CORP COM	259 000	70 540	18,269 86	12,826 55	5,443 31	1 28	0 00
VISA INC-CLASS A SHRS	100 000	222 680	22,268 00	18,738 06	3,529 94	0 72	0 00
Total Information Technology			\$238,387.09	\$147,590.39	\$90,796.70	1.21%	\$0.00
CELANESE CORP	209 000	\$55 310	\$11,559 79	\$10,523 85	\$1,035 94	1 30%	\$0 00
ECOLAB INC	180 000	104 270	18,768 60	7,147 42	11,621 18	1 05	49 50
MONSANTO CO NEW	204 000	116 550	23,776 20	16,439 89	7,336 31	1 48	0 00
Total Materials			\$54,104.59	\$34,111.16	\$19,993.43	1.29%	\$49.50



Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

Period Covered: January 1, 2013 - December 31, 2013

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES							
ACCENTURE PLC CUSIP: G1151C101	164,000	\$82,220	\$13,484,08	\$6,039.97	\$7,444.11	2.26%	\$0.00
CATAMARAN CORPORATION CUSIP 148887102	340,000	47,462	16,137.08	9,959.91	6,177.17	0.00	0.00
CHICAGO BRIDGE & IRON COMPANY N.V. CUSIP 167250109	154,000	83,140	12,803.56	11,631.59	1,171.97	0.24	0.00
DIAGEO PLC - ADR SPONSORED ADR CUSIP 25243Q205	84,000	132,420	11,123.28	5,521.53	5,601.75	2.26	0.00
JAZZ PHARMACEUTICALS PLC CUSIP G50871105	124,000	126,560	15,693.44	8,563.02	7,130.42	0.00	0.00
SCHLUMBERGER LTD CUSIP 806857108	240,000	90,110	21,626.40	15,596.13	6,030.27	1.39	75.00
Total International Equities							
			\$90,867.84	\$57,312.15	\$33,555.69	0.98%	\$75.00
DOMESTIC MUTUAL FUNDS							
DODGE & COX STOCK FUND #145 SYMBOL DODGX CUSIP 256219106	4,602,422	\$168,870	\$777,211.00	\$458,524.41	\$318,686.59	1.25%	\$0.00
ISHARES RUSSELL MID-CAP GROWTH SYMBOL IWP CUSIP 464287481	2,500,000	84,360	210,900.00	116,900.00	94,000.00	0.79	0.00
ISHARES RUSSELL 1000 GROWTH ETF SYMBOL IWF CUSIP 464287614	1,300,000	85,950	111,735.00	83,707.00	28,028.00	1.29	0.00
ISHARES RUSSELL 2000 ETF SYMBOL IWM CUSIP 464287655	3,500,000	115,360	403,760.00	264,584.20	139,175.80	1.23	0.00
JP MORGAN MID CAP VALUE FUND-CLASS I #758	8,803,662	35,120	309,184.61	178,187.08	130,997.53	0.87	0.00
SYMBOL: FLMVX CUSIP 339128100							
Total Domestic Mutual Funds							
			\$1,812,790.61	\$1,101,902.69	\$710,887.92	1.13%	\$0.00

Account Statement For:

Period Covered: January 1, 2013 - December 31, 2013

MITCHELL, WILDEY FAMILY FDN SUP AG

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL MUTUAL FUNDS							
DODGE & COX INTERNATIONAL STOCK FUND #1048	9,349.647	\$43.040	\$402,408.81	\$242,471.97	\$159,936.84	1.61%	\$0.00
SYMBOL DODFX CUSIP: 256206103							
ISHARES MSCI EAFE ETF	1,500.000	67.095	100,642.50	79,153.35	21,489.15	2.54	0.00
SYMBOL: EFA CUSIP: 464287465							
ISHARES MSCI EAFE GROWTH ETF	5,400.000	71.480	385,992.00	399,762.00	- 13,770.00	1.86	0.00
SYMBOL EFG CUSIP: 464288885							
ISHARES MSCI EMERGING MARKETS	11,855.000	41.795	495,479.73	406,335.13	89,144.60	2.05	0.00
SYMBOL: EEM CUSIP: 464287234							
Total International Mutual Funds			\$1,384,523.04	\$1,127,722.45	\$256,800.59	1.91%	\$0.00
Total Equities			\$4,169,572.45	\$2,812,956.61	\$1,356,615.84	1.32%	\$332.75

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Complementary Strategies							
OTHER							
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213	24,112.316	\$10.590	\$255,349.43	\$244,562.96	\$10,786.47	0.00%	\$0.00
SYMBOL AQMIX CUSIP: 00203H859							
ASG GLOBAL ALTERNATIVES FUND CLASS Y #1993	36,263.283	11.430	414,489.32	409,637.04	4,852.28	0.00	0.00
SYMBOL GAFYX CUSIP: 63872T885							
Total Other			\$669,838.75	\$654,200.00	\$15,638.75	0.00%	\$0.00
Total Complementary Strategies			\$669,838.75	\$654,200.00	\$15,638.75	0.00%	\$0.00

Account Statement For:

MITCHELL, WILDEY FAMILY FDN SUP AG

Period Covered: January 1, 2013 - December 31, 2013

**WELLS
FARGO**

ATTACHMENT TO
FORM 990-PF
PART II, LINE 10
EIN 41-6222997

ASSET DETAIL (continued)

ASSET DESCRIPTION

Real Assets

REAL ASSET FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
COHEN & STEERS INTERNATIONAL REALTY I #1396	12,227.383	\$11.400	\$139,392.17	\$130,295.52	\$9,096.65	6.76%	\$0.00
SYMBOL: IRFIX CUSIP 19248H401							
POWERSHARES DB COMMODITY INDEX	11,550.000	25.660	296,373.00	273,413.38	750.62	0.00	0.00
SYMBOL: DBC CUSIP 73935S105							
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF	1,650.000	41.200	67,980.00	60,540.42	7,439.58	4.54	1,418.30
SYMBOL: RWX CUSIP 78463X863							
SPDR DOW JONES REIT ETF	3,537.000	71.270	252,081.99	264,440.27	-12,358.28	3.39	0.00
SYMBOL: RWR CUSIP 78464A607							
Total Real Asset Funds			\$755,827.16	728,689.59	\$4,928.57	2.79%	\$1,418.30
Total Real Assets			\$755,827.16	728,689.59	\$4,928.57	2.79%	\$1,418.30

ACCOUNT VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
\$7,069,273.20	5,651,092.22	\$1,395,971.98	\$5,643.88

TOTAL ASSETS

WILDEY H. MITCHELL FAMILY FOUNDATION
CONTRIBUTION HISTORY
EIN 41-6222997
ATTACHMENT TO FORM 990-PF, PART IX-A & PART XV

2013

ALZHEIMER'S ASSOCIATION	10,000
AMERICAN RED CROSS	25,000
BENEDICTINE HEALTH CENTER FDN	10,000
BONG WORLD WAR II HERITAGE CENTER	20,000
BOY SCOUTS VOYAGEURS AREA COUNCIL #286	10,000
BOYS & GIRLS CLUB OF THE NORTHLAND	60,000
COLLEGE OF ST. SCHOLASTICA	20,000
COMMUNITY ACTION PROGRAM	10,000
CULVER EDUCATION FOUNDATION	1,000
DAMIANO CENTER	3,000
DULUTH AREA FAMILY YMCA	5,000
DULUTH ART INSTITUTE	5,000
DULUTH BETHEL	7,000
DULUTH CHILDRENS MUSEUM	10,000
DULUTH EMERGENCY FOOD SHELF -CHUM	40,000
DULUTH PUBLIC SCHOOL ENDOWMENT FUND	2,500
DULUTH-SUPERIOR AREA COM FDN	10,000
DULUTH-SUPERIOR EDUCATIONAL WDSE	6,500
DULUTH-SUPERIOR SYMPHONY FDN	10,000
ESSENTIA HEALTH FOUNDATION	5,000
FIRST WITNESS PROGRAM	10,000
HARTLEY NATURE CENTER	6,000
HARVARD LAW SCHOOL	1,000
LAKE SUPERIOR CHAMBER ORCHESTRA	3,000
LITTLE TREASURES CHILD CARE CENTER	5,000
LUTHERAN SOCIAL SERVICES	4,000
MILLER-DWAN FOUNDATION	20,000
MINNESOTA BALLET	5,000
NORTHLAND YOUTH MUSIC PROGRAM	2,500
NORTHWOOD CHILDRENS SERVICES	3,000
PILGRIM CONGREGATIONAL CHURCH	3,000
SCOTTISH RITE FOUNDATION	50,000
ST LOUIS COUNTY HISTORICAL SOCIETY	5,000
SOAR CAREER SOLUTIONS	5,000
ST LUKE'S FOUNDATION	20,000
THE DULUTH PLAYHOUSE	4,000
THE HOTCHKISS SCHOOL	1,000
THE MARSHALL SCHOOL	1,000
THE SALVATION ARMY	25,000
UNION GOSPEL MISSION	25,000
UNITED WAY OF GREATER DULUTH	5,000
UNIVERSITY OF MINNESOTA-DULUTH	5,000
WOODLAND HILLS	10,000
YALE UNIVERSITY	1,000
YWCA	5,000
2013 Total Grant Awards	<u><u>494,500</u></u>

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

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions	Enter filer's identifying number
File by the due date for filing your return. See instructions	WILDEY H MITCHELL FAMILY FOUNDATION WELLS FARGO BK TRUST TAX (MAC N9500-054)	Employer identification number (EIN) or 41-6222997
	Number, street, and room or suite no. If a P.O. box, see instructions 222 W. SUPERIOR ST, NO. 200	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions DULUTH, MN 55802	

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

04

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

WELLS FARGO TRUST DEPARTMENT

- The books are in the care of ► **222 W. SUPERIOR ST, SUITE 200 - DULUTH, MN 55802**
Telephone No ► **218-723-2765** Fax No ► _____

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

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

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	3,912.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,800.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,112.

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