EXTENSION GRANTED TO AUGUST 15, 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: ERIC SCHWARTZ FAMILY FOUNDATION

A Employer identification number: 43-6900504

Number and street (or P O box number if mail is not delivered to street address): 1613 PLEASANT PLAIN ROAD

Room/suite:

B Telephone number: 641-472-5100

City or town, state or province, country, and ZIP or foreign postal code: FAIRFIELD, IA 52556

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 101,552.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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	350,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11.	11.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	350,011.	11.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 2	35.	0.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	35.	0.		0.
	25 Contributions, gifts, grants paid	255,600.			255,600.
	26 **Total expenses and disbursements.** Add lines 24 and 25	255,635.	0.		255,600.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	94,376.			
	b **Net investment income** (if negative, enter -0-)		11.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.**

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	7,176.	101,552.	101,552.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	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)	7,176.	101,552.	101,552.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	7,176.	101,552.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	7,176.	101,552.	
	31 **Total liabilities and net assets/fund balances**	7,176.	101,552.	

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	7,176.
2	Enter amount from Part I, line 27a	2	94,376.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	101,552.
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	101,552.

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	NONE			
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				

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				

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

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

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	126,400.	20,124.	6.281057
2011	491,350.	70,839.	6.936151
2010	380,595.	106,998.	3.557029
2009	186,750.	107,155.	1.742802
2008	273,980.	95,069.	2.881907

2	**Total** of line 1, column (d)	2	21.398946
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	4.279789
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	100,567.
5	Multiply line 4 by line 3	5	430,406.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	430,406.
8	Enter qualifying distributions from Part XII, line 4	8	255,600.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	0.
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	0.
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	0.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	0.
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

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ JERRY OLIVER Telephone no. ▶ 641-472-5100

Located at ▶ 1776 PLEASANT PLAIN RD, FAIRFIELD, IA ZIP+4 ▶ 52556

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

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ERIC SCHWARTZ 1613 PLEASANT PLAIN ROAD FAIRFIELD, IA 52556	PRESIDENT 1.00	0.	0.	0.
MARY SUE SCHWARTZ 1613 PLEASANT PLAIN ROAD FAIRFIELD, IA 52556	SECY/TREAS 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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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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	0.
b	Average of monthly cash balances	1b	102,098.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	102,098.
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	102,098.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,531.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	100,567.
6	**Minimum investment return.** Enter 5% of line 5	6	5,028.

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

1	Minimum investment return from Part X, line 6	1	5,028.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,028.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,028.
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	5,028.

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	255,600.
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	255,600.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	255,600.

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.

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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				5,028.
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 269,267.				
b From 2009 181,396.				
c From 2010 375,245.				
d From 2011 487,808.				
e From 2012 125,394.				
f Total of lines 3a through e	1,439,110.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 255,600.				
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				5,028.
e Remaining amount distributed out of corpus	250,572.			
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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,689,682.			
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	269,267.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	1,420,415.			
10 Analysis of line 9:				
a Excess from 2009 181,396.				
b Excess from 2010 375,245.				
c Excess from 2011 487,808.				
d Excess from 2012 125,394.				
e Excess from 2013 250,572.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 3

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

NONE

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

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

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

ERIC SCHWARTZ, 641-472-5100
1613 PLEASANT PLAIN ROAD, FAIRFIELD, IA 52556

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

APPLICATIONS SHOULD BE WRITTEN AND SHOULD INCLUDE ALL RELEVANT INFORMATION

c Any submission deadlines:

N/A

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

N/A

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				
FAIRFIELD ARTS & CONVENTION CENTER 200 NORTH MAIN STREET FAIRFIELD, IA 52556	NONE	PC	2013 ANNUAL FUND	20,000.
FAIRFIELD PARKS AND RECREATION FOUNDATION 1000 WEST BURLINGTON FAIRFIELD, IA 52556	NONE	PC	GENERAL OPERATING BUDGET	2,000.
JEFFERSON COUNTY FARMERS & NEIGHBORS, INC PO BOX 811 FAIRFIELD, IA 52556	NONE	PC	GENERAL FUND	2,500.
MAHARISHI PURUSHA PROGRAM 3087 SOLUTION CENTER CHICAGO, IL 60677-3000	NONE	PC	GENERAL OPERATING BUDGET	5,400.
MAHARISHI UNIVERSITY OF MANAGEMENT 1000 NORTH FOURTH ST FAIRFIELD, IA 52557	NONE	PC	$32,500 SUSTAINABLE LIVING MASTERS PROGRAM; $15,000 DAVID LYNCH MA IN FILM PROGRAM.	47,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	255,600.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	11.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		11.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 11.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date: 8/13/14 | Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAY HEGARTY		8-12-2014		P00091057

Firm's name ▶ MCGLADREY LLP — Firm's EIN ▶ 42-0714325

Firm's address ▶ 221 THIRD AVENUE SE, STE 300
CEDAR RAPIDS, IA 52401-1512 — Phone no. 319-298-5333

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MAHARISHI SCHOOL OF THE AGE OF ENLIGHTENMENT 804 ROBERT KEITH WALLACE DR FAIRFIELD, IA 52556	NONE	PC	2013 GENERAL FUND	250.
SACRED SUN MINISTRIES 2581 GLASGOW ROAD FAIRFIELD, IA 52556	NONE	PC	GENERAL OPERATING BUDGET	25,000.
CENTER FOR WELLNESS AND ACHIEVEMENT IN EDUCATION 5502 SOUTH MARINE DRIVE TEMPE, AZ 85283	NONE	PC	QUIET TIME MEDITATION PROGRAM	150,000.
SOUTHERN IOWA ECONOMIC DEVELOPMENT ASSOCIATION 226 WEST MAIN STREET OTTUMWA, IA 52501-0658	NONE	PC	JEFFERSON COUNTY CHRISTMAS PROJECT & CHILDREN'S EMERGENCY FUND	2,500.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE FL 17 CHICAGO, IL 60601	NONE	PC	GENERAL FUND	250.
HEARTLAND HOSPICE 4340 EAST 53RD STREET DAVENPORT, IA 52807-3039	NONE	PC	GENERAL FUND	100.
DHARMA FOUNDATION PO BOX 2146 FAIRFIELD, IA 52556	NONE	PC	GENERAL FUND	100.
Total from continuation sheets				178,200.

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization	Employer identification number
ERIC SCHWARTZ FAMILY FOUNDATION	43-6900504

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ______________

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

Name of organization	Employer identification number
ERIC SCHWARTZ FAMILY FOUNDATION	43-6900504

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ERIC AND MARY SUE SCHWARTZ 1613 PLEASANT PLAIN ROAD FAIRFIELD, IA 52556	$ 350,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ERIC SCHWARTZ FAMILY FOUNDATION	43-6900504

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

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

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

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

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

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

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

Name of organization	Employer identification number
ERIC SCHWARTZ FAMILY FOUNDATION	43-6900504

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
NATIONAL FINL SERVICES DIV	11.	11.	
TOTAL TO PART I, LINE 3	11.	11.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	35.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	35.	0.		0.

FORM 990-PF PART XV - LINE 1A STATEMENT 3
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

ERIC SCHWARTZ
MARY SUE SCHWARTZ

SECOND AMENDMENT TO AND A RESTATEMENT OF

TRUST AGREEMENT OF THE

ERIC SCHWARTZ FAMILY FOUNDATION

AS AMENDED AND RESTATED ON MAY 17, 2013

TABLE OF CONTENTS

Second Amendment to and a Restatement of Trust Agreement of the Eric Schwartz Family Foundation As Amended and Restated on May 17, 2013

We, ERIC SCHWARTZ and MARY SUE SCHWARTZ, as trustees, are executing this instrument on May 17, 2013. On June 23, 2003 ERIC SCHWARTZ, as the grantor, and ERIC SCHWARTZ and MARY SUE SCHWARTZ, as the trustees, executed the Trust Agreement of the Eric Schwartz Family Foundation which said Agreement has been amended and restated on August 27, 2010 (as amended, the "Original Agreement"). In the Original Agreement, the trustees, acting unanimously, have the power to amend the Original Agreement by written instrument, signed by the trustees and duly acknowledged. By this instrument, the undersigned exercise the right to amend the Original Agreement by restating it in its entirety as follows:

References in this Agreement to the "trustee" shall mean the initial trustees and any successor trustee or trustees who are then serving. References in this Agreement to the "special trustee" shall mean the initial special trustees and any successor special trustee or special trustees who are then serving.

W I T N E S S E T H: T H A T

WHEREAS, the grantor desires to establish a trust for charitable purposes,

NOW, THEREFORE, in consideration of the premises herein contained, the trustee agrees to hold IN TRUST, the initial transfer and all other property, whether real, personal, or mixed, transferred to the trustee as an addition to the trust, for the following uses and purposes and upon the following terms and conditions:

ARTICLE I

NAME OF FOUNDATION

The trust established by this Agreement shall be called the "Eric Schwartz Family Foundation," and shall be sometimes referred to herein as the "Foundation."

ARTICLE II

DISTRIBUTION OF INCOME AND PRINCIPAL

2.1 The trustee shall make distributions from income, principal or both to such charitable organization or organizations, as hereinafter defined, for such charitable purposes, and in such amounts, as the trustee shall determine. The phrase "charitable purposes," as used in this Agreement, shall mean religious, charitable, scientific, literary, or educational purposes, as such terms are used in Code section 501(c)(3). No part of the principal or net earnings of this trust shall inure or be payable to or for the benefit of any private person or individual; no substantial part of the activities of this trust shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as provided in Code section 501(h); and no part of the activities of this trust shall be the participation or intervention (including the publishing or distributing of statements), in any political campaign on behalf of (or in opposition to) any candidate for public office.

2.2 Any other provision of this instrument notwithstanding, the trustee shall:

(a) distribute the income of the trust for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code section 4942;

(b) not engage in any act of "self-dealing" as defined in Code section 4941(d);

(c) not make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code section 4944;

(d) not make any "taxable expenditures" as defined in Code section 4945(d); and

(e) not retain any "excess business holdings" as defined in Code section 4943(c). The trustee shall comply with the provisions of sections 634.1 through 634.7 of the Iowa Code.

2.3 The Foundation shall continue forever unless the trustee, in the trustee's sole discretion, at any time, by unanimous agreement if more than one, terminates the Foundation and directs the distribution of all of the trust principal and income. Upon termination, the trustee shall distribute all of the principal and income to one or more charitable organizations, in such amounts, as the trustee shall select and determine.

2.4 The phrase "charitable organization," as used in this Agreement, shall mean an organization which is exempt from income tax under Code section 501(c)(3) and contributions to which are deductible under each of Code sections 170(b)(1)(A), 170(c), 2055, and 2522.

2.5 The term "Code," as used in this Agreement, shall mean the Internal Revenue Code of 1986, including all amendments thereto and successor tax laws.

2.6 The term "Cambridge" as used in this Agreement, shall mean Cambridge Investment Group, Inc., an Iowa corporation, and any successors-in-interest.

2.7 The term "Continuity" as used in this Agreement, shall mean Continuity Group Partners, L.L.C., an Iowa limited liability company, and any successors-in-interest.

ARTICLE III

TRUST AMENDMENTS

This Agreement may be amended at any time and from time to time by the then acting trustee, by unanimous agreement if more than one, and this power to amend shall include, without limitation, the power to change the organizational structure of the Foundation from a trust to a corporation. No amendment shall alter the purpose of this Agreement that the Foundation be operated exclusively for charitable purposes. No amendment shall permit the operation of the Foundation in any manner not permitted to an organization described in Code section 501(c)(3). Any instrument amending this Agreement shall be in writing, signed by the then acting trustee and duly acknowledged.

ARTICLE IV

THE TRUSTEES AND SPECIAL TRUSTEES

4.1 Eric Schwartz and Mary Sue Schwartz shall be the initial trustees. If either of them shall cease to serve as co-trustee for any reason, the other of them shall serve as sole trustee. If both of them shall fail or cease to serve as trustee for any reason, Amy Webber and Jerry Oliver shall serve as co-trustees, and if either of them shall fail or cease to so serve for any reason, the other shall serve as sole trustee.

4.2 The special trustees of the Foundation will commence serving at such time described in subsection (c) below. There always shall be at least three (3) special trustees serving. The initial special trustees shall be Amy Webber, J. Daniel Sullivan, and Jerry Oliver. In the event a special trustee shall fail or cease to serve for any reason (including upon removal as a co-special trustee for any reason by the Cambridge Board of Directors), the Board of Directors of Cambridge shall appoint one or more successor special trustee(s), as necessary.

The Cambridge Board of Directors shall have the power to remove any special trustee other than Amy Webber (unless she no longer is employed by Cambridge).

(a) Powers of Special Trustee. The special trustee, rather than the trustee, shall make all decisions with respect to the sale of Cambridge stock and/or Continuity units owned by the Foundation (considering, and subject to, Section 2.2(e) herein) and shall exercise all rights with respect to Cambridge stock and/or Continuity units owned by the Foundation, including the right to vote such stock and/or units. Unless specifically provided in this Agreement to the contrary, all provisions of this Agreement applicable to the trustee shall also apply to the special trustee.

(b) Special Rules for Actions of Special Trustee. Any decision of the special trustee shall require the affirmative consent of a majority of the co-special trustees then serving. In the event no majority is reached because of a tie, if Amy Webber is then serving as a special trustee, then Amy Webber's vote shall control.

(c) Commencement and Duration of Service of Special Trustee. The special trustee shall commence serving only when both (i) Eric Schwartz is no longer serving as a trustee and (ii) the Foundation owns either shares of Cambridge stock or Continuity units. The special trustee shall cease to serve as special trustee of the Foundation at such time that the Foundation owns neither shares of Cambridge stock nor Continuity units.

4.3 The then acting trustee, acting unanimously if more than one, shall have the continuing discretionary power to appoint a trustee to fill any vacancy, whether through resignation, disqualification or otherwise, and to add one or more additional individual or corporate trustees.

4.4 Any trustee may resign, as such, by executing a written resignation and delivering the same to the other then acting trustee, and the date of the delivery thereof shall be the effective date of the resignation unless otherwise designated in such written resignation. No court action or other proceeding shall be required for the resignation of any trustee.

4.5 No bond shall be required of any individual trustee.

4.6 A trustee shall be entitled to reasonable compensation for services, from time to time; provided, however, that no disqualified person (as defined in Code section 4946(a)) shall receive compensation. A trustee shall be entitled to reimbursement for such reasonable expenses as are incurred in the administration of the trust.

4.7 Every title, estate, right, authority, and discretion vested in or conferred on the initial trustee hereunder shall likewise become and be vested in and may be exercised by each successor or additional trustee.

4.8 A successor or additional trustee shall have no duty to audit or review the actions and accounting of any predecessor trustee, or to take or cause to be taken any action or other proceeding of any nature against any predecessor trustee, and a successor or additional trustee shall not be held liable or responsible in any manner for not taking, or causing to be taken, any action or other proceeding against any predecessor trustee.

4.9 The trustee may employ accountants, lawyers and others whose advice and services may be deemed appropriate for the proper exercise of the trustee's responsibilities, and the expense of such advice and service shall be paid out of the trust estate by the trustee.

ARTICLE V

ADMINISTRATIVE PROVISIONS

5.1 The trustee, in the administration of the trust, in addition to those powers enumerated in section 633A.4402 of the Iowa Code, shall have the power to invest and reinvest trust assets in any kind of property, real or personal, or any interest therein, and wheresoever situated, that the trustee may deem expedient and advisable to acquire for the trust, including, without limitation of the generality of the foregoing, bonds, common or preferred stocks, notes, debentures, shares or participations in common trust funds (including common trust funds at any time established by the corporate trustee and including securities of any parent or company owning stock of the corporate trustee) and also in such other class or classes of property, real and personal, as the trustee may deem proper; and such investments and reinvestments may be in such amounts and in such proportions as the trustee may deem advisable; to change investments and make investments from time to time as the trustee may in the trustee's discretion determine. The trustee shall not have the power to lend money to any trustee or to any person who has at any time made a contribution to the trust.

5.2 The trustee's powers are exercisable solely in a fiduciary capacity, consistent with and in furtherance of the charitable purposes of this trust.

ARTICLE VI

OVERRIDING PURPOSE

In entering into this Agreement the grantor's overriding purpose is to form a charitable organization, which is to be operated solely for charitable purposes, which is tax exempt under Code section 501(c)(3), and contributions to which are deductible under each of Code sections 170(b)(1)(A), 170(c), 2055, and 2522. Therefore, each and every provision of this Agreement is to be interpreted so as to comply with and achieve such overriding purpose.

[The remainder of this page is left blank intentionally.]

ARTICLE VII

GOVERNING LAW

Each question pertaining to the trust created by this Agreement, its validity, and its administration, and the construction of this Agreement shall be determined in accordance with the laws of the State of Iowa.

IN WITNESS WHEREOF, ERIC SCHWARTZ, as grantor, and ERIC SCHWARTZ and MARY SUE SCHWARTZ, as trustees, have hereunto set their hands, on the day and year first above written.

Eric Schwartz

ERIC SCHWARTZ
GRANTOR and TRUSTEE

Mary Sue Schwartz

MARY SUE SCHWARTZ,
TRUSTEE

STATE OF IOWA)
) ss.
COUNTY OF JEFFERSON)

On this date of May 17, 2013, before me personally appeared Eric Schwartz, as grantor and as trustee, to me known to be the person described in and who executed the foregoing trust agreement, and acknowledged that he executed the same as his free act and deed for the purposes therein stated.

Cynthia Lowe 5/15/13
Notary Public

My Commission Expires: 10/1/15

CYNTHIA LOWE
Commission Number 775072
My Commission Expires
October 1, 2015

STATE OF IOWA)
) ss.
COUNTY OF JEFFERSON)

On this date of May 17, 2013, before me personally appeared Mary Sue Schwartz, as trustee, to me known to be the person described in and who executed the foregoing trust agreement, and acknowledged that she executed the same as her free act and deed for the purposes therein stated.

Cynthia Lowe 5/17/13
Notary Public

My Commission Expires: 10/1/2015

CYNTHIA LOWE
Commission Number 775072
My Commission Expires
October 1, 2015