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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
RICHARD J CARNEY AND DONNA R CARNEY

A Employer identification number
45-2031385

Number and street (or P O box number if mail is not delivered to street address) CO LEGACY PRIVATE TRUST CO PO BOX

Room/suite

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
NEENAH, WI 549570649

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 ☑ 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)*▶$ 647,911

J Accounting method ☐ 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) (see instructions))*

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	13,526	13,520		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	25,674			
	b	Gross sales price for all assets on line 6a 785,278				
	7	Capital gain net income (from Part IV, line 2) . . .		25,674		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	39,200	39,194		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	3,120	3,120		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,500	1,500	0	0
	c	Other professional fees (attach schedule)	6,599	6,599		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	562	48		514
	19	Depreciation (attach schedule) and depletion . . .	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,781	11,267	0	514
	25	Contributions, gifts, grants paid	25,500			25,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	37,281	11,267	0	26,014
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,919			
	b	**Net investment income** (if negative, enter -0-)		27,927		
	c	**Adjusted net income** (if negative, enter -0-) . . .			0	

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

			Beginning of year (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	14,725	15,371	15,371
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	389,712	567,317	632,540
	c	Investments—corporate bonds (attach schedule)	176,329		
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	580,766	582,688	647,911
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	580,766	582,688	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	580,766	582,688	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	580,766	582,688	

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	580,766
2	Enter amount from Part I, line 27a	2	1,919
3	Other increases not included in line 2 (itemize) ▶	3	3
4	Add lines 1, 2, and 3	4	582,688
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	582,688

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	25,674
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	20,846	601,095	0 03468
2011	28,105	594,356	0 047286
2010			
2009			
2008			

2	**Total** of line 1, column (d).	2	0 081966
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 040983
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	618,012
5	Multiply line 4 by line 3.	5	25,328
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	279
7	Add lines 5 and 6.	7	25,607
8	Enter qualifying distributions from Part XII, line 4.	8	26,014

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 page 18 of the 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	279
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	279
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	279
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 356		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 0		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	356
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
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	77
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 77 **Refunded** ▶	11	0

Part VII-A **Statements Regarding Activities**

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

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶LEGACY PRIVATE TRUST COMPANY Telephone no ▶(920) 967-5020

Located at ▶TWO NEENAH CENTER STE 501 NEENAH WI ZIP+4 ▶54956

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

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

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JENNIFER A AMOS 1639 COURTLAND PL SOUTHPORT, FL 32409	TRUSTEE 12	3,120		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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	616,720
b	Average of monthly cash balances	1b	10,703
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	627,423
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	627,423
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,411
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	618,012
6	**Minimum investment return.** Enter 5% of line 5	6	30,901

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	30,901
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 279		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	279
3	Distributable amount before adjustments Subtract line 2c from line 1	3	30,622
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	30,622
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	30,622

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	26,014
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	26,014
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	279
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	25,735

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					30,622
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 2011 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	0				
b From 2009.	0				
c From 2010.	0				
d From 2011.	5,832				
e From 2012.	0				
f Total of lines 3a through e.		5,832			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 26,014					
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.					26,014
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		4,608			4,608
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,224			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		1,224			
10 Analysis of line 9					
a Excess from 2009. . . .	0				
b Excess from 2010. . . .	0				
c Excess from 2011. . . .	1,224				
d Excess from 2012. . . .	0				
e Excess from 2013. . . .	0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

JENNIFER AMOS
C/O LEGACY PRIVATE TRUST CO PO BOX
NEENAH,WI 549570649
(920) 967-5020

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

WRITTEN

c Any submission deadlines

NONE

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

PREFERENCE GIVEN TO 7 CHARITABLE ORGANIZATIONS DETAILED IN TRUST

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 Additional Data Table				
Total . . . . ▶ **3a**				25,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	13,526	
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			18	25,674	
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). .				39,200	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 39,200

(See worksheet in line 13 instructions to verify calculations)

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

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

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)**		**No**
(2) Other assets	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
(4) Reimbursement arrangements	**1b(4)**		**No**
(5) Loans or loan guarantees	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-01 | ******

Signature of officer or trustee | Date | Title

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
BARBARA A BLASHKA TAX OFFICER		2014-05-01		
Firm's name ▶	LEGACY PRIVATE TRUST COMPANY		Firm's EIN ▶	
Firm's address ▶	PO BOX 649 Neenah, WI 549570649		Phone no (920) 967-5020	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
4 ISHARES TR S&P 500 INDEX		2012-09-26	2013-01-08
186 ISHARES TR S&P MIDCAP 400		2011-09-15	2013-01-08
8 ISHARES COHEN & STEERS REIT ETF		2011-05-17	2013-01-08
245 ISHARES TR S&P SMLCAP 600		2011-10-18	2013-01-08
31 ISHARES JP MORGAN USD EMERGING MKTS BOND FUND ETF		2012-11-26	2013-01-08
17 ISHARES BARCLAYS 10-20 YR		2011-08-16	2013-01-08
105 ISHARES US PREFERRED STOCK ETF		2012-05-30	2013-01-08
34 ISHARES CORE LONG TERM US BOND ETF		2012-06-26	2013-01-08
44 ISHARES 10 PLUS YR CREDIT BD FD ETF		2012-08-23	2013-01-08
14 ISHARES BARCLAYS 10-20 YR		2012-09-26	2013-01-31
301 ISHARES BARCLAYS 10-20 YR		2011-08-16	2013-01-31
672 ISHARES CORE LONG TERM US BOND ETF		2012-06-26	2013-01-31
1 BARCLAYS ETN PLUS S&P VEQTOR ETN		2013-01-08	2013-02-12
5 ISHARES TR S&P 500 INDEX		2012-09-26	2013-02-12
6 ISHARES TR S&P MIDCAP 400		2012-02-07	2013-02-12
3 ISHARES COHEN & STEERS REIT ETF		2012-02-07	2013-02-12
6 ISHARES TR S&P SMLCAP 600		2012-02-07	2013-02-12
56 ISHARES MSCI USA MINIMUM VOLATILITY		2013-01-08	2013-02-12
71 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-02-12
703 ISHARES 10 PLUS YR CREDIT BD FD ETF		2013-02-12	2013-03-14
1 BARCLAYS ETN PLUS S&P VEQTOR ETN		2012-07-17	2013-03-19
7 ISHARES TR S&P 500 INDEX		2012-09-26	2013-03-19
1 ISHARES IBOXX INVESTMENT GRADE CORP BOND ETF		2013-01-31	2013-03-19
5 ISHARES TR S&P MIDCAP 400		2012-03-14	2013-03-19
3 ISHARES COHEN & STEERS REIT ETF		2012-02-07	2013-03-19
8 ISHARES TR S&P SMLCAP 600		2012-02-07	2013-03-19
8 ISHARES IBOXX H/Y CORP BOND		2013-01-31	2013-03-19
11 ISHARES US PREFERRED STOCK ETF		2013-02-12	2013-03-19
78 ISHARES MSCI USA MINIMUM VOLATILITY		2013-01-08	2013-03-19
75 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-03-19

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 SPDR BARCLAYS INTERMEDIATE TERM TREASURY ETF		2013-01-08	2013-03-19
38 ISHARES IBOXX INVESTMENT GRADE CORP BOND ETF		2013-01-31	2013-04-23
19 ISHARES COHEN & STEERS REIT ETF		2012-02-07	2013-04-23
39 ISHARES JP MORGAN USD EMERGING MKTS BOND FUND ETF		2012-11-26	2013-04-23
40 ISHARES IBOXX H/Y CORP BOND		2013-01-31	2013-04-23
37 ISHARES INTERMEDIATE CREDIT BOND ETF		2013-03-19	2013-04-23
92 ISHARES US PREFERRED STOCK ETF		2013-02-12	2013-04-23
72 ISHARES MSCI USA MINIMUM VOLATILITY		2013-01-08	2013-04-23
390 SPDR BARCLAYS INTERMEDIATE TERM TREASURY ETF		2013-02-12	2013-04-23
5 BARCLAYS ETN PLUS S&P VEQTOR ETN		2012-05-23	2013-05-29
11 ISHARES TR S&P 500 INDEX		2012-05-23	2013-05-29
8 ISHARES TR S&P MIDCAP 400		2012-03-14	2013-05-29
17 ISHARES TR S&P SMLCAP 600		2012-03-14	2013-05-29
1 ISHARES MSCI USA MINIMUM VOLATILITY		2013-01-08	2013-05-29
115 POWERSHARES FTSE RAFI US 1000 PORT		2012-04-19	2013-05-29
336 ISHARES JP MORGAN USD EMERGING MKTS BOND FUND ETF		2013-05-29	2013-06-18
3 BARCLAYS ETN PLUS S&P VEQTOR ETN		2012-06-12	2013-07-02
44 IPATH S&P 500 DYNAMIC VIX ETN		2012-08-23	2013-07-02
2 ISHARES TR S&P 500 INDEX		2012-06-12	2013-07-02
332 ISHARES IBOXX INVESTMENT GRADE CORP BOND ETF		2013-05-29	2013-07-02
3 ISHARES TR S&P MIDCAP 400		2012-02-07	2013-07-02
7 ISHARES TR S&P SMLCAP 600		2012-03-14	2013-07-02
211 ISHARES IBOXX H/Y CORP BOND		2013-05-29	2013-07-02
183 ISHARES INTERMEDIATE CREDIT BOND ETF		2013-03-14	2013-07-02
487 ISHARES US PREFERRED STOCK ETF		2012-05-30	2013-07-02
567 ISHARES MSCI USA MINIMUM VOLATILITY		2013-01-08	2013-07-02
787 POWERSHARES FTSE RAFI US 1000 PORT		2012-04-19	2013-07-02
521 SPDR BARCLAYS INT CORP BOND ETF		2013-06-18	2013-07-02
1 BARCLAYS ETN PLUS S&P VEQTOR ETN		2012-07-17	2013-08-07
6 ISHARES TR S&P 500 INDEX		2012-07-17	2013-08-07

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
5 ISHARES TR S&P MIDCAP 400		2012-02-07	2013-08-07
7 ISHARES US TECHNOLOGY ETF		2013-07-02	2013-08-07
10 ISHARES US FINANCIAL SERVICES ETF		2013-07-02	2013-08-07
7 ISHARES TR S&P SMLCAP 600		2012-03-14	2013-08-07
174 ISHARES INTERMEDIATE CREDIT BOND ETF		2013-05-29	2013-08-07
16 ISHARES MSCI USA MINIMUM VOLATILITY		2012-12-05	2013-08-07
36 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-08-07
7 GUGGENHEIM S&P EQ WGHT HEALTHCARE		2013-07-02	2013-08-07
267 GUGGENHEIM S&P EQUAL WGHT CONS DISC		2013-07-02	2013-08-07
543 SPDR BARCLAYS INT CORP BOND ETF		2013-06-18	2013-08-07
5 IPATH S&P 500 DYNAMIC VIX ETN		2012-08-23	2013-09-10
1 ISHARES TR S&P 500 INDEX		2012-07-17	2013-09-10
4 ISHARES BARCLAYS 1-3 YR TR BD FD		2013-08-07	2013-09-10
58 ISHARES COHEN & STEERS REIT ETF		2013-08-07	2013-09-10
416 ISHARES COHEN & STEERS REIT ETF		2012-08-23	2013-09-10
7 ISHARES US TECHNOLOGY ETF		2013-07-02	2013-09-10
3 ISHARES TR S&P SMLCAP 600		2012-03-14	2013-09-10
2 ISHARES IBOXX H/Y CORP BOND		2013-01-31	2013-09-10
5 ISHARES INTERMEDIATE GOVERNMENT/ CREDIT BOND ETF		2013-08-07	2013-09-10
26 ISHARES US PREFERRED STOCK ETF		2013-08-07	2013-09-10
475 ISHARES US PREFERRED STOCK ETF		2012-05-30	2013-09-10
29 ISHARES FLOATING RATE BOND ETF		2013-05-29	2013-09-10
3 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-09-10
12 POWERSHARES SENIOR LOAN PORT ETF		2013-08-07	2013-09-10
2 GUGGENHEIM S&P EQ WGHT HEALTHCARE		2013-07-02	2013-09-10
3 VANGUARD SHORT TERM CORPORATE BOND ETF		2013-08-07	2013-09-10
2 ISHARES TR S&P 500 INDEX		2012-09-26	2013-10-15
4 ISHARES TR S&P MIDCAP 400		2012-02-07	2013-10-15
1 ISHARES US TECHNOLOGY ETF		2013-07-02	2013-10-15
2 ISHARES US FINANCIAL SERVICES ETF		2013-09-10	2013-10-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
7 ISHARES TR S&P SMLCAP 600		2012-04-19	2013-10-15
1 ISHARES IBOXX H/Y CORP BOND		2013-01-31	2013-10-15
12 ISHARES MSCI USA MINIMUM VOLATILITY		2013-09-10	2013-10-15
14 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-10-15
4 GUGGENHEIM S&P EQ WGHT HEALTHCARE		2013-07-02	2013-10-15
6 SELECT SECTOR SPDR TR SBI CONS DISCR		2013-08-07	2013-10-15
27 VANGUARD FTSE DEVELOPED MARKETS ETF		2013-09-10	2013-10-15
3 BARCLAYS ETN PLUS S&P VEQTOR ETN		2013-10-15	2013-11-19
130 BARCLAYS ETN PLUS S&P VEQTOR ETN		2012-07-17	2013-11-19
112 ISHARES TR S&P 500 INDEX		2012-10-31	2013-11-19
4 ISHARES TR S&P MIDCAP 400		2013-04-23	2013-11-19
144 ISHARES TR S&P MIDCAP 400		2012-10-31	2013-11-19
4 ISHARES US TECHNOLOGY ETF		2013-07-02	2013-11-19
5 ISHARES US FINANCIAL SERVICES ETF		2013-09-10	2013-11-19
172 ISHARES SHORT TREASURY BOND ETF		2013-10-15	2013-11-19
45 ISHARES MSCI USA MINIMUM VOLATILITY		2012-12-05	2013-11-19
28 POWERSHARES FTSE RAFI US 1000 PORT		2012-02-07	2013-11-19
3 GUGGENHEIM S&P EQ WGHT HEALTHCARE		2013-07-02	2013-11-19
9 SELECT SECTOR SPDR TR SBI CONS DISCR		2013-08-07	2013-11-19
192 IPATH S&P 500 DYNAMIC VIX ETN		2013-11-19	2013-12-24
330 IPATH S&P 500 DYNAMIC VIX ETN		2012-12-05	2013-12-24
11 ISHARES US TECHNOLOGY ETF		2013-07-02	2013-12-24
11 ISHARES US FINANCIAL SERVICES ETF		2013-07-02	2013-12-24
12 ISHARES TR S&P SMLCAP 600		2012-10-31	2013-12-24
15 POWERSHARES FTSE RAFI US 1000 PORT		2012-12-05	2013-12-24
4 GUGGENHEIM S&P EQ WGHT HEALTHCARE		2013-07-02	2013-12-24
6 SELECT SECTOR SPDR TR SBI CONS DISCR		2013-08-07	2013-12-24
914 VANGUARD INTL EMERGING MKT ETF		2013-11-19	2013-12-24
376 VANGUARD MORTGAGE BACKED SECURITIES		2013-11-19	2013-12-24
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
584		577	7
19,459		16,191	3,268
635		582	53
19,614		15,566	4,048
3,788		3,773	15
2,268		2,141	127
4,200		4,049	151
2,129		2,166	-37
2,740		2,696	44
1,848		1,915	-67
39,737		37,908	1,829
41,092		42,813	-1,721
133		130	3
764		722	42
665		583	82
246		228	18
506		457	49
1,728		1,664	64
4,792		4,155	637
42,024		42,992	-968
134		129	5
1,090		1,011	79
120		119	1
566		496	70
244		228	16
692		609	83
754		751	3
444		442	2
2,480		2,318	162
5,184		4,389	795

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
61		61	
4,629		4,540	89
1,654		1,442	212
4,705		4,747	-42
3,799		3,753	46
4,129		4,096	33
3,718		3,555	163
2,409		2,140	269
23,727		23,684	43
704		639	65
1,831		1,445	386
949		783	166
1,541		1,292	249
33		30	3
8,508		6,807	1,701
37,674		40,766	-3,092
420		384	36
1,872		2,489	-617
323		266	57
37,843		39,645	-1,802
349		291	58
640		530	110
19,080		19,798	-718
19,696		20,254	-558
18,969		18,778	191
18,444		16,809	1,635
56,853		46,554	10,299
17,830		18,699	-869
143		129	14
1,021		822	199

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
615		486	129
545		518	27
761		720	41
676		530	146
18,759		19,254	-495
540		471	69
2,739		2,107	632
700		656	44
19,278		18,380	898
19,135		19,488	-353
196		283	-87
170		137	33
336		338	-2
4,469		4,636	-167
32,056		29,329	2,727
555		518	37
293		227	66
182		188	-6
542		550	-8
980		1,003	-23
17,898		18,316	-418
1,467		1,471	-4
227		176	51
297		299	-2
201		188	13
237		239	-2
342		289	53
500		389	111
80		74	6
151		151	

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
705		522	183
92		94	-2
401		387	14
1,071		819	252
409		375	34
363		360	3
1,080		1,053	27
431		417	14
18,664		16,573	2,091
20,183		16,121	4,062
518		453	65
18,638		12,664	5,974
332		296	36
398		364	34
18,954		18,972	-18
1,586		1,325	261
2,252		1,639	613
320		281	39
578		540	38
6,549		7,724	-1,175
11,256		18,359	-7,103
965		814	151
915		792	123
1,313		903	410
1,232		927	305
438		375	63
396		360	36
36,916		38,187	-1,271
19,148		19,469	-321
			34

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7
			3,268
			53
			4,048
			15
			127
			151
			-37
			44
			-67
			1,829
			-1,721
			3
			42
			82
			18
			49
			64
			637
			-968
			5
			79
			1
			70
			16
			83
			3
			2
			162
			795

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			89
			212
			-42
			46
			33
			163
			269
			43
			65
			386
			166
			249
			3
			1,701
			-3,092
			36
			-617
			57
			-1,802
			58
			110
			-718
			-558
			191
			1,635
			10,299
			-869
			14
			199

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			129
			27
			41
			146
			-495
			69
			632
			44
			898
			-353
			-87
			33
			-2
			-167
			2,727
			37
			66
			-6
			-8
			-23
			-418
			-4
			51
			-2
			13
			-2
			53
			111
			6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			183
			-2
			14
			252
			34
			3
			27
			14
			2,091
			4,062
			65
			5,974
			36
			34
			-18
			261
			613
			39
			38
			-1,175
			-7,103
			151
			123
			410
			305
			63
			36
			-1,271
			-321

Form 990PF Part XV Line 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*				
BIODYNAMIC FARMING AND GARDENING ASN ATTN ROBERT KARP PO BOX 944 EAST TROY, WI 531200944	NONE	EXEMPT	GENERAL PURPOSE	2,000
FLAGS FOR FALLEN MILITARY ATTN DAVID LARSON PO BOX 44576 EDEN PRAIRIE, MN 55344	NONE	EXEMPT	GENERAL PURPOSE	2,000
OSHKOSH AREA FOOD PANTRY 2551 JACKSON ST OSHKOSH, WI 54901	NONE	EXEMPT	GENERAL PURPOSE	1,000
AMAZING GRACE EQUINE SANCTUARY W4985 COUNTY ROAD FF ELKHART LAKE, WI 53020	NONE	PUBLIC	GENERAL PURPOSE	5,000
CEREBRAL PALSY INC ATTN TANESSA KLUG 2801 SOUTH WEBSTER AVENUE GREEN BAY, WI 54301	NONE	EXEMPT	GENERAL PURPOSE	2,500
RAWHIDE BOYS RANCH ATTN STEVE DOROSZ E7475 RAWHIDE ROAD NEW LONDON, WI 54961	NONE	PUBLIC CHARITY	GENERAL USE	5,000
COMMUNITY CLOTHES CLOSET 1465 B OPPORTUNITY WAY MENASHA, WI 54952	NONE	PUBLIC	GENERAL PURPOSES	3,000
HOSPICE OF THE VALLEY - FOUNTAIN HILLS 1510 E FLOWER ST PHOENIX, AZ 85014	NONE	PUBLIC	GENERAL PURPOSE	5,000
Total . . . . ▶ **3a**				25,500

TY 2013 Accounting Fees Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500	1,500		

TY 2013 Investments Corporate Bonds Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ISHARES BARCLAYS 10-20 YR		
ISHARES 10 PLUS YR CREDIT BD		
ISHARES CORE LONG TERM US BOND		
ISHARES JP MORGAN US EMEG MKT		

TY 2013 Investments Corporate Stock Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES TR COHEN & STEERS RLTY		
ISHARES TR S&P MIDCAP 400		
ISHARES TR S&P SMLCAP 600	30,338	38,632
POWERSHARES S&P 500 LOW VOL		
VANGUARD SHORT TERM CORP BOND	19,428	19,466
BARCLAYS ETN PLUS S&P VEQTOR	38,497	38,722
IPATH S&P 500 DYNAMIC VIX		
ISAHRES MSCI USA MIN VOL INDEX	48,557	58,433
ISHARES TR S&P 500 INDEX	32,897	38,801
ISHARES TR US PFD STK IDX		
GUGGENHEIM S&P EQ WGHT HEALTHC	16,410	19,323
ISHARES BARCLAYS 1-3 YR TR BD	19,508	19,492
ISHARES FLOATING RATE BOND ETF	73,237	73,290
ISHARES IBOXX H/Y CORP BOND	19,592	19,412
ISHARES INTERMEDIATE GOV CR BD	73,366	73,093
ISHARES US FINANCIAL SERVICES	16,634	19,344
ISHARES US TECHNOLOGY ETF	16,202	19,368
POWERSHARES FTSE RAFI US 1000	69,590	97,537
POWERSHARES SENIOR LOAN PORT E	19,510	19,581
SELECT SECTOR SPDR TR SBI CONS	17,508	19,514
VANGUARD FTSE DEVELOPED MARKET	36,762	39,263
VANGUARD INTERMED TERM CORP BD	19,281	19,269

TY 2013 Other Increases Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Description	Amount
ADJUSTMENT DUE TO ROUNDING	3

TY 2013 Other Professional Fees Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES-SUBJECT T	6,599	6,599		

TY 2013 Taxes Schedule

Name: RICHARD J CARNEY AND DONNA R CARNEY

EIN: 45-2031385

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	158	0		158
FEDERAL ESTIMATES - INCOME	356	0		356
FOREIGN TAXES ON QUALIFIED FOR	36	36		0
FOREIGN TAXES ON NONQUALIFIED	12	12		0