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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation DWB FAMILY FOUNDATION		A Employer identification number 45-3942962	
% NORTHERN TRUST		B Telephone number (see instructions) (303) 335-1401	
Number and street (or P O box number if mail is not delivered to street address) 1573 MARKET STREET ATTN CAROL B LAY Suite			
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80202		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☒ \$ 5,330,096		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	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.	137,182	137,182		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	101,983			
	b Gross sales price for all assets on line 6a 915,881				
	7 Capital gain net income (from Part IV, line 2) . . .		101,983		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	412	412		
	12 Total. Add lines 1 through 11	239,577	239,577		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,020	3,020	0	0
	c Other professional fees (attach schedule)	19,218	19,218		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,679	570		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	28,917	22,808	0	0
	25 Contributions, gifts, grants paid	270,200			270,200
	26 Total expenses and disbursements. Add lines 24 and 25	299,117	22,808	0	270,200
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-59,540			
	b Net investment income (if negative, enter -0-)		216,769		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	50,064	50,255	50,255
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,553,896	2,697,167	3,450,926
	c	Investments—corporate bonds (attach schedule).	2,004,528	1,753,174	1,739,280
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	51,301	89,593	89,161
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	0	474	474	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,659,789	4,590,663	5,330,096	
Liabilities	17	Accounts payable and accrued expenses	9,586	0	
	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)	9,586	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	4,650,203	4,590,663	
	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 (see page 17 of the instructions)	4,650,203	4,590,663	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,659,789	4,590,663	

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	4,650,203
2	Enter amount from Part I, line 27a	2	-59,540
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,590,663
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,590,663

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	101,983
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	250,000	4,879,742	0 051232
2011	250,000	4,678,750	0 053433
2010			
2009			
2008			

2	Total of line 1, column (d).	2	0 104665
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 052333
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	5,181,208
5	Multiply line 4 by line 3.	5	271,148
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,168
7	Add lines 5 and 6.	7	273,316
8	Enter qualifying distributions from Part XII, line 4.	8	270,200

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 VIExcise 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		1	4,335
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		2	
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-)			
3		Add lines 1 and 2.		3	4,335
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,335
6		Credits/Payments		7	3,040
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,040		
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	3,040
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	1,295
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-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	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)? <i>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.</i>	1b		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): CO			
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of NORTHERN TRUST Telephone no (303) 335-1401 Located at 1573 MARKET STREET DENVER CO ZIP+4 80202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		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?			
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		
	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		No

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
LOUANN BENBOW	PRESIDENT	0	0	0
1573 MARKET STREET DENVER, CO 80202	0			
BRIAN BENBOW	VICE PRESIDENT	0	0	0
1573 MARKET STREET DENVER, CO 80202	0			
NATALIE BAKER	SECRETARY/TREASURER	0	0	0
1573 MARKET STREET DENVER, CO 80202	0			
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
Total number of other employees paid over \$50,000.				

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

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 NONE	
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	5,186,210
b	Average of monthly cash balances.	1b	73,426
c	Fair market value of all other assets (see instructions).	1c	474
d	Total (add lines 1a, b, and c).	1d	5,260,110
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,260,110
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	78,902
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,181,208
6	Minimum investment return. Enter 5% of line 5.	6	259,060

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	259,060
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,335
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,335
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	254,725
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	254,725
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	254,725

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	270,200
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	270,200
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	270,200
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				254,725
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 2010 , 2009		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				16,062
e From 2012.				9,017
f Total of lines 3a through e.	25,079			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 270,200				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				254,725
e Remaining amount distributed out of corpus	15,475			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	40,554			
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.				
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).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	40,554			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				16,062
d Excess from 2012. . . .				9,017
e Excess from 2013. . . .				15,475

Part XIV

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	270,200
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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)
436 CENTURYTEL INC	P	2012-12-20	2013-02-14
3 ANNALY MTG MGMT INC COM	P	2012-09-20	2013-03-05
2 CA INC COM	P	2012-03-28	2013-03-05
2 COMMERCIAL METALS COMPANY	P	2012-12-20	2013-03-05
3 0000 GAMESTOP CORP CL A COM	P	2012-09-20	2013-03-05
4 GANNETT INC COM	P	2012-06-28	2013-03-05
2 0000 SR HSG PPTYS TR SH BEN INT	P	2012-06-28	2013-03-05
2 0000 STAPLES INC	P	2012-12-20	2013-03-05
1 STEEL DYNAMICS INC COM	P	2012-09-20	2013-03-05
1 VECTREN CORP	P	2012-12-20	2013-03-05
6 WELLS FARGO & CO NEW	P	2012-03-28	2013-03-05
2 0000 WESTERN UNION CO	P	2012-12-20	2013-03-05
1 SEAGATE TECHNOLOGY PLC COM USD0 00001	P	2012-09-20	2013-03-05
1203 BRISTOL MYERS SQUIBB CO	P	2012-09-20	2013-03-28
416 WILLIAMS COS INC	P		2013-03-28
92 H J HEINZ CO	P	2012-12-20	2013-05-09
0 6800 CORRECTIONS CORP AMER NEW	P	2013-05-21	2013-05-23
750 0000 MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX F	P	2013-03-11	2013-07-12
9 ANNALY MTG MGMT INC COM	P	2012-09-20	2013-08-21
3 0000 APPLE COMPUTER INC	P	2012-10-23	2013-08-21
46 CORRECTIONS CORP AMER NEW	P		2013-08-21
29 GAMESTOP CORP CL A COM	P	2012-09-20	2013-08-21
2 PFIZER INC COM	P	2013-03-28	2013-08-21
451 STEEL DYNAMICS INC COM	P	2012-09-20	2013-08-21
1660000 HERBALIFE LTD COM STK	P	2012-11-30	2013-08-21
12 SEAGATE TECHNOLOGY PLC COM USD0 00001	P	2012-09-20	2013-08-21
13 U LYONDELLBASELL IND N V COMSD001 CL	P	2012-09-20	2013-08-21
5 CARDINAL HEALTH INC	P	2013-08-21	2013-12-23
4 CLOROX CO	P	2013-08-21	2013-12-23
8 CORRECTIONS CORP AMER NEW	P	2013-03-28	2013-12-23

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(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)
6 DELUXE CORP	P	2013-08-21	2013-12-23
6 DIAMOND OFFSHORE DRILLING INC	P	2013-03-28	2013-12-23
6 HOLLYFRONTIER CORP COM	P	2013-08-21	2013-12-23
7 IRON MOUNTAIN INC	P	2013-12-11	2013-12-23
6 M D C HLDGS INC	P	2013-08-21	2013-12-23
4 PACKAGING CORP OF AMERICA	P	2013-08-21	2013-12-23
37 PFIZER INC COM	P	2013-03-28	2013-12-23
4 0000 TEXAS INSTRUMENTS INC	P	2013-08-21	2013-12-23
6 SEADRILL LTD COM STK	P	2013-08-21	2013-12-23
5 AT&T INC	P	2012-01-10	2013-03-05
2 ABBOTT LABORATORIES	P	2012-01-10	2013-03-05
2 ABBVIE INC COM USD0 01	P	2012-01-10	2013-03-05
9 ALTRIA GROUP INC	P	2012-01-10	2013-03-05
2 AMEREN CORP COMMON STOCK	P	2012-01-10	2013-03-05
2 AMERICAN ELECTRIC POWER INC	P	2012-01-10	2013-03-05
1 0000 ANALOG DEVICES INC	P	2012-01-10	2013-03-05
7 APPLIED MATERIALS INC	P	2012-01-10	2013-03-05
2 BANK OF HAWAII CORPORATION	P	2012-01-10	2013-03-05
3 0000 H & R BLOCK INC	P	2012-01-10	2013-03-05
2 BRANDYWINE RLTY TR SH BEN INT NEW	P	2012-01-10	2013-03-05
6 BRISTOL MYERS SQUIBB CO	P	2012-01-10	2013-03-05
3 CHEVRONTEXACO CORP COM	P	2012-01-10	2013-03-05
2 CINCINNATI FINANCIAL CORP	P	2012-01-10	2013-03-05
6 CISCO SYS INC	P	2012-01-10	2013-03-05
2 0000 CONAGRA INC	P	2012-01-10	2013-03-05
5 CONOCOPHILLIPS	P	2012-01-10	2013-03-05
4 DOW CHEMICAL CO	P	2012-01-10	2013-03-05
4 E I DU PONT DE NEMOURS & CO	P	2012-01-10	2013-03-05
2 EMERSON ELECTRIC CO	P	2012-01-10	2013-03-05
1 ENTERGY CORP NEW	P	2012-01-10	2013-03-05

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)
3 FEDERATED INVS INC PA CL B	P	2012-01-10	2013-03-05
1 ARTHUR J GALLAGER & CO	P	2012-01-10	2013-03-05
1 GENERAL DYNAMICS CORP	P	2012-01-10	2013-03-05
11 GENERAL ELEC CO COM	P	2012-01-10	2013-03-05
1 GREENHILL & CO INC COM	P	2012-01-10	2013-03-05
6 HOME DEPOT INC	P	2012-01-10	2013-03-05
1 HOSPITALITY PPTYS TR COM SH BEN INT	P	2012-01-10	2013-03-05
1 0000 INTL BUSINESS MACHINES CORP	P	2012-01-10	2013-03-05
10 J P MORGAN CHASE & CO	P	2012-01-10	2013-03-05
2 LEGGETT & PLATT INC	P	2012-01-10	2013-03-05
2 ELI LILLY & CO	P	2012-01-10	2013-03-05
2 LINEAR TECHNOLOGY	P	2012-01-10	2013-03-05
9 MERCK & CO INC	P	2012-01-10	2013-03-05
1 MERCURY GEN CORP NEW COM	P	2012-01-10	2013-03-05
13 MICROSOFT CORP COM	P	2012-01-10	2013-03-05
2 MOLEX INC	P	2012-01-10	2013-03-05
1 MOTOROLA SOLUTIONS INC	P	2012-01-10	2013-03-05
3 NEWYORK COMMUNITY BANCORP INC COM	P	2012-01-10	2013-03-05
1 NORTHROP GRUMMAN CORP COM	P	2012-01-10	2013-03-05
1 NUCOR CORP	P	2012-01-10	2013-03-05
4 OLD REPUBLIC INTERNATIONAL CORP	P	2012-01-10	2013-03-05
3 0000 OMEGA HEALTHCARE INVS INC REIT	P	2012-01-10	2013-03-05
2 PAYCHEXINC	P	2012-01-10	2013-03-05
4 PEOPLES UTD FINL INC COM	P	2012-01-10	2013-03-05
2 PEPCO HOLDINGS INC	P	2012-01-10	2013-03-05
2 PHILIP MORRIS INTERNATIONAL		2012-01-10	2013-03-05
2 PIEDMONT OFFICE REALTY TRU-A	P	2012-01-10	2013-03-05
1 PLUM CREEK TIMBER CO INC COM	P	2012-01-10	2013-03-05
2 RAYTHEON CO NEW	P	2012-01-10	2013-03-05
4 REGAL ENTMT GROUP CL A COM	P	2012-01-10	2013-03-05

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 REYNOLDS AMERICAN INC COM	P	2012-01-10	2013-03-05
3 0000 SYSCO CORP	P	2012-01-10	2013-03-05
3 TECO ENERGY INC COM	P	2012-01-10	2013-03-05
3 UNITED PARCEL SERVICE INC CL B	P	2012-01-10	2013-03-05
4 VAL NATL BANCORP COM	P	2012-01-10	2013-03-05
2 VERIZON COMMUNICATIONS	P	2012-01-10	2013-03-05
1 WILLIAMS COS INC	P	2012-01-10	2013-03-05
4 0000 #REORG/WINDSTREAM NAME CHANGE WINDSTREAMHLDGS INC COM 2S1PAC1 0	P	2012-01-10	2013-03-05
4 ACCENTURE PLC SHS CL A NEW	P	2012-01-10	2013-03-05
1 GARMIN LTD COMMON STOCK	P	2012-01-10	2013-03-05
2616 89 PIMCO FDS PAC INVT MGMT SER HIGH YIELD FD INSTL CL	P	2012-01-10	2013-03-11
656 BRISTOL MYERS SQUIBB CO	P	2012-01-10	2013-03-28
967 OLD REPUBLIC INTERNATIONAL CORP	P	2012-01-10	2013-03-28
176 WILLIAMS COS INC	P	2012-01-10	2013-03-28
313 ABBOTT LABORATORIES	P	2012-01-10	2013-04-30
545 BRANDYWINE RLTY TR SH BEN INT NEW	P	2012-01-10	2013-05-09
5 AFLAC INC	P	2012-01-10	2013-08-21
42 AT&T INC	P	2012-01-10	2013-08-21
11 ABBVIE INC COM USD0 01	P	2012-01-10	2013-08-21
89 ALTRIA GROUP INC	P	2012-01-10	2013-08-21
353 AMEREN CORP COMMON STOCK	P	2012-01-10	2013-08-21
10 0000 AMERICAN ELECTRIC POWER INC	P	2012-01-10	2013-08-21
2 ANALOG DEVICES INC	P	2012-01-10	2013-08-21
1444 APPLIED MATERIALS INC	P	2012-01-10	2013-08-21
7 BANK OF HAWAII CORPORATION	P	2012-01-10	2013-08-21
29 H & R BLOCK INC	P	2012-01-10	2013-08-21
180 CHEVRONTEXACO CORP COM	P	2012-01-10	2013-08-21
7 CINCINNATI FINANCIAL CORP	P	2012-01-10	2013-08-21
42 CISCO SYS INC	P	2012-01-10	2013-08-21
6 COMPUTER SCIENCES CORP	P	2012-01-10	2013-08-21

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(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)
448 CONAGRA INC	P	2012-01-10	2013-08-21
23 CONOCOPHILLIPS	P	2012-01-10	2013-08-21
10 DTE ENERGY CO	P	2012-01-10	2013-08-21
222 E I DU PONT DE NEMOURS & CO	P	2012-01-10	2013-08-21
10 EMERSON ELECTRIC CO	P	2012-01-10	2013-08-21
1 ENTERGY CORP NEW	P	2012-01-10	2013-08-21
200 EXXON MOBIL CORP COM	P	2012-01-10	2013-08-21
5 FEDERATED INVS INC PA CL B	P	2012-01-10	2013-08-21
222 GANNETT INC COM	P	2012-06-28	2013-08-21
362 GENERAL DYNAMICS CORP	P	2012-01-10	2013-08-21
1977 GENERAL ELEC CO COM	P	2012-01-10	2013-08-21
2 GENUINE PARTS CO	P	2012-01-10	2013-08-21
3 GREENHILL & CO INC COM	P	2012-01-10	2013-08-21
41 HOME DEPOT INC	P	2012-01-10	2013-08-21
11 HOSPITALITY PPTYS TR COM SH BEN INT	P	2012-01-10	2013-08-21
205 INTEGRYS ENERGY GROUP INC COM STK	P	2012-01-10	2013-08-21
133 INTL BUSINESS MACHINES CORP	P	2012-01-10	2013-08-21
85 J P MORGAN CHASE & CO	P	2012-01-10	2013-08-21
9 0000 KLA-TENCOR CORP	P	2012-01-10	2013-08-21
4 ELI LILLY & CO	P	2012-01-10	2013-08-21
94 MICROSOFT CORP COM	P	2012-01-10	2013-08-21
7 MOLEX INC	P	2012-01-10	2013-08-21
4 MOTOROLA SOLUTIONS INC	P	2012-01-10	2013-08-21
27 NEWYORK COMMUNITY BANCORP INC COM	P	2012-01-10	2013-08-21
10 OMEGA HEALTHCARE INVS INC REIT	P	2012-01-10	2013-08-21
9 PAYCHEXINC	P	2012-01-10	2013-08-21
12 PEPCO HOLDINGS INC	P	2012-01-10	2013-08-21
14 PIEDMONT OFFICE REALTY TRU-A	P	2012-01-10	2013-08-21
235 PINNACLE WEST CAPITAL CORP	P	2012-01-10	2013-08-21
5 PLUM CREEK TIMBER CO INC COM	P	2012-01-10	2013-08-21

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7 RAYTHEON CO NEW	P	2012-01-10	2013-08-21
18 REGAL ENTMT GROUP CL A COM	P	2012-01-10	2013-08-21
8 SR HSG PPTYS TR SH BEN INT	P	2012-06-28	2013-08-21
24 0000 SYSCO CORP	P	2012-01-10	2013-08-21
21 UNITED PARCEL SERVICE INC CL B	P	2012-01-10	2013-08-21
48 WELLS FARGO & CO NEW	P	2012-03-28	2013-08-21
200 WHIRLPOOL CORP COM W/RTS ATTACHED EXP 05/22/2008	P	2012-01-10	2013-08-21
19 #REORG/WINDSTREAM NAME CHANGE WINDSTREAMHLDGS INC COM 2S1PAC1 09-03	P	2012-01-10	2013-08-21
23 ACCENTURE PLC SHS CL A NEW	P	2012-01-10	2013-08-21
1 GARMIN LTD COMMON STOCK	P	2012-01-10	2013-08-21
479 MOLEX INC	P	2012-01-10	2013-12-09
4000 0000 MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX F	P	2012-01-05	2013-12-13
4000 MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD	P	2012-01-05	2013-12-13
2791 29 MFB NORTHERN FUNDS ULTRA SHORT FIXED INCOME FD	P	2012-01-05	2013-12-16
2 AFLAC INC	P	2012-01-10	2013-12-23
24 AT&T INC	P	2012-01-10	2013-12-23
4 0000 ABBVIE INC COM USD0 01	P	2012-01-10	2013-12-23
28 ALTRIA GROUP INC	P	2012-01-10	2013-12-23
7 AMERICAN ELECTRIC POWER INC	P	2012-01-10	2013-12-23
5 ANALOG DEVICES INC	P	2012-01-10	2013-12-23
719 ANNALY MTG MGMT INC COM	P	2012-09-20	2013-12-23
4 BANK OF HAWAII CORPORATION	P	2012-01-10	2013-12-23
1 BLACKROCK INC CL A	P	2012-01-10	2013-12-23
9 H & R BLOCK INC	P	2012-01-10	2013-12-23
6 BOEING CO COM	P	2012-01-10	2013-12-23
2 CHEVRONTEXACO CORP COM	P	2012-01-10	2013-12-23
5 CINCINNATI FINANCIAL CORP	P	2012-01-10	2013-12-23
17 CISCO SYS INC	P	2012-01-10	2013-12-23
16 0000 COMMERCIAL METALS COMPANY	P	2012-12-20	2013-12-23
3 000 COMPUTER SCIENCES CORP	P	2012-01-10	2013-12-23

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15 0000 CONOCOPHILLIPS	P	2012-01-10	2013-12-23
3 0000 DTE ENERGY CO	P	2012-01-10	2013-12-23
14 DOW CHEMICAL CO	P	2012-01-10	2013-12-23
8 E I DU PONT DE NEMOURS & CO	P	2012-01-10	2013-12-23
5 EMERSON ELECTRIC CO	P	2012-01-10	2013-12-23
3 ENTERGY CORP NEW	P	2012-01-10	2013-12-23
7 0000 FEDERATED INVS INC PA CL B	P	2012-01-10	2013-12-23
4 0000 ARTHUR J GALLAGER & CO	P	2012-01-10	2013-12-23
9 GAMESTOP CORP CL A COM	P	2012-09-20	2013-12-23
9 GANNETT INC COM	P	2012-06-28	2013-12-23
7 GENERAL ELEC CO COM	P	2012-01-10	2013-12-23
2 GENUINE PARTS CO	P	2012-01-10	2013-12-23
4 GREENHILL & CO INC COM	P	2012-01-10	2013-12-23
9 HAWAIIAN ELEC INDS INC COM	P	2012-01-10	2013-12-23
20 HOME DEPOT INC	P	2012-01-10	2013-12-23
5 HOSPITALITY PPTYS TR COM SH BEN INT	P	2012-01-10	2013-12-23
30 J P MORGAN CHASE & CO	P	2012-01-10	2013-12-23
4 KLA-TENCOR CORP	P	2012-01-10	2013-12-23
6 LEGGETT & PLATT INC	P	2012-01-10	2013-12-23
6 0000 ELI LILLY & CO	P	2012-01-10	2013-12-23
5 LINEAR TECHNOLOGY	P	2012-01-10	2013-12-23
4 LOCKHEED MARTIN CORP	P	2012-01-10	2013-12-23
2 M & T BK CORP	P	2012-01-10	2013-12-23
7 MERCK & CO INC	P	2012-01-10	2013-12-23
4 MERCURY GEN CORP NEW COM	P	2012-01-10	2013-12-23
37 MICROSOFT CORP COM	P	2012-01-10	2013-12-23
3 0000 MOTOROLA SOLUTIONS INC	P	2012-09-20	2013-12-23
9 NEWYORK COMMUNITY BANCORP INC COM	P	2012-01-10	2013-12-23
4 NORTHROP GRUMMAN CORP COM	P	2012-01-10	2013-12-23
343 NUCOR CORP	P	2012-01-10	2013-12-23

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 OMEGA HEALTHCARE INVS INC REIT	P	2012-01-10	2013-12-23
5 PAYCHEXINC	P	2012-01-10	2013-12-23
7 PEOPLES UTD FINL INC COM	P	2012-01-10	2013-12-23
7 PEPCO HOLDINGS INC	P	2012-01-10	2013-12-23
5 PHILIP MORRIS INTERNATIONAL	P	2012-01-10	2013-12-23
7 PIEDMONT OFFICE REALTY TRU-A	P	2012-01-10	2013-12-23
2 PLUM CREEK TIMBER CO INC COM	P	2012-01-10	2013-12-23
50000 RAYTHEON CO NEW	P	2012-01-10	2013-12-23
10 REGAL ENTMT GROUP CL A COM	P	2012-01-10	2013-12-23
3 SR HSG PPTYS TR SH BEN INT	P	2012-06-28	2013-12-23
13 STAPLES INC	P	2012-01-10	2013-12-23
244 SYSCO CORP	P	2012-01-10	2013-12-23
15 0000 TECO ENERGY INC COM	P	2012-01-10	2013-12-23
11 UNITED PARCEL SERVICE INC CL B	P	2012-01-10	2013-12-23
14 VAL NATL BANCORP COM	P	2012-01-10	2013-12-23
7 0000 VECTREN CORP	P	2012-12-20	2013-12-23
412 VERIZON COMMUNICATIONS	P	2012-01-10	2013-12-23
20 WELLS FARGO & CO NEW	P	2012-03-28	2013-12-23
12 WESTERN UNION CO	P	2012-12-20	2013-12-23
865 WINDSTREAM HLDGS INC COM	P	2012-01-10	2013-12-23
9 ACCENTURE PLC SHS CL A NEW	P	2012-01-10	2013-12-23
5 SEAGATE TECHNOLOGY PLC COM USD0 00001	P	2012-09-20	2013-12-23
4 GARMIN LTD COMMON STOCK	P	2012-01-10	2013-12-23
4 LYONDELLBASELL IND N V COM USD0 01 CL	P	2012-09-20	2013-12-23
325 MFC SPDR GOLD TR GOLD SHS	P	2012-01-05	2013-03-11
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)
14,767		17,260	-2,493
46		52	-6
50		56	-6
33		30	3
73		68	5
83		57	26
51		42	9
26		24	2
15		12	3
34		30	4
215		204	11
28		27	1
32		30	2
49,356		39,801	9,555
15,588		14,348	1,240
6,659		5,456	1,203
27		26	1
24,329		26,654	-2,325
99		157	-58
1,509		1,881	-372
1,604		1,780	-176
1,377		660	717
57		58	-1
7,016		5,498	1,518
10,545		7,685	2,860
476		363	113
884		671	213
335		253	82
371		337	34
260		308	-48

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)
309		257	52
333		412	-79
295		275	20
211		203	8
189		179	10
250		215	35
1,123		1,068	55
173		153	20
237		259	-22
183		149	34
69		54	15
75		58	17
308		260	48
68		65	3
95		83	12
46		37	9
96		82	14
98		94	4
75		49	26
28		19	9
225		208	17
354		328	26
91		63	28
127		113	14
69		54	15
288		279	9
129		125	4
195		189	6
112		97	15
64		72	-8

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)
71		52	19
39		33	6
68		70	-2
259		206	53
60		39	21
423		261	162
26		24	2
206		182	24
496		361	135
63		45	18
111		81	30
77		62	15
389		347	42
38		45	-7
367		364	3
56		51	5
63		46	17
40		40	
65		59	6
45		42	3
48		37	11
86		57	29
68		62	6
53		54	-1
42		40	2
185		155	30
40		35	5
49		38	11
110		98	12
61		46	15

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)
45		41	4
98		88	10
52		57	-5
252		223	29
40		50	-10
95		77	18
34		28	6
35		47	-12
307		211	96
35		41	-6
25,410		23,657	1,753
26,914		22,722	4,192
12,204		8,974	3,230
6,595		4,967	1,628
11,436		8,428	3,008
8,479		5,164	3,315
297		220	77
1,411		1,252	159
469		321	148
2,987		2,574	413
11,887		11,418	469
426		413	13
94		73	21
22,483		16,816	5,667
383		329	54
837		475	362
21,208		19,651	1,557
330		219	111
1,015		792	223
307		147	160

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)
15,523		12,104	3,419
1,511		1,282	229
670		537	133
12,727		10,495	2,232
612		487	125
63		72	-9
17,394		17,104	290
138		87	51
5,503		3,183	2,320
30,315		25,325	4,990
46,696		36,980	9,716
159		126	33
148		117	31
3,037		1,782	1,255
300		265	35
11,714		10,889	825
24,646		24,141	505
4,388		3,073	1,315
502		437	65
211		162	49
2,988		2,631	357
208		179	29
224		186	38
414		357	57
297		190	107
353		280	73
227		242	-15
242		242	
12,741		11,204	1,537
223		189	34

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)
534		341	193
336		207	129
184		168	16
776		703	73
1,809		1,559	250
2,033		1,634	399
26,374		10,397	15,977
152		216	-64
1,671		1,215	456
40		41	-1
18,528		12,225	6,303
99,518		100,432	-914
99,958		101,560	-1,602
28,527		28,164	363
133		88	45
829		715	114
211		117	94
1,062		810	252
326		289	37
251		184	67
7,328		12,511	-5,183
237		188	49
315		184	131
257		147	110
823		450	373
246		218	28
260		157	103
365		321	44
313		240	73
164		73	91

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)
1,045		836	209
200		161	39
618		436	182
502		378	124
348		244	104
188		216	-28
197		122	75
185		132	53
448		205	243
257		129	128
192		131	61
165		126	39
231		156	75
234		229	5
1,611		869	742
136		120	16
1,749		1,084	665
255		194	61
185		135	50
305		243	62
225		154	71
582		323	259
231		161	70
346		270	76
198		180	18
1,357		1,035	322
200		150	50
149		119	30
452		235	217
17,899		14,267	3,632

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)
210		132	78
227		156	71
104		94	10
133		141	-8
426		387	39
119		120	-1
93		76	17
446		244	202
196		115	81
67		63	4
207		154	53
8,886		7,147	1,739
255		286	-31
1,139		817	322
141		173	-32
247		211	36
20,029		15,922	4,107
909		681	228
205		163	42
7,148		9,744	-2,596
730		475	255
279		151	128
184		163	21
312		206	106
49,677		51,301	-1,624
			3,359

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	
			-2,493
			-6
			-6
			3
			5
			26
			9
			2
			3
			4
			11
			1
			2
			9,555
			1,240
			1,203
			1
			-2,325
			-58
			-372
			-176
			717
			-1
			1,518
			2,860
			113
			213
			82
			34
			-48

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	
			52
			-79
			20
			8
			10
			35
			55
			20
			-22
			34
			15
			17
			48
			3
			12
			9
			14
			4
			26
			9
			17
			26
			28
			14
			15
			9
			4
			6
			15
			-8

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	
			19
			6
			-2
			53
			21
			162
			2
			24
			135
			18
			30
			15
			42
			-7
			3
			5
			17
			6
			3
			11
			29
			6
			-1
			2
			30
			5
			11
			12
			15

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	
			4
			10
			-5
			29
			-10
			18
			6
			-12
			96
			-6
			1,753
			4,192
			3,230
			1,628
			3,008
			3,315
			77
			159
			148
			413
			469
			13
			21
			5,667
			54
			362
			1,557
			111
			223
			160

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	
			3,419
			229
			133
			2,232
			125
			-9
			290
			51
			2,320
			4,990
			9,716
			33
			31
			1,255
			35
			825
			505
			1,315
			65
			49
			357
			29
			38
			57
			107
			73
			-15
			1,537
			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	
			193
			129
			16
			73
			250
			399
			15,977
			-64
			456
			-1
			6,303
			-914
			-1,602
			363
			45
			114
			94
			252
			37
			67
			-5,183
			49
			131
			110
			373
			28
			103
			44
			73
			91

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	
			209
			39
			182
			124
			104
			-28
			75
			53
			243
			128
			61
			39
			75
			5
			742
			16
			665
			61
			50
			62
			71
			259
			70
			76
			18
			322
			50
			30
			217
			3,632

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	
			78
			71
			10
			-8
			39
			-1
			17
			202
			81
			4
			53
			1,739
			-31
			322
			-32
			36
			4,107
			228
			42
			-2,596
			255
			128
			21
			106
			-1,624

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FLIGHT FOR LIFE - ST ANTHONY HEALTH FOUNDATION 11600 WEST 2ND PLACE LAKEWOOD,CO 80228	NONE	PC	MEDICAL CARE	24,000
THE WILD ANIMAL SANCTUARY 1946 COUNTY ROAD 53 KEENSBURG,CO 80643	NONE	PC	WILDLIFE CONSERVATION	6,000
CSU FOUNDATION FOR VET TEACHING HOSPITAL PO BOX 1870 FT COLLINS,CO 80522	NONE	PC	EDUCATION AND ANIMAL CARE	24,000
GOLDEN RETREIVER RESCUE OF THE ROCKIES 15350 W72ND AVENUE ARVADA,CO 80007	NONE	PC	ANIMAL RESCUE	6,000
CANINE COMPANIONS FOR INDEPENDENCE SWREGION PO BOX 4568 OCEANSIDE,CA 92052	NONE	PC	DISABILITY ASSISTANCE	15,000
SENIORS RESOURCE CENTER 3227 CHASE STRRET DENVER,CO 80212	NONE	PC	SENIOR CARE ASSISTANCE	15,000
SAFE HOUSE DENVER INC 1649 DOWNING STREET DENVER,CO 80218	NONE	PC	SUPPORTING VICTIMS OF DOMESTIC VIOLENCE	15,000
CIVIC CENTER CONSERVANCY 1560 BROADWAY STE 2250 DENVER,CO 80202	NONE	PC	HISTORIC PRESERVATION AND COMMUNITY DEVELOPMENT	15,000
FAMILY TREE INC 3805 MARSHALL STREET WHEAT RIDGE,CO 80033	NONE	PC	SUPPORT AND SERVICES FOR AT RISK INDIVIDUALS AND FAMILIES	3,400
CHELSEA HUTCHINSON FOUNDATION PO BOX 630048 LITTLETON,CO 80163	NONE	PC	EPILEPSY SUPPORT	3,400
FORESIGHT SKI GUIDES PO BOX 18944 DENVER,CO 80218	NONE	PC	MAKING SNOW SPORTS AVAILABLE TO BLIND AND VISUALLY IMPAIRED SKIERS	3,400
WOUNDED WARRIOR PROJECT PO BOX 8517 TOPEKA,KS 66675	NONE	PC	VETERAN ASSISTANCE	5,000
MOUNT ST VINCENT HOME 4159 LOWELL BLVD DENVER,CO 80211	NONE	PC	TREATMENT FOR ABUSED AND NEGLECTED CHILDREN	5,000
HAPPY JOES KID FOUNDATION 2705 HAPPY JOE DRIVE BETTENDORF,IA 52722	NONE	PC	HELPING SPECIAL NEEDS CHILDREN	33,000
MAKE A WISH IOWA BRANCH 3024 104TH STREET URBANDALE,IA 50322	NONE	PC	BRINGING EXPERIENCES TO CHILDREN WITH LIFE THREATENING CONDITIONS	21,000
Total  3a				270,200

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE,MD 20880	NONE	PC	LODGING FOR VETERANS AND THEIR FAMILIES RECEIVING MEDICAL TREATMENT	6,000
COLORADO UPLIFT 3914 KING ST DENVER,CO 80211	NONE	PC	EMPOWERING URBAN YOUTH	15,000
RONALD MCDONALD HOUSE CHARITIES OF DENVER 1300 E 21ST AVENUE DENVER,CO 80205	NONE	PC	PROVIDING RESOURCES TO FAMILIES WITH HOSPITALIZED CHILDREN	15,000
COLORADO CONSERVATION TRUST 1551 OGDEN STREET DENVER,CO 80218	NONE	PC	ENVIRONMENTAL CONSERVATION	15,000
ARVADA COMMUNITY FOOD BANK INC 8555 W 57TH AVENUE ARVADA,CO 80002	NONE	PC	FOOD BANK	7,500
FOOD BANK OF THE ROCKIES 10700 E 45TH AVENUE DENVER,CO 80239	NONE	PC	FOOD BANK	7,500
THE JOSHUA SCHOOL 2303 E DARTMOUTH AVENUE ENGLEWOOD,CO 80113	NONE	PC	EDUCATION FOR CHILDREN ON THE AUTISM SPECTRUM	10,000
Total  3a				270,200

TY 2013 Accounting Fees Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,020	3,020		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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**TY 2013 Investments Corporate
Bonds Schedule**

Name: DWB FAMILY FOUNDATION
EIN: 45-3942962

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	1,753,174	1,739,280

**TY 2013 Investments Corporate
Stock Schedule****Name:** DWB FAMILY FOUNDATION**EIN:** 45-3942962

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCK	2,697,167	3,450,926

TY 2013 Investments - Land Schedule**Name:** DWB FAMILY FOUNDATION**EIN:** 45-3942962

TY 2013 Investments - Other Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COMMODITIES	AT COST	89,593	89,161

TY 2013 Land, Etc. Schedule**Name:** DWB FAMILY FOUNDATION**EIN:** 45-3942962

TY 2013 Other Assets Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID	0	474	474

TY 2013 Other Income Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHERN TRUST 81084	412	412	

TY 2013 Other Professional Fees Schedule**Name:** DWB FAMILY FOUNDATION**EIN:** 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	12,171	12,171		
AGENCY FEES	7,047	7,047		

TY 2013 Substantial Contributors Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Name	Address
LOUANN BENBOW	14813 W 32ND DR GOLDEN, CO 80401

TY 2013 Taxes Schedule**Name:** DWB FAMILY FOUNDATION**EIN:** 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	570	570		
FEDERAL TAX	6,109			