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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 The Windward Foundation		A Employer identification number 46-1233976	
Number and street (or P O box number if mail is not delivered to street address) 999 Waterside Dr		B Telephone number (see instructions) (757) 671-1700	
City or town, state or province, country, and ZIP or foreign postal code Norfolk, VA 23510		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 3,878,696		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,687,882			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	64,611	64,611		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	620,249			
	b Gross sales price for all assets on line 6a 2,976,725				
	7 Capital gain net income (from Part IV, line 2) . . .		620,249		
	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)				
	12 Total. Add lines 1 through 11	4,372,742	684,860		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	 25	12		13
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	 6,383	3,191		3,192
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 534	534		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 10,703	10,703		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	17,645	14,440		3,205
	25 Contributions, gifts, grants paid	79,200			79,200
	26 Total expenses and disbursements. Add lines 24 and 25	96,845	14,440		82,405
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,275,897			
	b Net investment income (if negative, enter -0-)		670,420		
	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		289,334	289,334
	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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		3,503,368	3,589,362
	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)		3,792,702	3,878,696	
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 ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		3,792,702	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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)		3,792,702	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	0	3,792,702		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	
2	Enter amount from Part I, line 27a	2	4,275,897
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,275,897
5	Decreases not included in line 2 (itemize) ▶ _____	5	483,195
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,792,702

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)
1 a	LPL see attached	P	2010-01-01	2013-12-01
b	LPL see attached	P	2013-01-01	2013-12-01
c	LPL	P	2010-01-01	2013-12-01
d	Capital Gain Dividends			
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 2,668,706		2,118,243	550,463
b 239,572		238,233	1,339
c 1,802			1,802
d			
e			66,645

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			550,463
b			1,339
c			1,802
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	620,249
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			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d).	2	
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	
5 Multiply line 4 by line 3.	5	
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	
7 Add lines 5 and 6.	7	
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	

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 <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,408
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	
3	Add lines 1 and 2.	3	13,408
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	13,408
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	27,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	27,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	199
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	13,393
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 13,393 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)?	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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) VA _____			
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)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of officers Telephone no (757) 671-1700 Located at 999 Waterside Dr Suite 2220 Norfolk VA ZIP +4 23510			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a

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

(1)

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

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

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

Yes

No

b

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

5b

No

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

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

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
Joseph C Perry 999 Waterside Dr Suite 2220 Norfolk, VA 23510	President 0 00	0		
Cathryn T Perry 999 Waterside Dr Suite 2220 Norfolk, VA 23510	Secretary 0 00	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
NONE				

Total

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (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.		

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	1,583,049
b	Average of monthly cash balances.	1b	302,295
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,885,344
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	
3	Subtract line 2 from line 1d.	3	1,885,344
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	28,280
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,857,064
6	Minimum investment return. Enter 5% of line 5.	6	92,853

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	92,853
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	13,408
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,408
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	79,445
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	79,445
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	79,445

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	82,405
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	82,405
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	82,405
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				79,445
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	37,879			
c From 2010.	92,615			
d From 2011.	11,406			
e From 2012.	178,876			
f Total of lines 3a through e.	320,776			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 82,405				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				79,445
e Remaining amount distributed out of corpus	2,960			
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	323,736			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
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	323,736			
10 Analysis of line 9				
a Excess from 2009. . . .	37,879			
b Excess from 2010. . . .	92,615			
c Excess from 2011. . . .	11,406			
d Excess from 2012. . . .	178,876			
e Excess from 2013. . . .	2,960			

Part XIV

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. . . .

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:

■ 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))

• 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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization The Woodward Foundation	Employer identification number 46-1233976
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

[illegible]

Name of organization The Windward Foundation	Employer identification number 46-1233976
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	Cash and publicly traded securities	\$ <u>3,687,882</u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	<u></u>

Name of organization The Windward Foundation	Employer identification number 46-1233976
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

TY 2013 Investments - Other Schedule**Name:** The Windward Foundation**EIN:** 46-1233976**Software ID:** 13000170**Software Version:** 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
various stocks and bonds	AT COST	3,503,368	3,589,362

TY 2013 Legal Fees Schedule

Name: The Windward Foundation

EIN: 46-1233976

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SCC	25	12	0	13

TY 2013 Other Expenses Schedule**Name:** The Windward Foundation**EIN:** 46-1233976**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LPL	10,703	10,703		

TY 2013 Other Professional Fees Schedule**Name:** The Windward Foundation**EIN:** 46-1233976**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management fees	6,383	3,191	0	3,192

TY 2013 Substantial Contributors Schedule

Name: The Windward Foundation

EIN: 46-1233976

Software ID: 13000170

Software Version: 2013v3.1

Name	Address
Patricia Douglas Perry Foundation	999 Waterside Dr Suite 2220 Norfolk, VA 23510

TY 2013 Taxes Schedule

Name: The Windward Foundation

EIN: 46-1233976

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	534	534		

DETAILS - PROCEEDS FROM SALE TRADES OR EXCHANGES AND TAX WITHHELD

The proceeds stated on this page are reported net of option premiums. However, option premiums are built into the gain or loss amounts computed below. If you have securities sold because of the exercise of an option granted or acquired before 2014, we have included option premium information as a separate column on this page, to help you reconcile to the gain/loss amount shown on this statement. Should you elect to report net of option premiums, you must adjust your gain/loss amounts on your Form 8949.

SECURITY DESCRIPTION	CUSIP	DATE OF ACQUISITION	DATE OF SALE OR EXCHANGE	GROSS PROCEEDS (LESS COMMISSIONS AND OPTION PREMIUMS)	COST OR OTHER BASIS	GAIN OR (LOSS)	OPTION PREMIUM	WASH SALE AMOUNT ADJUSTMENT TO BASIS ²	WASH SALE LOSS DISALLOWED ³	COLLECTIBLES ALLOCATION FACTOR (CAF) ⁴
(BOX 8)	(BOX 1D)	(BOX 1B)	(BOX 1A)	(BOX 2A)	(BOX 3)				(BOX 5)	
SHORT-TERM CAPITAL GAINS OR LOSSES - ASSETS HELD ONE YEAR OR LESS (BOX 1C)										
COVERED (BOX 6B) FORM 8949 (BOX A) WITH BASIS REPORTED TO THE IRS										
JPM STRAT INCM OPP SEL QTY (BOX 1E) 970 249	4812A4351	05/07/13	07/22/13	11,565 37	11,666 67	(101 30)	0 00	0 00	0 00	
LEGG BW GLB OPP BD I QTY (BOX 1E) 4942 208	524686334	VARIOUS	10/21/13	54,710 24	54,949 86	(239 62)	0 00	0 00	0 00	
PRIN GLB DIVRS INCM P QTY (BOX 1E) 7868 320	74255L860	VARIOUS	10/23/13	111,730 14	110,532 97	1,197 17	0 00	0 00	0 00	
TOTAL SHORT-TERM COVERED				178,005 75	177,149 50	856 25	0 00	0 00	0 00	
NON-COVERED ¹ (BOX 6A) FORM 8949 (BOX B) WITH BASIS <u>NOT</u> REPORTED TO THE IRS										
OAKMARK INTL I QTY (BOX 1E) 1573 722	413838202	05/07/13	07/22/13	38,697 82	37,250 00	1,447 82	0 00	0 00	0 00	
PIMCO TTL RET I QTY (BOX 1E) 2107 699	693390700	05/07/13	07/22/13	22,868 55	23,833 33	(964 78)	0 00	0 00	0 00	
TOTAL SHORT-TERM NON-COVERED				61,566 37	61,083 33	483 04	0 00	0 00	0 00	
LONG-TERM CAPITAL GAINS OR LOSSES - ASSETS HELD MORE THAN ONE YEAR (BOX 1C)										
COVERED (BOX 6B) FORM 8949 (BOX D) WITH BASIS REPORTED TO THE IRS										
JPM STRAT INCM OPP SEL QTY (BOX 1E) 14529 235	4812A4351	02/01/12	07/22/13	173,188 48	166,666 66	6,521 82	0 00	0 00	0 00	
TOTAL LONG-TERM COVERED				173,188 48	166,666 66	6,521 82	0 00	0 00	0 00	

¹ These securities are not covered under the 1st and 2nd phases of the Cost Basis accounting legislations passed by Congress on October 3, 2008. Therefore the cost basis, acquisition date, disallowed loss from wash sales, and holding period are not being reported to the IRS for these securities. Please refer to the 2013 1099 Tax Guide online for more information on covered securities.

² Please note that the amount displayed in this column is included in the amount listed in the Cost Or Other Basis column. If there is a wash sale adjustment amount displayed, your holding period includes the holding period of the stock or securities that were previously sold, where the loss deduction was postponed or disallowed.

³ The amounts listed in this column represent the losses you incurred from wash sales that cannot be deducted from your tax return.

⁴ Collectibles Allocation Factor (CAF) Represents the percentage of proceeds associated with UIT grantor trusts you sold in 2013 that contain assets considered collectibles, which is subject to a higher long-term capital gains rate of 28%, when units held over 1 year are disposed. Please refer to the 2013 WHFIT Guide online for details.

1099-B, continued

Account Number 5200-7577

DETAILS - PROCEEDS FROM SALE TRADES OR EXCHANGES AND TAX WITHHELD

SECURITY DESCRIPTION	CUSIP	DATE OF ACQUISITION	DATE OF SALE OR EXCHANGE	GROSS PROCEEDS	COST OR OTHER BASIS	GAIN OR (LOSS)	OPTION PREMIUM	WASH SALE	WASH SALE LOSS DISALLOWED 3	COLLECTIBLES
				(LESS COMMISSIONS AND OPTION PREMIUMS)				AMOUNT ADJUSTMENT TO BASIS 2		ALLOCATION FACTOR (CAF) 4
(BOX 8)	(BOX 1D)	(BOX 1B)	(BOX 1A)	(BOX 2A)	(BOX 3)				(BOX 5)	
NON-COVERED 1 (BOX 6A) FORM 8949 (BOX E) WITH BASIS <u>NOT</u> REPORTED TO THE IRS										
ASTON FAIRPT MDCP N QTY (BOX 1E) 2052 742	00078H315	VARIOUS	07/22/13	88,781 09	44,999 99	43,781 10	0 00	0 00	0 00	
AQR MNGD FUTR STRAT I QTY (BOX 1E) 8751 786	00203H859	01/31/12	07/22/13	88,393 04	83,333 34	5,059 70	0 00	0 00	0 00	
ARTISAN INTL INVS QTY (BOX 1E) 4154 812	04314H204	VARIOUS	07/22/13	114,008 04	96,767 98	17,240 06	0 00	0 00	0 00	
ARTISAN SMCP VAL INVS QTY (BOX 1E) 2876 667	04314H501	VARIOUS	07/22/13	51,923 84	42,012 24	9,911 60	0 00	0 00	0 00	
ARTISAN MDCP VAL INVS QTY (BOX 1E) 1828 847	04314H709	06/16/08	07/22/13	47,458 58	35,333 33	12,125 25	0 00	0 00	0 00	
W BLAIR INTL GRW N QTY (BOX 1E) 4152 023	093001402	VARIOUS	07/22/13	100,728 08	92,775 38	7,952 70	0 00	0 00	0 00	
BROWN CAP MGMT SM INVS QTY (BOX 1E) 1079 032	115291833	VARIOUS	07/22/13	67,741 63	33,499 82	34,241 81	0 00	0 00	0 00	
CAUSEWAY INTL VAL INVS QTY (BOX 1E) 5831 178	14949P109	VARIOUS	07/22/13	84,552 08	93,610 99	(9,058 91)	0 00	0 00	0 00	
DIAMOND LNG SHRT I QTY (BOX 1E) 4774 614	25264S833	01/31/12	07/22/13	102,081 25	83,333 34	18,747 91	0 00	0 00	0 00	
EUROPACIFIC GRW F1 QTY (BOX 1E) 2214 435	298706409	VARIOUS	07/22/13	96,837 24	81,157 57	15,679 67	0 00	0 00	0 00	
ABSOLUTE STRAT I QTY (BOX 1E) 7581 165	34984T600	01/31/12	07/22/13	85,212 29	83,333 34	1,878 95	0 00	0 00	0 00	
HARBOR INTL I QTY (BOX 1E) 1166 790	411511306	VARIOUS	07/22/13	76,424 75	54,100 51	22,324 24	0 00	0 00	0 00	
HARBOR SMCP GRW INVS QTY (BOX 1E) 4648 229	411511777	VARIOUS	07/22/13	66,888 02	50,556 75	16,331 27	0 00	0 00	0 00	
HGHMRK GENVA MDCP GR A QTY (BOX 1E) 3624 289	431113604	VARIOUS	07/22/13	101,226 39	48,143 29	53,083 10	0 00	0 00	0 00	

1 These securities are not covered under the 1st and 2nd phases of the Cost Basis accounting legislations passed by Congress on October 3, 2008. Therefore the cost basis, acquisition date, disallowed loss from wash sales, and holding period are not being reported to the IRS for these securities. Please refer to the 2013 1099 Tax Guide online for more information on covered securities.

2 Please note that the amount displayed in this column is included in the amount listed in the Cost Or Other Basis column. If there is a wash sale adjustment amount displayed, your holding period includes the holding period of the stock or securities that were previously sold, where the loss deduction was postponed or disallowed.

3 The amounts listed in this column represent the losses you incurred from wash sales that cannot be deducted from your tax return.

4 Collectibles Allocation Factor (CAF) Represents the percentage of proceeds associated with UIT grantor trusts you sold in 2013 that contain assets considered collectibles, which is subject to a higher long-term capital gains rate of 28%, when units held over 1 year are disposed. Please refer to the 2013 WHFIT Guide online for details.

1099-B, continued

Account Number 5200-7577

DETAILS - PROCEEDS FROM SALE TRADES OR EXCHANGES AND TAX WITHHELD

SECURITY DESCRIPTION (BOX 8)	CUSIP (BOX 1D)	DATE OF ACQUISITION (BOX 1B)	DATE OF SALE OR EXCHANGE (BOX 1A)	GROSS PROCEEDS (LESS COMMISSIONS AND OPTION PREMIUMS) (BOX 2A)	COST OR OTHER BASIS (BOX 3)	GAIN OR (LOSS)	OPTION PREMIUM	WASH SALE AMOUNT ADJUSTMENT TO BASIS 2	WASH SALE LOSS DISALLOWED 3 (BOX 5)	COLLECTIBLES ALLOCATION FACTOR (CAF) 4
NON-COVERED 1 (BOX 6A) FORM 8949 (BOX E) WITH BASIS <u>NOT</u> REPORTED TO THE IRS, continued										
LAZARD EMG MKT EQ I QTY (BOX 1E) 7108 992	52106N889	VARIOUS	07/22/13	129,383 65	126,847 46	2,536 19	0 00	0 00	0 00	
LONGLEAF PARTNERS QTY (BOX 1E) 3837 648	543069108	VARIOUS	07/22/13	117,739 04	111,936 18	5,802 86	0 00	0 00	0 00	
YACKTMAN SVC QTY (BOX 1E) 1843 774	561709478	01/31/12	07/22/13	42,830 87	33,333 33	9,497 54	0 00	0 00	0 00	
PIMCO TTL RET I QTY (BOX 1E) 24237 276	693390700	VARIOUS	07/22/13	262,974 43	262,405 30	569 13	0 00	0 00	0 00	
PARNASSUS EQ INCM INVS QTY (BOX 1E) 2680 733	701769101	VARIOUS	07/22/13	94,013 31	49,333 35	44,679 96	0 00	0 00	0 00	
AKRE FOC I QTY (BOX 1E) 2716 929	742935125	12/02/09	07/22/13	51,567 31	27,666 67	23,900 64	0 00	0 00	0 00	
T ROWE MDCP GRW QTY (BOX 1E) 1363 055	779556109	VARIOUS	07/22/13	94,037 16	60,717 79	33,319 37	0 00	0 00	0 00	
TFS MKT NEUTRAL QTY (BOX 1E) 5660 122	872407101	01/31/12	07/22/13	89,429 93	83,333 33	6,096 60	0 00	0 00	0 00	
THORN INTL VAL I QTY (BOX 1E) 3839 618	885215566	01/31/12	07/22/13	114,382 22	99,999 98	14,382 24	0 00	0 00	0 00	
TOUCH SANDS CP SEL GRW Z QTY (BOX 1E) 15343 923	89155H819	VARIOUS	07/22/13	224,328 15	112,498 12	111,830 03	0 00	0 00	0 00	
VNGRD WINDSOR 2 INVS QTY (BOX 1E) 1171 281	922018205	VARIOUS	07/22/13	41,205 67	28,035 00	13,170 67	0 00	0 00	0 00	
WF C&B MDCP VAL D QTY (BOX 1E) 2630 475	94975J227	VARIOUS	07/22/13	61,368 98	32,511 75	28,857 23	0 00	0 00	0 00	
TOTAL LONG-TERM NON-COVERED				2,495,517 04	1,951,576 13	543,940 91	0 00	0 00	0 00	
TOTAL SALE TRADES OR EXCHANGES (BOX 2A)				2,908,277 64	2,356,475 62	551,802 02	0 00	0 00	0 00	

1 These securities are not covered under the 1st and 2nd phases of the Cost Basis accounting legislations passed by Congress on October 3, 2008. Therefore the cost basis, acquisition date, disallowed loss from wash sales, and holding period are not being reported to the IRS for these securities. Please refer to the 2013 1099 Tax Guide online for more information on covered securities.

2 Please note that the amount displayed in this column is included in the amount listed in the Cost Or Other Basis column. If there is a wash sale adjustment amount displayed, your holding period includes the holding period of the stock or securities that were previously sold, where the loss deduction was postponed or disallowed.

3 The amounts listed in this column represent the losses you incurred from wash sales that cannot be deducted from your tax return.

4 Collectibles Allocation Factor (CAF) Represents the percentage of proceeds associated with UIT grantor trusts you sold in 2013 that contain assets considered collectibles, which is subject to a higher long-term capital gains rate of 28%, when units held over 1 year are disposed. Please refer to the 2013 WHFIT Guide online for details.

The Windward Foundation
2013 Donations
Form 990 PF, Part XV
46-1233976

<u>Recipient</u>	<u>Status of Recipient</u>	<u>Purpose of contribution</u>	<u>Amount</u>
Autism Society	501 (c) (3)	To further charitable purpose	1,000
Chesapeake Bay Foundation	501 (c) (3)	To further charitable purpose	20,000
ForKids	501 (c) (3)	To further charitable purpose	10,000
YMCA	501 (c) (3)	To further charitable purpose	2,500
CHKD	501 (c) (3)	To further charitable purpose	5,000
The Chrysler Museum	501 (c) (3)	To further charitable purpose	5,000
Boy Scouts of America	501 (c) (3)	To further charitable purpose	1,500
Virginia Aquarium	501 (c) (3)	To further charitable purpose	200
The Elizabeth River Project	501 (c) (3)	To further charitable purpose	2,500
Team Hoyt VB	501 (c) (3)	To further charitable purpose	500
United Way of South Hampton Roads	501 (c) (3)	To further charitable purpose	10,000
Virginia Wesleyan Lacrosse	501 (c) (3)	To further charitable purpose	1,000
Access College Foundation	501 (c) (3)	To further charitable purpose	20,000
			<u>79,200</u>