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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter Social Security numbers on this form as it may be made public.Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**Open to Public Inspection**

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

WILLIAM H GUILD CHARITABLE TRUST 103727

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

UMB BANK N.A. P. O. BOX 415044 M/S 1020307

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

KANSAS CITY, MO 64141-6692

G Check all that apply.

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 6,091,597.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

48-6198721

B Telephone number (see instructions)

888-709-8822

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	157,068.	125,257.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	789,461.			
	b	Gross sales price for all assets on line 6a	3,527,831.			
	7	Capital gain net income (from Part IV, line 2)		789,461.		
	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	946,529.	914,718.		
	13	Compensation of officers, directors, trustees, etc.	45,126.	22,563.		22,563.
	14	Other employee salaries and wages				
	15	Pension plans and employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT. 1	800.	NONE	NONE	800.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT. 2	3,494.	2,549.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT. 3	29.	29.		
	24	Total operating and administrative expenses Add lines 13 through 23	49,449.	25,141.	NONE	23,363.
	25	Contributions, gifts, grants paid	237,875.			237,875.
	26	Total expenses and disbursements. Add lines 24 and 25	287,324.	25,141.	NONE	261,238.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	659,205.			
	b	Net investment income (if negative, enter -0-)		889,577.		
	c	Adjusted net income (if negative, enter -0-)				

Postmark Missing

SCANNED MAY 28 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	100,750.	-21,189.	-21,189.
	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			
	10 a 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)	4,463,913.	5,244,028.	6,112,786.	
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)	4,564,663.	5,222,839.	6,091,597.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒			
	check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,564,663.	5,222,839.	
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 instructions)	4,564,663.	5,222,839.		
31 Total liabilities and net assets/fund balances (see instructions)	4,564,663.	5,222,839.		

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	4,564,663.
2 Enter amount from Part I, line 27a	2	659,205.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	1.
4 Add lines 1, 2, and 3	4	5,223,869.
5 Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL	5	1,030.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,222,839.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
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 3,527,831.		2,738,370.	789,461.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			789,461.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	789,461.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	252,251.	5,290,387.	0.047681
2011	114,420.	5,203,956.	0.021987
2010	245,919.	4,718,958.	0.052113
2009	169,017.	4,704,510.	0.035927
2008	207,924.	4,991,457.	0.041656
2 Total of line 1, column (d)			2 0.199364
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 0.039873
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 5,725,297.
5 Multiply line 4 by line 3			5 228,285.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,896.
7 Add lines 5 and 6			7 237,181.
8 Enter qualifying distributions from Part XII, line 4			8 261,238.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	8,896.
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	8,896.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	8,896.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,184.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,184.
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	5,712.
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 ☐ NONE Refunded ☐	11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address $\blacktriangleright$ N/A				
14	The books are in care of $\blacktriangleright$ UMB BANK, N.A. Telephone no $\blacktriangleright$ (888) 709-8822			
	Located at $\blacktriangleright$ P.O. BOX 419692 M/S 1020305, KANSAS CITY, MO ZIP+4 $\blacktriangleright$ 64141-6692			
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country $\blacktriangleright$			X

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

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

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

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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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b**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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
UMB BANK, N.A. P. O. BOX 419692 M/S 1020305, KANSAS CITY, MO 64141-6	TRUSTEE 2	45,126	-0-	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,630,175.
b	Average of monthly cash balances	1b	182,309.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,812,484.
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	NONE
3	Subtract line 2 from line 1d	3	5,812,484.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,187.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,725,297.
6	Minimum investment return. Enter 5% of line 5	6	286,265.

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	286,265.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,896.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,896.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	277,369.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	277,369.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	277,369.

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	261,238.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	261,238.
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	8,896.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	252,342.

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				277,369.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			237,873.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		-
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>261,238.</u>				
a Applied to 2012, but not more than line 2a			237,873.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				23,365.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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				254,004.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

		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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NATIONAL ASSN. CONGREGATIONAL P O BOX 288 OAK CREEK WI 53154-0620	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	39,646.
SALVATION ARMY OF KANSAS CITY 3637 BROADWAY KANSAS CITY MO 64111-2503	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	39,646.
WASHBURN UNIV. ENDOWMENT ASSN TOPEKA KS 66621-0001	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	39,646.
HUMANE SOCIETY OF THE US WASHINGTON DC 20037-1595	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	79,291.
PIEDMONT COLLEGE DEMOREST GA 30535-0010	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	39,646.
Total			3a	237,875.
b Approved for future payment				
Total			3b	

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Account Name:

William H Guild Charitable Trust

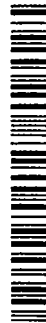
Account Number: 103727

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Statement Period: Jan. 1 - Dec. 31, 2013

Statement of Investment Position

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities							
Common Stock							
165 3M Corp	MMM 88579Y101	84.53	13,946.64	140.25	23,141.25	9,194.61	564 2.44
141 Apple Inc	AAPL 037833100	458.83	64,694.99	561.02	79,103.82	14,408.83	1,720 2.17
1,335 Applied Materials Inc	AMAT 038222105	15.58	20,802.91	17.68	23,602.80	2,799.89	534 2.26
310 Berkshire Hathaway Inc - Cl B	BRKB 084670702	89.05	27,604.08	118.56	36,753.60	9,149.52	0
320 BHP Billiton Ltd	BHP 088606108	67.04	21,452.13	68.20	21,824.00	371.87	742 3.40
One ADR Represents 2 Ord Shrs							
215 Boeing Co	BA 097023105	59.30	12,749.59	136.49	29,345.35	16,595.76	628 2.14
310 Bristol Myers Squibb Co	BMJ 110122108	32.39	10,040.90	53.15	16,476.50	6,435.60	446 2.71
395 Capital One Financial Corp	COF 14040H105	66.67	26,334.50	76.61	30,260.95	3,926.45	474 1.57
215 Chevron Corp	CVX 166764100	99.96	21,492.18	124.91	26,855.65	5,363.47	860 3.20
280 Cintas Corp	CTAS 172908105	55.01	15,403.36	59.59	16,685.20	1,281.84	216 1.29
575 CME Group Inc	CME 12572Q105	70.27	40,404.49	78.46	45,114.50	4,710.01	1,035 2.29
245 Costco Wholesale Corp	COST 22160K105	61.01	14,947.72	119.02	29,159.90	14,212.18	304 1.04
400 Covidien PLC	COV G2554F113	44.93	17,973.15	68.10	27,240.00	9,266.85	512 1.88
160 Cummins Inc	CMI 231021106	133.09	21,294.93	140.97	22,555.20	1,260.27	400 1.77
465 Danaher Corp Del	DHR 235851102	31.26	14,535.38	77.20	35,898.00	21,362.62	47 0.13
490 Disney Walt Co	DIS 254687106	47.21	23,131.23	76.40	37,436.00	14,304.77	421 1.13
1,785 General Electric Co	GE 369604103	22.53	40,219.60	28.03	50,033.55	9,813.95	1,571 3.14
325 Gilead Sciences Inc	GILD 375558103	51.68	16,796.00	75.10	24,407.50	7,611.50	0
55 Google Inc Class A	GOOG 38259P508	747.95	41,137.24	1,120.71	61,639.05	20,501.81	0



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Account Name:

William H Guild Charitable Trust

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Statement Period: Jan. 1 - Dec. 31, 2013

Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities (continued)							
Common Stock (continued)							
690 Hartford Financial Services Group Inc	HIG 416515104	21.67	14,952.99	36.23	24,998.70	10,045.71	414 1.66
285 Home Depot Inc	HD 437076102	35.63	10,154.59	82.34	23,466.90	13,312.31	445 1.89
380 InterActiveCorp	IACI 44919P508	45.51	17,292.51	68.65	26,087.38	8,794.87	365 1.40
410 Johnson & Johnson	JNJ 478160104	86.20	35,340.17	91.59	37,551.90	2,211.73	1,082 2.88
505 Johnson Controls Inc	JCI 478366107	42.40	21,412.86	51.30	25,906.50	4,493.64	444 1.72
695 JPMorgan Chase & Co	JPM 46625H100	44.93	31,227.05	58.48	40,643.60	9,416.55	1,056 2.60
370 KLA-Tencor Corp	KLAC 482480100	58.65	21,700.10	64.46	23,850.20	2,150.10	666 2.79
335 Marriott Intl Inc New	MAR 571903202	46.35	15,528.02	49.35	16,532.59	1,004.57	228 1.38
50 Mastercard Inc - Class A	MA 57636Q104	507.23	25,361.46	835.46	41,773.00	16,411.54	220 0.53
1,020 Microsoft Corp	MSFT 594918104	38.44	39,207.83	37.41	38,158.20	(1,049.63)	1,142 2.99
935 Mondelez International Inc	MDLZ 609207105	27.33	25,557.67	35.30	33,005.50	7,447.83	524 1.59
362 National Oilwell Varco Inc	NOV 637071101	79.19	28,667.58	79.53	28,789.86	122.28	376 1.31
230 O'Reilly Automotive Inc	ORLY 67103H107	61.20	14,075.77	128.71	29,603.30	15,527.53	0
510 Occidental Petroleum Corp	OXY 674599105	86.41	44,066.93	95.10	48,501.00	4,434.07	1,306 2.69
605 Pepsico Inc	PEP 713448108	83.44	50,479.14	82.94	50,178.70	(300.44)	1,373 2.74
160 Praxair Inc	PX 74005P104	81.30	13,008.16	130.03	20,804.80	7,796.64	384 1.85
120 Precision Castparts Corp	PCP 740189105	254.57	30,547.87	269.30	32,316.00	1,768.13	14 0.04
545 Principal Financial Group Inc	PFG 74251V102	37.77	20,584.05	49.31	26,873.95	6,289.90	567 2.11
175 Prudential Financial Inc	PRU 744320102	87.96	15,393.02	92.22	16,138.50	745.48	371 2.30

Statement of Investment Position (continued)

Statement of Investment Position (Continued)							
Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities (continued)							
Common Stock (continued)							
520 Salesforce.com Inc	CRM 79466L302	35.75	18,591.76	55.19	28,698.80	10,107.04	0
380 Starbucks Corp	SBUX 855244109	37.96	14,425.94	78.39	29,788.20	15,362.26	395 1.33
625 Starwood Hotels & Resorts Worldwide Inc	HOT 85590A401	74.47	46,541.10	79.45	49,656.25	3,115.15	844 1.70
360 Thermo Fisher Scientific Inc	TMO 883556102	49.35	17,764.85	111.35	40,086.00	22,321.15	216 0.54
460 TJX Cos Inc	TJX 872540109	49.06	22,568.75	63.73	29,315.80	6,747.05	267 0.91
795 Twenty-First Century Fox - Class A	FOXA 90130A101	27.99	22,255.94	35.17	27,960.15	5,704.21	199 0.71
630 Tyco International Ltd Ord	TYC H89128104	26.54	16,723.01	41.04	25,855.20	9,132.19	403 1.56
180 Union Pacific Corp	UNP 907818108	95.44	17,179.21	168.00	30,240.00	13,060.79	569 1.88
265 United Technologies Corp	UTX 913017109	73.11	19,375.34	113.80	30,157.00	10,781.66	625 2.07
365 UnitedHealth Group Inc	UNH 91324P102	33.41	12,193.00	75.30	27,484.50	15,291.50	409 1.49
1,315 Vale SA-SP ADR	VALE 91912E105	16.31	21,450.94	15.25	20,053.75	(1,397.19)	172 0.86
1 ADR Repsts 1 Ord Shr	WFC 949746101	30.01	20,257.90	45.40	30,645.00	10,387.10	810 2.64
675 Wells Fargo & Co							
Total Common Stock			1,188,846.53		1,592,654.05	403,807.52	26,361
Total Equity Securities			1,188,846.53		1,592,654.05	403,807.52	26,361

Equity Funds

Equity Fund							
38,831.11 American Century Mid Cap Value Inst.	AVUAX 025076647	14.79	574,168.30	15.74	611,201.67	37,033.37	9,125 1.49
6,322.068 Franklin Intl Small Cap Growth Adv	FKSCX 353533888	17.99	113,734.00	22.58	142,752.30	29,018.30	999 0.70
15,764.954 LKCM Small Cap Equity Fund Instl. Class	LKSCX 501885107	24.91	392,705.01	28.33	446,621.15	53,916.14	54 0.01
8,639.432 Oppenheimer Developing Mkts CI Y	ODVYX 683974505	34.43	297,441.00	37.56	324,497.07	27,056.07	1,408 0.43





Account Name: William H Guild Charitable Trust

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Statement Period: Jan. 1 - Dec. 31, 2013

Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Funds (continued)							
Equity Fund (continued)							
37,493.286 Principal Midcap Class I	PCBIX 74253Q747	16.23	608,587.01	20.49	768,237.43	159,650.42	1,886 0.25
19,274.094 Scout International Fund	UMBWX 81063U503	31.21	601,504.43	37.26	718,152.74	116,648.31	8,481 1.18
42,094.848 Tax Managed International Admiral Class	VTMGX 921943809	12.38	521,242.01	13.35	561,966.22	40,724.21	14,649 2.61
Total Equity Fund			3,109,381.76		3,573,428.58	464,046.82	36,602
Total Equity Funds			3,109,381.76		3,573,428.58	464,046.82	36,602

Fixed Income Securities

Government & Agency Bonds							
25,000 Federal Home Ln Bks		1.03	25,711.75	112.47	28,118.25	2,406.50	1,375 5.13
DTD 11/15/2001 5.500% 8/15/2016	3133MJQF0						
AA+							
100,000 Federal Home Loan Bank		1.01	101,129.00	106.35	106,347.00	5,218.00	5,100 4.90
DTD 5/12/2005 5.100% 5/12/2015	3133XBQF5						
AA+							
75,000 Federal Home Loan Mortgage Corp		1.02	76,762.50	110.78	83,082.75	6,320.25	3,938 4.94
DTD 4/13/2006 5.250% 4/18/2016	3137EAAD1						
AA+							
25,907.9226 Government National Mortgage Assn		0.99	25,521.33	102.72	26,611.84	1,090.51	1,406 5.28
DTD 8/1/2003 5.4280% 12/16/2036	38374BQQ9						
15,186.3788 Government National Mtg Assn Pool II		1.01	15,414.17	106.88	16,230.44	816.27	759 4.68
DTD 2/1/2004 5.0000% 2/20/2019	36202D3Q2						
Pool # 003507							
6,316.2905 Govt National Mtg Assn		1.03	6,486.04	106.52	6,727.84	241.80	316 4.69
DTD 12/1/2004 5.0000% 12/15/2019	36212KYE7						
Pool # 536309							
7,434.0129 Govt National Mtg Assn		1.02	7,612.89	106.80	7,939.29	326.40	372 4.68
DTD 2/1/2003 5.0000% 2/15/2018	36200H6R0						
Pool # 602180							
14,107.484 Govt National Mtg Assn		1.02	14,385.21	107.14	15,114.85	729.64	705 4.67
DTD 3/1/2005 5.0000% 3/15/2020	36210A6T9						
Pool # 486982							
7,052.162 Govt National Mtg Assn		1.03	7,279.17	106.48	7,509.45	230.28	353 4.70
DTD 8/1/2003 5.0000% 8/15/2018	36202X6F9						
Pool # 612970							



Account Name:

William H Guild Charitable Trust

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Statement Period: Jan. 1 - Dec. 31, 2013

Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Government & Agency Bonds (continued)							
6,377.436 Govt National Mtg Assn DTD 9/1/2003 5.0000% 9/15/2018 Pool # 603099	36200J7L8	1.02	6,526.91	106.50	6,791.97	265.06	319 4.69
7,354.838 Govt National Mtg Assn II DTD 12/1/2004 5.0000% 12/20/2019 Pool # 003646	36202EBP3	1.03	7,538.73	106.89	7,861.63	322.90	368 4.68
Total Government & Agency Bonds			294,367.70		312,335.31	17,967.61	15,010
Corporate Bonds							
50,000 General Electric Cap Corp DTD 1/9/2012 2.900% 1/9/2017 Sr Unsecured Notes AA+	36962G5N0	1.03	51,608.00	104.40	52,198.50	590.50	1,450 2.21
Total Corporate Bonds			51,608.00		52,198.50	590.50	1,450
Total Fixed Income Securities			345,975.70		364,533.81	18,558.11	16,460
Fixed Income Funds							
Fixed Income Funds							
27,856 DoubleLine Total Return Bond Fund CL I. 258620103	DBLTX 258620103	11.39	317,279.84	10.78	300,287.68	(16,992.16)	15,516 5.17
21,121 Ridgworth Seix Floating Rate High Inc 76628T678	SAMBX 76628T678	9.05	191,145.05	9.06	191,356.26	211.21	8,005 4.18
Total Fixed Income Funds			508,424.89		491,643.94	(16,780.95)	23,521
Total Fixed Income Funds			508,424.89		491,643.94	(16,780.95)	23,521
Other Funds							
Other Funds							
1,899 Tortoise Energy Infrastructure Corp 89147L100	TYG 89147L100	48.13	91,398.87	47.67	90,525.33	(873.54)	4,368 4.82
Total Other Funds			91,398.87		90,525.33	(873.54)	4,368
Total Other Funds			91,398.87		90,525.33	(873.54)	4,368



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Account Name:

William H Guild Charitable Trust

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Statement Period: Jan. 1 - Dec. 31, 2013

Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Money Markets and Cash							
Money Market Funds							
0 Fidelity Treasury Fund #695	FISXX 316175504	0.00	0.00	0.00	0.00		0
Total Money Market Funds			0.00		0.00	0.00	0
Cash							
(21,188.74) Cash		1.00	(21,188.74)	1.00	(21,188.74)		0
Total Cash			(21,188.74)		(21,188.74)	0.00	0
Total Money Markets and Cash			(21,188.74)		(21,188.74)	0.00	0
Account Total			5,222,839.01		6,091,596.97	868,757.96	107,312

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	317.	317.
FEDERAL ESTIMATES - INCOME	945.	
FOREIGN TAXES ON QUALIFIED FOR	2,205.	2,205.
FOREIGN TAXES ON NONQUALIFIED	27.	27.
	-----	-----
TOTALS	3,494.	2,549.
	=====	=====

WILLIAM H GUILD CHARITABLE TRUST 103727

48-6198721

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	29.	29.
TOTALS	----- 29. =====	----- 29. =====