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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

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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 SARA E BLAKE CHARITABLE FOUNDATION		<b>A Employer identification number</b>  55-6091949	
Number and street (or P O box number if mail is not delivered to street address) 1 BANK PLAZA		<b>B Telephone number</b> (see instructions)  (304) 234-9400	
City or town, state or province, country, and ZIP or foreign postal code WHEELING, WV 26003		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input 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>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input type="checkbox"/> \$ 9,447,846		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input 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)				
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	2	2		
	4 Dividends and interest from securities. . . . .	159,363	159,363		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	747,061			
	b Gross sales price for all assets on line 6a 2,734,391				
	7 Capital gain net income (from Part IV, line 2) . . .		747,061		
	8 Net short-term capital gain . . . . .			0	
	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 <b>Total.</b> Add lines 1 through 11 . . . . .	906,426	906,426		
	13 Compensation of officers, directors, trustees, etc	33,097	16,549		16,549
	14 Other employee salaries and wages . . . . .		0	0	0
	15 Pension plans, employee benefits . . . . .		0	0	
	16a Legal fees (attach schedule) . . . . .				0
	b Accounting fees (attach schedule) . . . . .	550	275	0	275
	c Other professional fees (attach schedule) . . . . .				0
	17 Interest . . . . .				0
	18 Taxes (attach schedule) (see instructions)	4,660	1,182		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .		0	0	
	22 Printing and publications . . . . .		0	0	
	23 Other expenses (attach schedule) . . . . .	32	32		
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	38,339	18,038	0	16,824
	25 Contributions, gifts, grants paid . . . . .	420,009			420,009
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	458,348	18,038	0	436,833
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	448,078			
	b <b>Net investment income</b> (if negative, enter -0-)		888,388		
	c <b>Adjusted net income</b> (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	3,855		
	2	Savings and temporary cash investments . . . . .	117,330	120,843	120,843
	3	Accounts receivable ▶ <u>6,299</u>			
		Less allowance for doubtful accounts ▶ _____	5,453	6,299	0
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ <u>0</u>			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	2,101,844	<input checked="" type="checkbox"/> 2,625,773	3,299,532
	c	Investments—corporate bonds (attach schedule). . . . .	485,240	<input checked="" type="checkbox"/> 483,885	546,088
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	4,753,935	<input checked="" type="checkbox"/> 4,678,935	5,481,383
	14	Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,467,657	7,915,735	9,447,846
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	7,467,657	7,915,735	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	7,467,657	7,915,735	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	7,467,657	7,915,735	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	7,467,657
2	Enter amount from Part I, line 27a . . . . .	2	448,078
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	7,915,735
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	7,915,735

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	747,061
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	412,118	8,252,985	0 049936
2011	403,623	8,224,549	0 049075
2010	422,175	7,815,181	0 05402
2009	423,883	6,982,486	0 060707
2008	442,698	7,993,829	0 05538

2	Total of line 1, column (d). . . . .	2	0 269118
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 053824
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	8,760,906
5	Multiply line 4 by line 3. . . . .	5	471,547
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	8,884
7	Add lines 5 and 6. . . . .	7	480,431
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	436,833

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	17,768
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 . . . . .			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2. . . . .		3	17,768
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	17,768
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,698	
b Exempt foreign organizations—tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d. . . . .		7	5,698
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	12,070
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 0 Refunded		11	0

Part VII-A Statements 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	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	
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 <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>		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) WV			
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	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of WESBANCO BANK Telephone no (304) 234-9400 Located at 1 BANK PLAZA WHEELING WV ZIP +4 26003			
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. 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? 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 ). 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.). 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?			
		1b		
		1c		No
		2b		
		3b		
		4a		No
		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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WESBANCO BANK	TRUSTEE	33,097		
1 BANK PLAZA	1			
WHEELING, WV 26003				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 WESBANCO BANK - TECHNICAL ASSISTANCE PROVIDED TO ENSURE THE MAINTENANCE OF COMPLETE AND ACCURATE FINANCIAL RECORDS - FILING FORM 990-PF	16,824
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	8,824,904
b	Average of monthly cash balances. . . . .	1b	69,417
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	8,894,321
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	8,894,321
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	133,415
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,760,906
6	Minimum investment return. Enter 5% of line 5. . . . .	6	438,045

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	438,045
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	17,768
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	17,768
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	420,277
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	420,277
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	420,277

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	436,833
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	436,833
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	436,833
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				420,277
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			0	
b Total for prior years 2011 , 20 , 20		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .	47,148			
b From 2009. . . . .	78,505			
c From 2010. . . . .	36,273			
d From 2011. . . . .	297			
e From 2012. . . . .	5,147			
f Total of lines 3a through e. . . . .	167,370			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 436,833				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2013 distributable amount. . . . .				420,277
e Remaining amount distributed out of corpus	16,556			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	183,926			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	47,148			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	136,778			
10 Analysis of line 9				
a Excess from 2009. . . .	78,505			
b Excess from 2010. . . .	36,273			
c Excess from 2011. . . .	297			
d Excess from 2012. . . .	5,147			
e Excess from 2013. . . .	16,556			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number 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

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

[illegible]



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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1000 INTERNATIONAL PAPER		2011-06-22	2013-01-14
4000 GE CAPITAL 5 875% PFD CALLABLE			2013-01-18
1000 I SHARES MSCI BRAZIL INDEX FUND		2010-09-07	2013-02-19
1500 AGILENT TECHNOLOGIES		2011-10-04	2013-02-25
300 APACHE CORP		2011-06-22	2013-03-18
1000 DANAHER		2012-01-18	2013-03-18
1000 I SHARES MSCI BRAZIL INDEX FUND		2013-02-07	2013-03-28
5003 336 WESMARK GROWTH FUND #549		2007-10-22	2013-04-01
2000 JP MORGAN CHASE CAP X PFD 7% 2/15/32		2009-01-07	2013-05-08
2500 DOW CHEMICAL CO		2011-10-04	2013-06-14
1500 EOG RESOURCES, INC		2003-01-24	2013-06-14
3000 FORD MOTOR COMPANY		2011-06-22	2013-06-14
400 FRANKLIN RESOURCES, INC		2012-01-18	2013-06-14
6000 GENERAL ELECTRIC CO			2013-06-14
1500 GENERAL MILLS INC		2012-07-26	2013-06-14
290 IBM CORP		2008-03-11	2013-06-14
1000 ROYAL DUTCH SHELL PLC ADR		2011-02-07	2013-06-14
390 BOEING CO		2010-09-07	2013-06-17
2000 BRISTOL-MYERS SQUIBB COMPANY		2009-03-25	2013-06-17
470 COCA-COLA CO		2007-09-21	2013-06-17
1500 CONOCOPHILLIPS		2006-06-28	2013-06-17
1500 HEALTH CARE REIT INC		2010-10-19	2013-06-17
750 HONEYWELL INTERNATIONAL INC		2007-01-31	2013-06-17
1110 JP MORGAN CHASE			2013-06-17
3000 LOWES COS INC		2010-09-07	2013-06-17
500 MCDONALDS CORP		2007-08-09	2013-06-17
980 MONDELEZ INTERNATIONAL		2013-01-14	2013-06-17
475 MOOG INC- CL A		2010-06-30	2013-06-17
2500 ORACLE CORP		2007-08-09	2013-06-17
1500 TORONTO-DOMINION BANK		2009-03-25	2013-06-17

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
140 COVIDIEN PLC		2013-03-18	2013-06-17
1040 EATON CORP PLC		2012-11-30	2013-06-17
430 ENSCO PLC-CL A		2013-03-18	2013-06-17
525 MOOG INC- CL A		2010-06-30	2013-06-18
25 MALLINCKRODT PLC		2013-03-18	2013-07-17
91 MALLINCKRODT PLC		2013-03-18	2013-07-19
1710 AT&T		2013-06-14	2013-10-03
40 APPLE INC		2009-01-07	2013-10-03
80 BOEING CO		2010-09-07	2013-10-03
110 BORGWARNER, INC		2013-06-17	2013-10-03
40 CF INDUSTRIES HLDGS		2013-02-26	2013-10-03
170 CHICAGO BRIDGE & IRON COMPANY		2012-01-18	2013-10-03
850 CONOCOPHILLIPS		2013-08-20	2013-10-03
140 CONTINENTAL RESOURCES		2013-03-18	2013-10-03
10 COSTCO WHOLESALE CORP		2013-06-17	2013-10-03
220 EXXON MOBIL CORP		2013-01-14	2013-10-03
120 FMC CORPORATION		2013-06-17	2013-10-03
1090 JP MORGAN CHASE		2009-08-03	2013-10-03
1110 KRAFT FOODS GROUP		2013-06-14	2013-10-03
90 MCKESSON CORP		2013-06-14	2013-10-03
140 NIKE INC CLASS B		2012-01-18	2013-10-03
30 PRUDENTIAL FINANCIAL INC		2013-06-14	2013-10-03
140 QUALCOMM INC		2011-10-04	2013-10-03
240 UNITED TECHNOLOGIES CORP		2013-06-14	2013-10-03
CAPITAL GAIN DIVIDENDS	P		



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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
40,304		28,948	11,356
100,000		101,550	-1,550
56,504		69,287	-12,783
62,742		43,763	18,979
22,561		35,844	-13,283
61,969		51,327	10,642
54,324		56,034	-1,710
75,000		75,000	
50,000		48,840	1,160
84,815		52,448	32,367
197,751		28,517	169,234
46,094		40,525	5,569
58,969		39,694	19,275
140,874		156,600	-15,726
74,008		57,533	16,475
58,696		33,732	24,964
65,530		70,095	-4,565
40,018		25,001	15,017
93,842		41,800	52,042
19,111		13,322	5,789
92,832		73,765	19,067
101,650		72,176	29,474
59,238		33,926	25,312
60,001		46,227	13,774
124,588		65,605	58,983
49,677		25,255	24,422
29,509		26,830	2,679
24,099		15,668	8,431
85,668		49,929	35,739
120,530		52,737	67,793

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,283		9,046	237
67,627		53,318	14,309
25,264		25,099	165
26,730		17,317	9,413
11		11	
3,937		4,113	-176
57,624		61,754	-4,130
19,434		3,649	15,785
9,237		5,128	4,109
11,131		9,464	1,667
8,483		7,940	543
11,809		7,187	4,622
59,376		56,480	2,896
15,542		12,836	2,706
1,147		1,122	25
18,805		19,738	-933
8,519		7,565	954
56,402		43,129	13,273
58,037		61,747	-3,710
11,653		10,304	1,349
10,025		7,054	2,971
2,309		2,122	187
9,399		6,593	2,806
24,809		22,636	2,173
			56,894

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11,356
			-1,550
			-12,783
			18,979
			-13,283
			10,642
			-1,710
			1,160
			32,367
			169,234
			5,569
			19,275
			-15,726
			16,475
			24,964
			-4,565
			15,017
			52,042
			5,789
			19,067
			29,474
			25,312
			13,774
			58,983
			24,422
			2,679
			8,431
			35,739
			67,793

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			237
			14,309
			165
			9,413
			-176
			-4,130
			15,785
			4,109
			1,667
			543
			4,622
			2,896
			2,706
			25
			-933
			954
			13,273
			-3,710
			1,349
			2,971
			187
			2,806
			2,173

## TY 2013 Accounting Fees Schedule

**Name:** SARA E BLAKE CHARITABLE FOUNDATION

**EIN:** 55-6091949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	550	275		275

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** SARA E BLAKE CHARITABLE FOUNDATION**EIN:** 55-6091949

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PNC FUNDING 5.625% 02/01/2017	89,961	111,000
WEATHERFORD INTL 6.35% 6/15/17	84,750	113,051
GE CAPITAL 5.55% 05/04/2020	207,855	230,146
UNITED PARCEL SERVICE 2.45%	101,319	91,891

TY 2013 Investments Corporate  
Stock Schedule

**Name:** SARA E BLAKE CHARITABLE FOUNDATION  
**EIN:** 55-6091949

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCDONALDS		
COCA-COLA CO	43,369	63,204
CONOCOPHILLIPS	69,769	74,183
EOG RESOURCES INC		
EMERSON ELECTRIC CO		
GENERAL ELECTRIC CO		
HONEYWELL INTERNATIONAL INC	33,079	68,528
COOPER INDUSTRIES INC		
INTL BUSINESS MACHINES	47,171	76,904
ORACLE CORP		
GE CAPITAL 5.875% PFD CALLABLE		
APPLE COMPUTER INC	19,156	117,814
ARCHER DANIELS MIDLAND CO		
BRISTOL-MYERS SQUIBB COMPANY		
JP MORGAN CHASE CAP X PFD 7%		
JP MORGAN CHASE		
TORONTO DOMINION BANK		
BOEING CO	33,976	72,340
EI DUPONT DENEMOURS & CO	35,075	64,970
EATON CORP	49,867	73,075
FORD MOTOR CORP		
GOLDMAN SACHS GROUP FLOATING	58,804	54,150
HEALTH CARE REIT INC		
ISHARES MSCI BRAZIL INDEX FUND		
LOWES COS INC		
METLIFE INC		
MOOG INC - CL A		
WELLS FARGO & CO	67,121	91,708
WOODWARD INC		
AGILENT TECHNOLOGIES		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APACHE CORP		
DOW CHEMICAL CO		
INTERNATIONAL PAPER		
MURPHY OIL CORP		
PACCAR INC		
PRAXAIR INC		
QUALCOMM IND	78,771	109,890
QUANTA SERVICES INC	55,551	74,482
ROYAL DUTCH SHELL PLC		
THERMO FISHER SCIENTIFIC		
CHICAGO BRIDGE & IRON COMPANY	35,088	69,006
DANAHER		
FRANKLIN RESOURCES INC		
GENERAL MILLS INC		
JOHNSON & JOHNSON	72,136	95,254
MERCK & CO	71,891	84,585
NIKE INC CLASS B	43,186	64,485
WALT DISNEY COMPANY	71,249	84,040
AMGEN INC	58,075	59,322
BORGWARNER INC	49,900	64,856
BROADCOM CORP	90,458	82,858
CF INDUSTRIES HLDGS	54,612	64,785
CVS CAREMARK	62,467	75,149
CHEVRON CORPORATION	64,363	66,202
CONTINENTAL RESOURCES	47,549	59,636
COSTCO WHOLESALE CORP	61,705	65,461
EQT CORP	36,170	37,708
EXXON MOBIL CORP	39,924	45,034
FMC CORPORATION	51,693	61,877
GOOGLE INC	101,035	128,882



Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT INC	41,356	44,464
MACYS INC	41,371	45,390
MASCO CORP	38,196	41,669
MCKESSON CORP	70,984	100,068
MICROSOFT CORP	65,783	71,453
MONDELEZ INTERNATIONAL	56,535	72,895
NATIONAL-OILWELL VARCO	61,321	69,986
PNC FINANCIAL SERVICES GROUP	58,296	63,616
PETSMART INC	44,435	46,560
PRUDENTIAL FINANCIAL INC	55,869	72,854
US BANCORP	58,958	65,448
UNION PACIFIC CORP	44,130	47,040
UNITED TECHNOLOGIES CORP	39,613	47,796
VERIZON COMMUNICATIONS	66,903	64,373
ACCENTURE PLC	73,554	74,820
COVIDIEN PLC	43,046	49,713
ENSCO PLC CL A	61,288	60,039
INVESCO LTD	59,951	63,336
ACE LTD	40,974	47,624

## TY 2013 Investments - Other Schedule

**Name:** SARA E BLAKE CHARITABLE FOUNDATION

**EIN:** 55-6091949

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX INCOME FUND #147	AT COST	295,060	308,995
WESMARK GOVT BOND FUND #556	AT COST	1,892,846	1,851,909
WESMARK GROWTH FUND #549	AT COST	1,650,000	2,182,075
WESMARK SMALL COMPANY GROWTH	AT COST	540,000	837,432
VANGUARD ST INV GRADE BOND FD	AT COST	301,029	300,972
OAKMONT INTL FUND #109			

**TY 2013 Other Expenses Schedule**

**Name:** SARA E BLAKE CHARITABLE FOUNDATION

**EIN:** 55-6091949

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	32	32		0

**TY 2013 Taxes Schedule****Name:** SARA E BLAKE CHARITABLE FOUNDATION**EIN:** 55-6091949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,182	1,182		0
FEDERAL ESTIMATES - PRINCIPAL	3,478	0		0