



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation JOE WHEELER MEMORIAL FOUNDATION 1055000192		A Employer identification number 63-0790958	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 2886		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 366522886		B Telephone number (see instructions) (205) 264-5754	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$ 3,095,353		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities.	2,196	2,196		
	5a Gross rents	87,614	87,614		
	b Net rental income or (loss) 84,993				
	6a Net gain or (loss) from sale of assets not on line 10	7,821			
	b Gross sales price for all assets on line 6a 135,948				
	7 Capital gain net income (from Part IV , line 2) . . .		7,821		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	97,634	97,634		
	13 Compensation of officers, directors, trustees, etc	14,775	11,820		2,955
	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)	800	0	0	800
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,795			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)	2,621	2,621		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	19,991	14,441	0	3,755
	25 Contributions, gifts, grants paid	124,244			124,244
	26 Total expenses and disbursements. Add lines 24 and 25	144,235	14,441	0	127,999
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-46,601			
	b Net investment income (if negative, enter -0-)		83,193		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,196	6,097	6,097
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	38,381	 17,888	22,399
	c	Investments—corporate bonds (attach schedule).	57,441	 29,624	29,537
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶ _____ 618,666 Less accumulated depreciation (attach schedule) ▶ _____	618,666	618,666	3,037,320
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	718,684	672,275	3,095,353
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	718,684	672,275	
	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)	718,684	672,275	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	718,684	672,275	

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	718,684
2	Enter amount from Part I, line 27a	2	-46,601
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	192
4	Add lines 1, 2, and 3	4	672,275
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	672,275

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	7,821
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	115,423	2,639,249	0 043733
2011	66,542	2,254,016	0 029522
2010	117,741	1,741,468	0 06761
2009	94,833	1,714,791	0 055303
2008	110,470	1,763,545	0 062641

2	Total of line 1, column (d).	2	0 258809
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 051762
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,895,357
5	Multiply line 4 by line 3.	5	149,869
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	832
7	Add lines 5 and 6.	7	150,701
8	Enter qualifying distributions from Part XII, line 4.	8	127,999

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

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	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	1,664
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	1,664
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	1,664
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,600
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	1,600
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	64
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-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of REGIONS BANK Telephone no (205) 264-5754 Located at P O BOX 11647 BIRMINGHAM AL ZIP +4 352021647			
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).	☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☒ Yes ☐ No ☐ Yes ☒ No ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 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	☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b	No

Part VII-B

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

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK	TRUSTEE	14,775		
P O BOX 11426	10			
BRIMINGHAM,AL 35202				
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 AMERICAN LUNG ASSOCIATION	
2 MARCH OF DIMES	
3 AMERICAN CANCER SOCIETY	
4 CRIPPLED CHILDRENS FOUNDATION	

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	2,939,449
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,939,449
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	2,939,449
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	44,092
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,895,357
6	Minimum investment return. Enter 5% of line 5.	6	144,768

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	144,768
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,664
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,664
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	143,104
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	143,104
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	143,104

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	127,999
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	127,999
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	127,999
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				143,104
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only.			0	
b	Total for prior years 2011 , 20__ , 20__		0		
3	Excess distributions carryover, if any, to 2013				
a	From 2008.				0
b	From 2009.				0
c	From 2010.				8,190
d	From 2011.				0
e	From 2012.				0
f	Total of lines 3a through e.	8,190			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 127,999				
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.				127,999
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	8,190			8,190
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				6,915
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	0			
9	Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2009. . . .				0
b	Excess from 2010. . . .				0
c	Excess from 2011. . . .				0
d	Excess from 2012. . . .				0
e	Excess from 2013. . . .				0

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))

NONE

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

NONE

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

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> AMERICAN LUNG ASSOC OF ALA 8150 BROOKRIVER DRIVE DALLAS, TX 75247	NONE	PC	FOR RESEARCH	31,061
AMERICAN CANCER SOCIETY NATIONAL 250 WILLIAMS STREET NW ATLANTA, GA 30303	NONE	PC	FOR CANCER RESEARCH	31,061
MARCH OF DIMES BIRTH DEFECTS FDN 1275 MAMARONECK AVENUE WHITE PLAINS, NY 106055201	NONE	PC	FOR RESEARCH	31,061
CRIPPLED CHILDRENS FOUNDATION THE HARBERT CENTER 2019 FOURTH AVE NORTH BIRMINGHAM, AL 352033359	NONE	PC	FOR RESEARCH OF BIRTH	31,061
Total			 3a	124,244
b <i>Approved for future payment</i>				
Total			 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
219 976 LORD ABBETT INVESTMENT TRUST-SHORT DURAT		2012-11-20	2013-01-11
134 831 METROPOLITAN WEST TOTAL RETURN BOND FUND		2012-11-20	2013-01-11
145 442 PIONEER BOND FUND CLASS Y FD #0703		2008-12-29	2013-01-11
21 566 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2013-01-11	2013-02-20
17 85 AMERICAN CENTURY SMALL CAP VALUE INST CL		2011-08-22	2013-02-20
6 687 AMERICAN CENTURY GROWTH FUND-INSTL		2011-05-20	2013-02-20
9 507 BLACKROCK EQUITY DIVIDEND CLASS I		2013-01-11	2013-02-20
4 766 JP MORGAN MID CAP VALUE FD CL I		2013-01-11	2013-02-20
4 153 HIGH MARK GENEVA MID CAP GROWTH FD CL FI		2013-01-11	2013-02-20
1 409 JPMORGAN LARGE CAP GROWTH SL FD #3118		2013-01-11	2013-02-20
5 851 VIRTUS SMALL-MID CAP FUND-I		2013-01-11	2013-02-20
67 017 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2013-01-11	2013-03-25
28 065 AMERICAN CENTURY GROWTH FUND-INSTL		2011-05-20	2013-03-25
41 33 BLACKROCK EQUITY DIVIDEND CLASS I		2013-01-11	2013-03-25
30 801 JPMORGAN LARGE CAP GROWTH SL FD #3118		2013-01-11	2013-03-25
2 92 METROPOLITAN WEST TOTAL RETURN BOND FUND		2012-11-20	2013-03-25
32 623 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2012-05-14	2013-05-20
18 484 AMERICAN CENTURY SMALL CAP VALUE INST CL		2011-08-22	2013-05-20
18 358 AMERICAN CENTURY GROWTH FUND-INSTL		2011-05-20	2013-05-20
16 906 BLACKROCK EQUITY DIVIDEND CLASS I		2012-11-20	2013-05-20
7 047 JP MORGAN MID CAP VALUE FD CL I		2013-03-25	2013-05-20
5 676 HIGH MARK GENEVA MID CAP GROWTH FD CL FI		2013-03-25	2013-05-20
23 781 JPMORGAN LARGE CAP GROWTH SL FD #3118		2012-11-20	2013-05-20
4 151 LORD ABBETT INVESTMENT TRUST-SHORT DURAT		2013-03-25	2013-05-20
16 028 METROPOLITAN WEST TOTAL RETURN BOND FUND		2012-11-20	2013-05-20
13 65 PIONEER BOND FUND CLASS Y FD #0703		2012-05-14	2013-05-20
3 834 VIRTUS SMALL-MID CAP FUND-I		2013-03-25	2013-05-20
18 808 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2012-05-14	2013-07-15
28 186 AMERICAN CENTURY SMALL CAP VALUE INST CL		2011-08-22	2013-07-15
10 088 AMERICAN CENTURY GROWTH FUND-INSTL		2011-05-20	2013-07-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
340 584 BLACKROCK EQUITY DIVIDEND CLASS I		2012-11-20	2013-07-15
6 722 JP MORGAN MID CAP VALUE FD CL I		2013-03-25	2013-07-15
8 304 HIGH MARK GENEVA MID CAP GROWTH FD CL FI		2013-03-25	2013-07-15
14 437 JPMORGAN LARGE CAP GROWTH SL FD #3118		2012-11-20	2013-07-15
2692 945 LORD ABBETT INVESTMENT TRUST-SHORT DURAT		2013-02-20	2013-07-15
2271 343 METROPOLITAN WEST TOTAL RETURN BOND FUND		2013-02-20	2013-07-15
22 5 PIONEER BOND FUND CLASS Y FD #0703		2013-02-20	2013-07-15
1877 963 PIONEER BOND FUND CLASS Y FD #0703		2012-05-14	2013-07-15
14 52 VIRTUS SMALL-MID CAP FUND-I		2013-03-25	2013-07-15
58 031 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2012-05-14	2013-10-15
53 02 AMERICAN CENTURY SMALL CAP VALUE INST CL		2012-08-20	2013-10-15
36 339 AMERICAN CENTURY GROWTH FUND-INSTL		2011-05-20	2013-10-15
15 535 JP MORGAN MID CAP VALUE FD CL I		2012-08-20	2013-10-15
42 047 JPMORGAN LARGE CAP GROWTH SL FD #3118		2012-11-20	2013-10-15
32 372 MFS VALUE FUND CL I		2013-07-15	2013-10-15
23 406 NATIONWIDE GENEVA MID CAP GROWTH FUND		2013-03-25	2013-10-15
1149 934 VANGUARD S/T BOND INDEX-SIG		2013-07-15	2013-10-15
24 881 VIRTUS SMALL-MID CAP FUND-I		2013-03-25	2013-10-15
184 086 INVESCO DIVERSIFIED DIVIDEND FD CL R5		2012-05-14	2013-12-12
109 606 AMERICAN CENTURY SMALL CAP VALUE INST CL		2012-11-20	2013-12-12
90 802 AMERICAN CENTURY GROWTH FUND-INSTL		2012-11-20	2013-12-12
44 036 JP MORGAN MID CAP VALUE FD CL I		2012-08-20	2013-12-12
148 53 IVY HIGH INCOME FUND CL I		2013-10-15	2013-12-12
103 492 JPMORGAN LARGE CAP GROWTH SL FD #3118		2012-11-20	2013-12-12
92 786 MFS VALUE FUND CL I		2013-07-15	2013-12-12
47 382 NATIONWIDE GENEVA MID CAP GROWTH FUND		2012-11-20	2013-12-12
1241 95 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD II INSTL CL		2013-10-15	2013-12-12
783 815 TCW CORE FIXED INCOME FUND		2013-10-15	2013-12-12
57 918 VIRTUS SMALL-MID CAP FUND-I		2012-11-20	2013-12-12
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)
1,023		1,021	2
1,471		1,494	-23
1,433		1,222	211
310		298	12
164		133	31
191		185	6
199		194	5
143		137	6
107		104	3
35		35	
126		121	5
1,000		879	121
812		775	37
885		824	61
773		754	19
32		32	
518		413	105
184		138	46
571		507	64
381		330	51
233		220	13
155		149	6
648		560	88
19		19	
176		178	-2
135		132	3
85		84	1
301		238	63
290		210	80
316		279	37

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)
7,731		6,645	1,086
228		209	19
232		218	14
399		340	59
12,280		12,495	-215
24,008		25,161	-1,153
215		221	-6
17,972		16,119	1,853
342		317	25
924		735	189
555		452	103
1,178		1,004	174
530		424	106
1,214		989	225
1,005		996	9
692		604	88
12,097		12,086	11
602		535	67
3,056		2,332	724
1,020		846	174
3,061		2,405	656
1,500		1,201	299
1,283		1,280	3
3,152		2,435	717
2,953		2,855	98
1,422		1,140	282
12,705		12,743	-38
8,536		8,529	7
1,426		1,146	280
			914

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			-23
			211
			12
			31
			6
			5
			6
			3
			5
			121
			37
			61
			19
			105
			46
			64
			51
			13
			6
			88
			-2
			3
			1
			63
			80
			37

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	
			1,086
			19
			14
			59
			-215
			-1,153
			-6
			1,853
			25
			189
			103
			174
			106
			225
			9
			88
			11
			67
			724
			174
			656
			299
			3
			717
			98
			282
			-38
			7
			280

TY 2013 Accounting Fees Schedule

Name: JOE WHEELER MEMORIAL FOUNDATION 1055000192

EIN: 63-0790958

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	800			800

TY 2013 Compensation Explanation

Name: JOE WHEELER MEMORIAL FOUNDATION 1055000192

EIN: 63-0790958

Person Name	Explanation
REGIONS BANK	TRUSTEE FEES

**TY 2013 Investments Corporate
Bonds Schedule****Name:** JOE WHEELER MEMORIAL FOUNDATION 1055000192**EIN:** 63-0790958

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LORD ABBETT INVST TRUST		
METROPOLITAN WEST TOTAL RETURN		
PIONEER BD FD CL Y		
IVY HIGH INCOME FD	1,605	1,611
PIMCO TOTAL RETURN II	16,806	16,723
TCW CORE FIXED INCOME FD	11,213	11,203

**TY 2013 Investments Corporate
Stock Schedule****Name:** JOE WHEELER MEMORIAL FOUNDATION 1055000192**EIN:** 63-0790958

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESCO DIVERS DIV FD CL R5	2,790	3,727
AMERICAN CENT SM CAP	1,696	1,938
AMERICAN CENTURY GRWTH FD	2,669	3,583
BLACKROCK EQUITY DIV CL I		
JP MORGAN MID CAP VAL	1,406	1,747
HIGH MARK GENEVA MID CAP GRWTH		
JP MORGAN LG CAP GRWTH	2,840	3,836
VIRTUS SM MID CAP FD I	1,481	1,914
MFS VALUE FD CL I	3,530	3,827
NATIONWIDE GENEVA MID CAP	1,476	1,827

TY 2013 Other Expenses Schedule

Name: JOE WHEELER MEMORIAL FOUNDATION 1055000192

EIN: 63-0790958

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RENT AND ROYALTY EXPENSES		2,621		0
Rent and Royalty Expense	2,621			

TY 2013 Other Increases Schedule

Name: JOE WHEELER MEMORIAL FOUNDATION 1055000192

EIN: 63-0790958

Description	Amount
ADJ FOR TIMING OF MUTUAL FUND POSTINGS	192

TY 2013 Taxes Schedule**Name:** JOE WHEELER MEMORIAL FOUNDATION 1055000192**EIN:** 63-0790958

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	195	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,600	0		0