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Form **990-PF**

Return of Private Foundation

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

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

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation
THE SEAMEN'S FOUNDATION 1210002645

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O REGIONS BANK TRUST DEPT, PO BOX 2886

City or town, state or province, country, and ZIP or foreign postal code
MOBILE, AL 36652-2886

A Employer identification number
63-6018610

B Telephone number (see instructions)
251-690-1024

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 ☐

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) ▶ \$ **902,947.**

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	12,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7.	7.		
	4 Dividends and interest from securities	22,034.	19,901.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	66,942.			
	b Gross sales price for all assets on line 6a 359,940.				
	7 Capital gain net income (from Part IV, line 2)		66,942.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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)	332.			
	12 Total. Add lines 1 through 11	101,315.	86,850.		
	13 Compensation of officers, directors, trustees, etc.	2,829.	2,263.		566.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT. 4	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 5		135.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 6	815.			367.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,444.	2,398.	NONE	1,733.
	25 Contributions, gifts, grants paid	51,422.			51,422.
	26 Total expenses and disbursements. Add lines 24 and 25	55,866.	2,398.	NONE	53,155.
	27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements		45,449.			
b Net investment income (if negative, enter -0-)			84,452.		
c Adjusted net income (if negative, enter -0-)					

NE 15

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		53,433.	71,745.	71,745.
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	STMT 7	103,568.	91,922.	92,273.
	b	Investments - corporate stock (attach schedule)	STMT 8	341,988.	360,791.	497,311.
	c	Investments - corporate bonds (attach schedule)	STMT 11	217,701.	235,415.	241,618.
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
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)		716,690.	759,873.	902,947.	
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 ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		716,690.	759,873.	
	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)		716,690.	759,873.	
31	Total liabilities and net assets/fund balances (see instructions)		716,690.	759,873.		

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	716,690.
2	Enter amount from Part I, line 27a	2	45,449.
3	Other increases not included in line 2 (itemize) ▶ INFLATION INDX ADJ	3	92.
4	Add lines 1, 2, and 3	4	762,231.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	2,358.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	759,873.

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 359,952.		293,010.	66,942.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			66,942.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	66,942.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
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	32,586.	807,884.	0.040335
2011	12,140.	809,880.	0.014990
2010	65,568.	775,598.	0.084539
2009	1,066.	713,940.	0.001493
2008	26,300.	799,086.	0.032913
2 Total of line 1, column (d)			2 0.174270
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 0.034854
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 840,600.
5 Multiply line 4 by line 3			5 29,298.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 845.
7 Add lines 5 and 6			7 30,143.
8 Enter qualifying distributions from Part XII, line 4			8 53,155.

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 <input type="checkbox"/> and enter "N/A" on line 1		1	845.
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 checked="" 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	
3 Add lines 1 and 2		3	845.
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	845.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	344.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,346.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,690.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		845.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 845. Refunded <input type="checkbox"/>	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)?		X
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?		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?		X
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		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?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) ► 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? 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	

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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> REGIONS BANK TRUST DEPARTMENT Telephone no. <input type="checkbox"/> (251) 690-1024			
	Located at <input type="checkbox"/> 11 N. WATER STREET, 25TH FLOOR, MOBILE, AL ZIP+4 <input type="checkbox"/> 36602			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	<input type="checkbox"/> 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 X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	
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?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="checkbox"/>		
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.)		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. <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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 ☒ 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b** ☒ X**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 **STMT. 16**

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? ☐ 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 ☒ No **7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
SEE STATEMENT 17		2,829.		

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		-0-	-0-	-0-

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	853,401.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	853,401.
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	853,401.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,801.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	840,600.
6	Minimum investment return. Enter 5% of line 5	6	42,030.

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	42,030.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	845.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	845.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	41,185.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	41,185.
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	41,185.

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	53,155.
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	53,155.
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	845.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	52,310.

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				41,185.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			20,100.	
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>53,155.</u>				
a Applied to 2012, but not more than line 2a			20,100.	
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				33,055.
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				8,130.
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)**NOT APPLICABLE**

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

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 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).)

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 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				
THE NATIONAL MARITIME MUSEUM 250 N WATER STREET SUITE 131 MOBILE AL 36602	NONE	PC	CHARITABLE	20,000.
THE PROPELLER CLUB OF MOBILE P.O. BOX 831 MOBILE AL 36601	NONE	NC	CHARITABLE	1,500.
THE CATHOLIC MARITIME CLUB OF MOBILE 3528 GOVERNMENT ST MOBILE AL 36602	NONE	PC	CHARITABLE	8,000.
CITY OF MOBILE P.O. BOX 1827 MOBILE AL 36633-1827	NONE	PC	STATUTE IN COOPER RIVERSIDE PARK	16,922.
JAPANESE GARDEN FOUNDATION 733 E WESTMORELAND DR MOBILE AL 36609-0000	NONE	PC	CHARITABLE	5,000.
Total ▶ 3a				51,422.
b Approved for future payment				
Total ▶ 3b				

Form 990-PF (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	7.		
4 Dividends and interest from securities			14	22,034.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	66,942.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b <u>FEDERAL TAX REFUND</u>			14	332.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				89,315.		
13 Total. Add line 12, columns (b), (d), and (e)				89,315.		

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions. | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Julie Schinka
Signature of officer or trustee

11/13/2014
Date

► TRUST OFFICER
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.

Schedule of Contributors

OMB No. 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

Name of the organization

Employer identification number

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization THE SEAMEN'S FOUNDATION 1210002645	Employer identification number 63-6018610
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	INTERNATIONAL SHIPHOLDING CORP 11 N WATER ST SUITE 18290 MOBILE, AL 36602	\$ 12,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	7.	7.
	-----	-----
TOTAL	7.	7.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	22,034.	19,901.
	-----	-----
TOTAL	22,034.	19,901.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	332.

TOTALS	332.
	=====

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 ON QUALIFIED FOR		126.
FOREIGN TAXES ON NONQUALIFIED		9.
	-----	-----
TOTALS	=====	=====
		135.
		=====

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
REIMBURSEMENT FOR BOARD MEM RE FOUNDATION LUNCH	448. 367.	367.
TOTALS	----- 815. =====	----- 367. =====

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
US TREAS INFLA .625% 7/15/21	9,759.	9,770.	9,467.
FNMA 5% 3/15/2016	18,804.	17,194.	17,585.
US TREAS N/B 2.625% 11/15/2020	9,870.	9,813.	10,163.
FHLM 2.875% 2/9/15	14,791.	13,440.	13,380.
FHLM 1% 7/30/14	9,110.	8,049.	8,040.
US TREAS 1.375% 11/30/15	41,234.	33,656.	33,638.
	-----	-----	-----
TOTALS	103,568.	91,922.	92,273.
	=====	=====	=====

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
AMERICAN EXPRESS	3,525.	2,769.	7,258.
CHEVRON CORP	203.	178.	8,744.
EXXON MOBIL CORP	133.	578.	8,602.
FREEMONT-MCMORAN COPPER & GOLD	3,957.	2,418.	3,774.
INTEL CORP	3,719.	3,719.	5,191.
JOHNSON & JOHNSON	2,643.	1,850.	6,411.
NEWMONT MINING CORP	3,287.	2,465.	1,727.
ORACLE CORP	878.	746.	6,504.
PEPSICO INC	2,545.	1,979.	5,806.
PROCTOR & GAMBLE CO	4,041.	3,592.	6,513.
QUALCOMM INC COM	3,253.	3,253.	5,940.
SOUTHERN CO	503.	503.	4,111.
3M CO COM	4,996.	3,570.	7,013.
UNITED TECHNOLOGIES CORP	1,763.	1,259.	2,845.
VERIZON COM	2,621.	380.	2,948.
ALLERGAN INC	3,380.		
CISCO	7,184.	2,438.	2,243.
STRYKER CORP	7,190.	2,609.	3,006.
CVS/CAREMARK	4,452.	3,527.	7,157.
EMC CORP MAS	1,780.	1,780.	2,892.
J P MORGAN CHASE	5,451.	6,525.	8,772.
JUNIPER NETWORKS	3,664.	3,664.	3,386.
SCHLUMBERGER LTD	849.	594.	6,308.
THERMO FISHER SCI	4,724.	1,249.	3,341.
TRAVELERS CO	4,783.	1,674.	3,169.
MONSANTO CO NEW	3,631.		
PHILIP MORRIS INTL INC	4,550.	4,550.	7,842.
PRUDENTIAL FIN INC	4,021.	1,381.	3,228.
ARTISAN FDS INC SML CAP VALUE	12,000.		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ARTISAN FDS INC MID CAP VALUE	9,918.		
BUFFALO SML CAP FUND	9,969.		
ISHARES RUSSELL 1000 VALUE	4,869.	4,869.	9,417.
AMERICAN EUROPAICIFIC GRTH-F2	31,000.		
THRONBURG INTL VALUE FD	31,500.		
APACHE CORP	5,440.		
AUTO DESK INC		2,052.	2,768.
GENERAL ELECTRIC	5,340.	4,425.	7,008.
MERCK & CO INC NY	4,837.	4,146.	6,006.
NEXTRA ENERGY INC	4,316.	3,777.	5,993.
VISA INC CLASS A SHRS	4,519.	2,711.	6,680.
BLACKROCK INC	2,863.	1,909.	3,165.
BROADCOM CORP CL A	5,650.		
EMERSON ELECTRIC CO	3,544.		
GOOGLE INC CL A	2,502.	1,877.	3,362.
LABORATORY CORP AMER HLDGS COM	4,948.		
PRAXAIR INC	4,957.	4,957.	6,502.
TEXAS INSTRS INC	5,209.	5,209.	6,587.
HIGH MARK GENEVA MID CAP GRWTH	16,366.		
ANADARKO PETROLEUM	4,885.	4,187.	4,759.
APPLE INC	7,526.	7,526.	7,854.
BAXTER INTL	4,132.		
DANAHER CORP DEL	5,454.	4,908.	6,948.
HJ HEINZ CO	5,828.		
JOHNSON CTLS INC	5,527.		
LOWE'S COMPANIES	5,210.	4,233.	6,442.
MCDONALDS CORP	5,286.	2,643.	2,911.
METLIFE INC	5,619.		
OCCIDENTAL PETE CORP	5,329.		

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
TARGET CORP	5,775.	5,197.	5,694.
WELLS FARGO & CO	7,547.	6,860.	9,080.
XCEL ENERGY INC	4,986.		
ACCENTURE PLA - CL A	5,411.	5,411.	6,578.
CITIGROUP INC RR		7,344.	7,556.
WALT DISNEY CO		6,113.	8,786.
EXPRESS SCRIPTS HOLDING CO		4,669.	5,268.
FORD MOTOR COMPANY COM		3,785.	4,166.
GILEAD SCIENCES INC		2,593.	3,755.
HONEYWELL INTL INC		5,024.	5,939.
INTUIT INC		2,534.	3,053.
MICKESON CORP		5,204.	7,263.
PHILLIPS 66		4,521.	6,170.
STARBUCKS CORP		2,155.	2,352.
TJX COS INC. NEW		2,559.	3,187.
TIFFANY & CO		2,137.	3,247.
UNION PAC CORP		2,338.	2,520.
WAL-MART STORES INC.		4,593.	4,721.
INVESCO LTD		4,774.	5,278.
LYONDELLBASELL INDUSTRIES CL-A		2,217.	2,408.
AMERICAN CENTURY SM CAP VAL		21,888.	22,174.
JP MORGAN MID CAP VALUE FD		22,187.	23,944.
NATIONWIDE GENEVA MID CAP		19,532.	24,197.
VIRTUS SM-MID CAP FD -I		21,857.	25,499.
INVESCO INTL GRWTH FD CL R5		31,822.	35,957.
MFS RESH INTL FD CL-I		31,763.	35,335.
VIRTUS EMERGING MARKETS OPP-I		13,035.	12,051.
TOTALS	341,988.	360,791.	497,311.

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
GENERAL ELECTRIC 5% 2/1/13	4,031.		
A T & T INC 5.6% 05/15/2018	2,989.	2,989.	3,407.
CATERPILLAR 7.9% 12/15/2018	3,337.	5,869.	6,267.
DUKE ENERGY 2.15% 11/15/2016	4,031.	3,001.	3,075.
HEWLETT PACKARD 2.2% 12/1/2015	4,010.	2,997.	3,066.
MORGAN STANLEY 4.2% 11/20/14	7,166.	6,070.	6,191.
ORACLE CORP 5.75% 4/15/2018	3,219.	3,181.	3,467.
TARGET CALLABLE 5.375% 5/1/17	2,976.	2,976.	3,372.
WACHOVIA 5.75% 6/15/2017	2,938.	2,938.	3,422.
FNMA# 257207, 6% 05/01/2038	12,487.	7,223.	7,900.
FNMA# 257234, 5% 06/01/2023	1,626.	946.	1,032.
FNMA# 950796, 6% 10/01/2037	1,760.	883.	920.
COMCAST CORP 5.7% 7/01/19	3,025.	3,022.	3,467.
CREDIT SUISSE NY 5.5% 5/01/14	7,166.	6,036.	6,098.
GOLDMAN SACHS 6% 5/01/14	3,021.	3,007.	3,054.
HESS CORP 8.125% 2/15/19	3,589.	3,509.	3,726.
MERRILL LYNCH 6.875% 4/25/18	2,989.	2,989.	3,547.
TIME WARNER CAB6.75% 7/1/2018	3,360.	3,305.	3,364.
FNMA# 735516, 5% 2/1/2020	2,669.	1,757.	1,768.
BARCLAYS BANK 3.9% 4/7/2015	3,001.	3,000.	3,122.
CSX CORP 6.25% 4/1/2015	3,185.	3,113.	3,207.
CA INC 5.375% 12/1/2019	3,030.	3,027.	3,336.
CITI GROUP 6% 12/13/2013	3,093.		
DIRECTV HLDG 3.55% 3/15/2015	3,062.	3,038.	3,099.
GOLDMAN SACHS 7.5% 2/15/2019	3,234.	3,204.	3,654.
KRAFT FOOD 1.625%		3,035.	3,038.
PETROBRAS 5.75% 1/20/2020	2,997.	2,997.	3,087.
PRUDENTIAL FIN 4.5% 11/15/2020	2,980.	2,980.	3,218.
TALISMAN ENERGY 7.75% 6/1/2019	3,480.	3,415.	3,593.

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
FHLMC POOL J16353 3.5% 8/01/26	4,725.	3,109.	3,101.
FNMA POOL AH6827 4% 3/01/26	4,187.	2,700.	2,724.
FNMA POOL AL0393 4.5% 6/01/41	2,328.	1,746.	1,744.
FNMA POOL 725228 6% 3/01/34	2,325.	1,593.	1,620.
FNMA POOL 735580 5% 6/01/35	4,133.	2,515.	2,532.
FNMA POOL 888021 6% 12/01/36	9,921.	5,075.	5,081.
FNMA POOL AE3066 3.5% 9/01/25	4,118.	2,793.	2,816.
AMERICAN EXPRESS 2.75% 9/13/10	3,046.	3,031.	3,105.
ANHEUSER-BUSCH 2.875% 2/15/16	3,012.	3,009.	3,123.
GE CAPITAL CORP 5.3% 2/11/21	3,029.	3,026.	3,356.
INTEL CORP 3.3% 10/01/21	2,988.	2,988.	2,980.
SUNTRUST BKS INC 3.5% 1/20/17	3,003.	3,002.	3,155.
TEVA PHARMA FIN 1.7% 11/10/14	4,017.		
TOYOTA MTR CREDIT 3.4% 9/15/21	2,992.	2,992.	3,046.
FHLM 5% 7/1/35	3,869.	2,399.	2,389.
FHLM 4.5% 1/1/38	3,144.	1,905.	1,877.
FHLM 4% 8/1/25	3,749.	2,387.	2,382.
FHLM 4.5% 5/1/39	2,068.	1,226.	1,224.
FHLM 4% 10/1/41	3,114.	2,264.	2,198.
FNMA 5.5% 4/1/34	1,696.	941.	951.
FNMA 4% 6/1/39	1,905.	1,183.	1,151.
FNMA 4.5% 11/1/33	3,185.	2,034.	2,011.
BHP BILLITON FIN 1%	7,000.	6,997.	7,038.
CHEVRON CORP 1.104%	4,013.	3,005.	2,934.
CISCO SYSTEMS 5.5%	3,441.	3,346.	3,300.
INTL BUS MACHINES 1.95%	7,224.	6,144.	6,164.
MONDELEZ INTL 4.125%	3,004.	3,002.	3,180.
ONTARIO 1.375%	7,014.	7,005.	7,005.
ROYAL BK OF CAN 1.2%	5,000.	6,997.	6,936.

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STATEMENT 12

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
FNMA 3% 1/1/27		2,847.	2,821.
FNMA 4% 6/1/42		2,841.	2,826.
FNMA 3.5% 11/1/42		2,681.	2,673.
FNMA 3.5% 3/1/41		3,622.	3,411.
APPLE INC 1%		3,976.	3,868.
CITIGROUP 1.25% 1/15/16		3,009.	3,010.
DIRECTV HOLDS 3.5% 3/1/16		3,179.	3,149.
MARATHON OIL .9% 11/1/15		3,000.	3,002.
VERIZON COMM 5.55%		3,339.	3,281.
IVY HIGH INCOME FD CL I		9,333.	9,290.
TEMPLETON GLBAL BD FD ADV		18,667.	18,667.
TOTALS	217,701.	235,415.	241,618.

=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

AMORTIZATION ADJUSTMENT

2,297.

ROUNDING

11.

RETURN OF CAPITAL ADJ

50.

TOTAL

2,358.

=====

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
=====

NAME AND ADDRESS

INTERNATIONAL SHIPHOLDING CORP
11 N WATER ST SUITE 18290
MOBILE, AL 36602

STATEMENT 15

XD576 2.000

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35 -

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT
=====

NAME:

THE PROPELLER CLUB

ADDRESS:

PO BOX 831

MOBILE, AL 36601

GRANT DATE: 01/15/2013

GRANT AMOUNT 1,500.

GRANT PURPOSE:

MARITIME SCHOLARSHIPS

AMOUNT EXPENDED BY GRANTEE 1,500.

ANY DIVERSION BY GRANTEE:

NONE FOUND

DATE OF VERIFICATION: 11/12/2014

RESULTS OF VERIFICATION:

AMOUNTS DISTRIBUTED WERE USED FOR
CHARITABLE PURPOSES ONLY

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

REGIONS BANK

ADDRESS:

11 N WATER ST

MOBILE, AL 36602

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 2,829.

OFFICER NAME:

MICHAEL B LEE, SR

ADDRESS:

52 NORTH JACKSON ST

MOBILE, AL 36602

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

J. EDGAR BRISTER

ADDRESS:

P.O. BOX 1644

MOBILE, AL 36601

TITLE:

SEC.-TREASURER, BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

D. R. JORDAN

ADDRESS:

P.O. DRAWER 3004

MOBILE, AL 36652

TITLE:

VICE PRESIDENT & BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

ANDREW A. SAUNDERS

ADDRESS:

102 HILLWOOD ROAD

MOBILE, AL 36608

TITLE:

PRESIDENT AND BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

PATRICK J. WILSON

ADDRESS:

PO BOX 831

MOBILE, AL 36601

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

T. LEE ROBINSON

ADDRESS:

24 TACON STREET

MOBILE, AL 36607

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

H. S. THORNE

ADDRESS:

141 WOODDRUFF COURT

MOBILE, AL 36608

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

THE SEAMEN'S FOUNDATION 1210002645

63-6018610

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

ERIN R. WHEELER

ADDRESS:

257 CHARLES STREET

MOBILE, AL 36604

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

TOTAL COMPENSATION:

2,829.

=====

STATEMENT 19

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	819,884.		
FEBRUARY	825,406.		
MARCH	839,150.		
APRIL	842,181.		
MAY	845,792.		
JUNE	833,397.		
JULY	858,677.		
AUGUST	840,456.		
SEPTEMBER	860,921.		
OCTOBER	880,015.		
NOVEMBER	891,992.		
DECEMBER	902,945.		
	-----	-----	-----
TOTAL	10,240,816.		
	=====	=====	=====
AVERAGE FMV	853,401.		
	=====	=====	=====

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ☒ **X**
 • If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns. Enter filer's identifying number, see Instructions.

Enter filer's identifying number, see Instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE SEAMEN'S FOUNDATION 1210002645	Employer identification number (EIN) or 63-6018610
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O REGIONS BANK TRUST DEPT, PO BOX 2886	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. MOBILE, AL 36652-2886	

Enter the Return code for the return that this application is for (file a separate application for each return)

0	4
---	---

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► REGIONS BANK TRUST DEPARTMENT

Telephone No. ► (251) 690-1024

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
 • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year 2013 or
- ▶ ☐ tax year beginning _____, 20____, and ending _____, 20____.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 501.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 845.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 1,346.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2014)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE SEAMEN'S FOUNDATION 1210002645	63-6018610
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	C/O REGIONS BANK TRUST DEPT, PO BOX 2886	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	MOBILE, AL 36652-2886	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☒ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► REGIONS BANK TRUST DEPARTMENT.
Telephone No. ► (251) 690-1024 Fax No. ► _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/17, 2014.
- 5 For calendar year 2013, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME IS REQUESTED IN ORDER TO GATHER THE NECESSARY INFORMATION TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	NONE
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	344.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ► Julie S Ehmka Title ► _____ Date ► _____

Form **8868** (Rev. 1-2014)