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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation W BRUCE & MARY LOUISE COOK FOUNDATION			A Employer identification number 65-6285872	
Number and street (or P O box number if mail is not delivered to street address) C/O Mary Louise Cook - P O Box 160524		Room/suite	B Telephone number (see instructions) 212-276-7988	
City or town Big Sky	State MT	ZIP code 59716-0524		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,434,161		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	71,074	71,074		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,551			
	b Gross sales price for all assets on line 6a 235,392				
	7 Capital gain net income (from Part IV, line 2)		4,551		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	75,625	75,625	0	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	51			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,354	5,785		11,569
	24 Total operating and administrative expenses. Add lines 13 through 23	17,405	5,785	0	11,569
	25 Contributions, gifts, grants paid	98,500			98,500
	26 Total expenses and disbursements. Add lines 24 and 25	115,905	5,785	0	110,069
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-40,280			
	b Net investment income (if negative, enter -0-)		69,840		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2013)

SCANNED JUL 31 2014

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	4,565	35,097	35,097
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment, basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,757,836	1,687,025	2,399,064
	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)	1,762,401	1,722,122	2,434,161
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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	0	
	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, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,762,401	1,722,122	
	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)	1,762,401	1,722,122	
	31 Total liabilities and net assets/fund balances (see instructions)	1,762,401	1,722,122	

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	1,762,401
2	Enter amount from Part I, line 27a	2	-40,280
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	1
4	Add lines 1, 2, and 3	4	1,722,122
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,722,122

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			0	
b			0	
c			0	
d			0	
e			0	
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	4,551
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	0

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.

(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	126,595	1,958,758	0.064630
2011	118,454	1,940,658	0.061038
2010	141,283	1,831,465	0.077142
2009	109,423	1,749,417	0.062548
2008	126,428	2,102,274	0.060139
2 Total of line 1, column (d)			2 0.325497
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 0.065099
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,238,703
5 Multiply line 4 by line 3			5 145,737
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 698
7 Add lines 5 and 6			7 146,435
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 110,069

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. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		1,750
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		1,750
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,750
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		1,750
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		1,750
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		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

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)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		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?		X
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	N/A	
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>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶				
14	The books are in care of ▶ Morgan Stanley Private Bank, N.A. Telephone no ▶ 212-276-7988			
	Located at ▶ 1 New York Plaza, 7th Floor New York NY ZIP+4 ▶ 10004			
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 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
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? <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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 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	
Total. Add lines 1 through 3	0

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	2,200,650
b	Average of monthly cash balances	1b	72,145
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,272,795
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	
3	Subtract line 2 from line 1d	3	2,272,795
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	34,092
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,238,703
6	Minimum investment return. Enter 5% of line 5	6	111,935

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	111,935
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,750
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,750
3	Distributable amount before adjustments Subtract line 2c from line 1	3	110,185
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	110,185
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	110,185

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	110,069
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	110,069
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	110,069

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				110,185
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	17,285			
c From 2010	50,538			
d From 2011	22,587			
e From 2012	29,959			
f Total of lines 3a through e	120,369			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 110,069				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				110,069
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)	116			116
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	120,253			
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	120,253			
10 Analysis of line 9				
a Excess from 2009	17,169			
b Excess from 2010	50,538			
c Excess from 2011	22,587			
d Excess from 2012	29,959			
e Excess from 2013				

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 <i>Paid during the year</i> See Attached Statement				
Total			3a	98,500
b <i>Approved for future payment</i> NONE				
Total			3b	0

W BRUCE & MARY LOUISE COOK FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CANCER SUPPORT COMM MT

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 10,000
--	------------------

Name

EAGLE MOUNT

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 10,000
--	------------------

Name

WIA

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 3,000
--	-----------------

Name

HEART OF THE VALLEY

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 1,000
--	-----------------

Name

BIG SKY COMM FOOD BK

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 2,000
--	-----------------

Name

BIG SKY COMM CORP

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status SECTION 501(C)(3)
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Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE	Amount 5,000
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W BRUCE & MARY LOUISE COOK FOUNDATION

65-6285872 Page 2 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

JACK CREEK PRESERVE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 5,000

Name

MORNINGSTAR LEARNING CTR

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 5,000

Name

MUSEUM OF THE ROCKIES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 5,000

Name

HISTORIC CRAIL RANCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 1,000

Name

RONALD MCDONALD HOUSE MISSOULA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 1,000

Name

ACTIVE ASSET ACCOUNT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 5,000

W BRUCE & MARY LOUISE COOK FOUNDATION

65-6285872 Page 3 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ST JOSEPHS OF BIG SKY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 1,000

Name

MOUNT ST HELENS INST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 10,000

Name

WSU FDN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 4,000

Name

FLY FRESH LIFELINES FOR YOUTH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 10,000

Name

ROCKY MTN ELK FDN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 5,000

Name

BOZEMAN DEACONESS FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status SECTION 501(C)(3)		
Purpose of grant/contribution CASH- GENERAL OPERATING EXPENSE			Amount 2,500

W BRUCE & MARY LOUISE COOK FOUNDATION

65-6285872 Page 4 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BIG SKY COMM FOOD BANK

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	SECTION 501(C)(3)

Purpose of grant/contribution	Amount
CASH- GENERAL OPERATING EXPENSE	3,000

Name

ST JOSEPH'S OF BIG SKY

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	SECTION 501(C)(3)

Purpose of grant/contribution	Amount
CASH- GENERAL OPERATING EXPENSE	2,000

Name

GIFFORD PINCHOT TASK FORCE

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	SECTION 501(C)(3)

Purpose of grant/contribution	Amount
CASH- GENERAL OPERATING EXPENSE	4,000

Name

ST JOSEPH MISSION

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	SECTION 501(C)(3)

Purpose of grant/contribution	Amount
CASH- GENERAL OPERATING EXPENSE	3,000

Name

ARTS COUNCIL OF BIG SKY

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	SECTION 501(C)(3)

Purpose of grant/contribution	Amount
CASH- GENERAL OPERATING EXPENSE	1,000

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals					Net Gain or Loss		
									Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss			
									Other Sales	Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements			Depreciation	Adjustments
1	X	COMMERCE BANCSHARES			2/14/2011		12/16/2013	2								
2	X	SPDR S&P DIVIDEND			2/28/2012		7/16/2013	46,479	37,560					8,919		
3	X	DIEBOLD INC			2/14/2011		3/5/2013	19,738	24,975				-5,237			
4	X	MERCURY GEN CORP NEW			2/14/2011		3/5/2013	23,658	25,015				-1,357			
5	X	SPDR BARCLAYS CAPITAL HI			7/17/2012		1/30/2013	102,449	98,621					3,828		
6	X	SPDR BARCLAYS CAPITAL HI			6/29/2012		1/30/2013	20,490	20,490					781		
7	X	SONOCO PRODUCTS COMPA			2/14/2011		3/5/2013	22,307	24,965					-2,658		
Long Term CG Distributions									Amount		269					
Short Term CG Distributions																4,551
									Capital Gains/Losses		235,392		230,841		0	
									Other Sales				0		0	

Part I, Line 18 (990-PF) - Taxes

		51	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PRIOR YEAR TAX LIABILITY	51			

Part I, Line 23 (990-PF) - Other Expenses

		17,354	5,785	0	11,569
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	MISC CUSTODIAN AND MANAGEMENT FEES	17,354	5,785		11,569

Part II, Line 13 (990-PF) - Investments - Other

		1,757,836	1,687,025	2,399,064
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
Asset Description	Basis of Valuation			
1 SEE ATTACHED		1,757,836	1,687,025	2,399,064

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

CLIENT STATEMENT | For the Period December 1-31, 2013

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Account Detail

Active Assets Account
W. BRUCE COOK AND MARY LOUISE COOK FOUNDATION
876-1405-19-554

Investment Objectives[†]: Income, Capital Appreciation

Brokerage Account

[†] See the Expanded Disclosures for more information about investment objectives. Please review for accuracy and inform us if your investment objectives change.

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month. "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market. See "Pricing of Securities" in the Expanded Disclosures. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates. Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate. Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest. If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures. New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns. Refer to the Expanded Disclosures for additional information.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions.

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	\$16,326.31			
	Percentage of Assets %	Market Value		Estimated Annual Income
CASH, BDP, AND MMFs	100.0%	\$16,326.31		Accrued Interest \$0.00
	Percentage of Assets %	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income
TOTAL MARKET VALUE	100.0%	\$16,326.31		Accrued Interest \$0.00
		Total Cost		Estimated Annual Income
		\$0.00		Accrued Interest \$0.00

TOTAL VALUE (includes accrued interest)

\$16,326.31

Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available. Cash, MMF, Deposits and positions stating Please Provide are not included.

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

CLIENT STATEMENT | For the Period December 1-31, 2013

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Account Detail

Consulting Group Advisor Assets Account
W. BRUCE COOK AND MARY LOUISE
COOK FOUNDATION, NDA
376-142095-554

Investment Objectives[†]: Capital Appreciation, Income

Investment Advisory Account

[†] See the Expanded Disclosures for more information about investment objectives. Please review for accuracy and inform us if your investment objectives change.

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month. "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market. See "Pricing of Securities" in the Expanded Disclosures. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates. Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate. Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest. If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures. New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns. Refer to the Expanded Disclosures for additional information.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions.

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	\$(3,610.05)			
MORGAN STANLEY BANK N.A. #	22,380.97	11.00	—	0.050
	Percentage of Assets %	Market Value	Estimated Annual Income	Estimated Annual Income
CASH, BDP, AND MMFS	0.8%	\$18,770.92		Accrued Interest
TOTAL CASH, BDP, MMFS		\$22,380.97		\$11.00
TOTAL CASH, BDP, MMFS (DEBIT)		\$(3,610.05)		\$0.00

Bank Deposits are held at either: (1) Morgan Stanley Bank, N.A., and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC, or (2) Citibank, N.A., each a national bank and FDIC member.

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

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CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail

Consulting Group Advisor/Active Assets/Account
876-142035-554

WILLIAM BRUCE COOK AND MARY LOUISE
COOK FOUNDATION NDA

STOCKS

COMMON STOCKS

Morgan Stanley & Co. LLC (Morgan Stanley) and Standard & Poor's equity research ratings may be shown for certain securities. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Because the applicable research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell). Please refer to the quarter month-end statement (or your first statement, if you have not yet received a statement at the quarter-end) for a summary guide describing Morgan Stanley and Standard & Poor's ratings. Morgan Stanley Smith Barney LLC does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's.

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM)	2/14/11	272.000	\$91.864	\$24,986.93	\$38,148.00	\$13,161.07 LT	\$930.24	2.43
Share Price: \$140.250; Rating: Morgan Stanley: 3, S&P: 2; Next Dividend Payable 03/2014								
ABBOTT LABORATORIES (ABT)	2/14/11	545.000	21.929	11,951.27	20,889.85	8,938.58 LT	479.60	2.29
Share Price: \$38.330; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 02/2014								
ABBVIE INC COM (ABBV)	2/14/11	545.000	23.780	12,960.14	28,781.45	15,821.31 LT	872.00	3.02
Share Price: \$52.810; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 02/2014								
AIR PROD & CHEM INC (APD)	2/14/11	280.000	89.313	25,007.61	31,298.40	6,290.79 LT	795.20	2.54
Share Price: \$111.780; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 02/10/14								
ATMOS ENERGY CP (ATO)	2/14/11	745.000	33.599	25,031.40	33,837.90	8,806.50 LT	1,102.60	3.25
Share Price: \$45.420; Next Dividend Payable 03/2014								
AUTOMATIC DATA PROCESSING INC (ADP)	2/14/11	500.000	49.670	24,835.00	40,399.50	15,564.50 LT	960.00	2.37
Share Price: \$80.799; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 01/01/14								
BECTON DICKINSON & CO (BDX)	2/14/11	310.000	80.799	25,047.69	34,251.90	9,204.21 LT	675.80	1.97
Share Price: \$110.490; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014								
BEMIS CO INC (BMS)	2/14/11	750.000	33.159	24,869.48	30,720.00	5,850.52 LT	780.00	2.53
Share Price: \$40.960; Rating: S&P: 3; Next Dividend Payable 03/2014								
BLACK HILLS CORP (BKH)	2/14/11	815.000	30.639	24,971.03	42,795.65	17,824.62 LT	1,238.80	2.89
Share Price: \$52.510; Next Dividend Payable 03/2014								
BROWN FORMAN CORP CL B (BF'B)	2/14/11	562.000	44.567	25,046.77	42,470.34	17,423.57 LT	651.92	1.53
Share Price: \$75.570; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014								
CARDINAL HEALTH INC (CAH)	2/14/11	597.000	41.882	25,003.26	39,885.57	14,882.31 LT	722.37	1.81
Share Price: \$66.810; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 01/15/14								
CHEVRON CORP (CVX)	2/14/11	262.000	95.700	25,073.40	32,726.42	7,653.02 LT	1,048.00	3.20
Share Price: \$124.910; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 03/2014								
CHUBB CORP (CB)	2/14/11	420.000	59.252	24,885.92	40,584.60	15,698.68 LT	739.20	1.82
Share Price: \$96.630; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 01/07/14								
CINCINNATI FINANCIAL OHIO (CINF)	2/14/11	745.000	33.585	25,020.68	39,015.65	13,994.97 LT	1,251.60	3.20
Share Price: \$52.370; Rating: S&P: 2; Next Dividend Payable 01/15/14								
CLOROX CO DE (CLX)	2/14/11	350.000	70.175	24,561.32	32,466.00	7,904.68 LT	994.00	3.06
Share Price: \$92.760; Rating: Morgan Stanley: 3, S&P: 3; Next Dividend Payable 02/2014								

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

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CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail
Consulting Group Advisor Active Assets Account
W. BRUCE COOK AND MARYELOISE COOK FOUNDATION, NDA
876-142095-554

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
COCA COLA CO (KO) Share Price: \$41.310; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014	2/14/11	786 000	31.742	24,949.57	32,469.66	7,520.09 LT	880.32	2.71
COLGATE PALMOLIVE CO (CL) Share Price: \$65.210; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/2014	2/14/11	636 000	39.328	25,012.77	41,473.56	16,460.79 LT	864.96	2.08
COMMERCE BANCSHARES (CBSH) Share Price: \$44.910; Rating: Morgan Stanley: 3; Next Dividend Payable 03/2014	2/14/11	694 000	35.746	24,807.44	31,167.54	6,360.10 LT	624.60	2.00
CONS EDISON INC (HLDG CO) (ED) Share Price: \$55.280; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 03/2014	2/14/11	505 000	49.508	25,001.54	27,916.40	2,914.86 LT	1,242.30	4.45
DOVER CORP (DOV) Share Price: \$96.540; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014	2/14/11	375 000	66.761	25,035.49	36,202.50	11,167.01 LT	562.50	1.55
EXXON MOBIL CORP (XOM) Share Price: \$101.200; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 03/2014	2/14/11	302 000	82.540	24,927.05	30,562.40	5,635.35 LT	761.04	2.49
GENUINE PARTS CO (GPC) Share Price: \$83.190; Rating: S&P: 2; Next Dividend Payable 01/02/14	2/14/11	463 000	53.922	24,965.84	38,516.97	13,551.13 LT	995.45	2.58
HCP INCORPORATED (HCP) Share Price: \$36.320; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 02/2014	2/14/11	675 000	37.016	24,985.53	24,516.00	(469.53) LT	1,417.50	5.78
HORMEL FOODS CORPORATION (HRL) Share Price: \$45.170; Rating: S&P: 2; Next Dividend Payable 02/2014	2/14/11	974 000	25.764	25,094.23	43,995.58	18,901.35 LT	779.20	1.77
JOHNSON & JOHNSON (JNJ) Share Price: \$91.590; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014	2/14/11	412 000	60.862	25,075.31	37,735.08	12,659.77 LT	1,087.68	2.88
KIMBERLY CLARK CORP (KMB) Share Price: \$104.460; Rating: S&P: 2; Next Dividend Payable 01/03/14	2/14/11	382 000	65.400	24,982.80	39,903.72	14,920.92 LT	1,237.68	3.10
LEGGETT & PLATT INC (LEG) Share Price: \$30.940; Rating: S&P: 3; Next Dividend Payable 01/15/14	2/14/11	1,060 000	23.618	25,035.40	32,796.40	7,761.00 LT	1,272.00	3.87
LOWES COMPANIES INC (LOW) Share Price: \$49.550; Rating: S&P: 3; Next Dividend Payable 02/2014	2/14/11	990 000	25.251	24,998.29	49,054.50	24,056.21 LT	712.80	1.45
MC CORMICK AND CO NON VOTING (MCK) Share Price: \$68.920; Rating: S&P: 2; Next Dividend Payable 01/14/14	2/14/11	555 000	45.066	25,011.41	38,250.60	13,239.19 LT	821.40	2.14
MC DONALDS CORP (MCD) Share Price: \$97.030; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014	2/14/11	330 000	75.920	25,053.60	32,019.90	6,966.30 LT	1,069.20	3.33
MCGRAW HILL FINANCIAL INC COM (MHFI) Share Price: \$78.200; Next Dividend Payable 03/2014	2/14/11	665 000	37.427	24,889.22	52,003.00	27,113.78 LT	744.80	1.43
NATIONAL RETAIL PROPERTIES I (NNN) Share Price: \$30.330; Rating: S&P: 2; Next Dividend Payable 02/2014	2/14/11	1,015 000	24.677	25,047.36	30,784.95	5,737.59 LT	1,644.30	5.34

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

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CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail
W. BRUCE COOK AND MARY LOUISE COOK FOUNDATION, NDA
876-742095554
Consulting Group Advisor Active Assets Account

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
NORTHWEST NATURAL GAS CO (NWN) Share Price: \$42.820; Next Dividend Payable 02/2014	2/14/11	550,000	45.422	24,981.99	23,551.00	(1,430.99) LT	1,012.00	4.29
PENTAIR LTD (PNR) Share Price: \$77.670; Rating: S&P: 2; Next Dividend Payable 02/2014	2/14/11	655,000	38.193	25,016.48	50,873.85	25,857.37 LT	655.00	1.28
PEPSICO INC NC (PEP) Share Price: \$82.940; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 01/02/14	2/14/11	390,000	63.833	24,894.79	32,346.60	7,451.81 LT	885.30	2.73
PIEDMONT NATURAL GAS NC (PNV) Share Price: \$33.160; Next Dividend Payable 01/15/14	2/14/11	877,000	28.491	24,986.17	29,081.32	4,095.15 LT	1,087.48	3.73
PPG INDUSTRIES INC (PPG) Share Price: \$189.660; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014	2/14/11	282,000	88.580	24,979.56	53,484.12	28,504.56 LT	688.08	1.28
PROCTER & GAMBLE (PG) Share Price: \$81.410; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 02/2014	2/14/11	387,000	64.507	24,964.13	31,505.67	6,541.54 LT	931.12	2.95
QUESTAR CORP (STR) Share Price: \$22.990; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014	2/14/11	1,400,000	17.876	25,026.96	32,186.00	7,159.04 LT	1,008.00	3.13
R P M INC (RPM) Share Price: \$41.510; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 01/2014	2/14/11	1,055,000	23.668	24,969.32	43,793.05	18,823.73 LT	1,012.80	2.31
SHERWIN WILLIAMS COMPANY OHIO (SHW) Share Price: \$183.500; Rating: Morgan Stanley: 1, S&P: 3; Next Dividend Payable 03/2014	2/14/11	292,000	85.660	25,012.63	53,582.00	28,569.37 LT	584.00	1.08
SOUTHERN CO (SO) Share Price: \$41.110; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014	6/14/11	630,000	39.628	24,965.89	25,899.30	933.41 LT	1,278.90	4.93
STANLEY BLACK & DECKER INC (SWK) Share Price: \$80.690; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014	2/14/11	338,000	73.780	24,937.78	27,273.22	2,335.44 LT	676.00	2.47
UGI CORPORATION NEW COM (UGI) Share Price: \$41.460; Rating: S&P: 1; Next Dividend Payable 01/01/14	2/14/11	790,000	31.643	24,998.21	32,753.40	7,755.19 LT	892.70	2.72
UNIVERSAL CP VA (UVV) Share Price: \$54.600; Next Dividend Payable 02/2014	2/14/11	607,000	41.132	24,967.00	33,142.20	8,175.20 LT	1,238.28	3.73
V F CORPORATION (VFC) Share Price: \$62.340; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014	2/14/11	1,152,000	21.681	24,976.89	71,815.68	46,838.79 LT	1,209.60	1.68
VALSPAR CORP (VAL) Share Price: \$71.290; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 03/2014	2/14/11	655,000	38.188	25,013.07	46,694.95	21,681.88 LT	681.20	1.45
VECTREN CP (VVC) Share Price: \$35.500; Next Dividend Payable 03/2014	2/14/11	978,000	25.531	24,969.51	34,719.00	9,749.49 LT	1,408.32	4.05

Account Detail

Consulting Group Advisor: Active Assets Account: W. BRUCE COOK AND MARY LOUISE
876-142095-554 COOK FOUNDATION NDA

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
WAL MART STORES INC (WMT)	2/14/11	453.000	55.126	24,971.90	35,646.57	10,674.67 LT	851.64	2.38
<i>Share Price: \$78.690; Rating: S&P: 1; Next Dividend Payable 01/02/14</i>								
WGL HLDGS INC (HLDG CO) (WGL)	2/14/11	665.000	37.607	25,008.66	26,639.90	1,631.24 LT	1,117.20	4.19
<i>Share Price: \$40.060; Rating: S&P: 2; Next Dividend Payable 02/2014</i>								

STOCKS

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
75.8%	\$1,223,765.69	\$1,832,627.82	\$608,862.13 LT	\$47,176.68	2.57%
				\$0.00	

EXCHANGE-TRADED & CLOSED-END FUNDS

Consulting Group Investment Advisor Research (CG IAR) status codes (FL, AL or NL) may be shown for certain exchange-traded funds. Please refer to "CG IAR Statuses in Investment Advisory Programs" in the quarter-end statement for your first statement, if you have not yet received a statement at the quarter-end for a description of these status codes. All status codes represent the opinions of CG IAR and are not representations or guarantees of performance.

Security Description

Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
2/28/12	3,805.000	\$56.059	\$213,304.50	\$276,319.10	\$63,014.60 LT		
3/15/12	1,580.000	56.915	89,925.70	114,739.60	24,813.90 LT		
3/5/13	780.000	64.202	50,077.40	56,643.60	6,566.20 ST		
4/3/13	760.000	65.748	49,968.18	55,191.20	5,223.02 ST		
5/13/13	875.000	68.552	59,982.74	63,542.50	3,559.76 ST		
Total	7,800.000		463,258.52	566,436.00	87,828.50 LT 15,348.98 ST	12,792.00	2.25

Share Price: \$72.620; CG IAR Status: AL; Next Dividend Payable 03/2014

EXCHANGE-TRADED & CLOSED-END FUNDS

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
23.4%	\$463,258.52	\$566,436.00	\$87,828.50 LT 15,348.98 ST	\$12,792.00	2.26%
				\$0.00	

Morgan Stanley

PRIVATE WEALTH MANAGEMENT

CLIENT STATEMENT | For the Period December 1-31, 2013

Page 10 of 22

Account Detail

Consulting Group Advisor Active Assets/Accounts: 876-142095-554
W=BRUCE COOK AND MARY LOUISE COOK FOUNDATION, NDA

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
100.0%	\$1,687,024.21	\$2,417,834.74	\$696,690.63 LT \$15,348.98 ST	\$59,979.68	2.48%

TOTAL MARKET VALUE

TOTAL VALUE (includes accrued interest)

\$2,417,834.74

Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not included.

ACTIVITY

INVESTMENT RELATED ACTIVITY

PURCHASES, DIVIDEND REINVESTMENTS, SALES AND REDEMPTIONS

Trade Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
12/16	12/16	Security Sold	COMMERCE BANCSHARES	CASH IN LIEU FRACTIONAL SHARE	0.000	\$0.0000	\$2.22

TOTAL PURCHASES, DIVIDEND REINVESTMENTS, SALES AND REDEMPTIONS

\$2.22

TOTAL SALES AND REDEMPTIONS

\$2.22

TAXABLE INCOME

Date	Activity Type	Description	Comments	Credits/(Debits)
12/1	Qualified Dividend	BLACK HILLS CORP		\$309.70
12/2	Qualified Dividend	VECTREN CP		352.08
12/2	Qualified Dividend	BEMIS CO INC		195.00
12/6	Qualified Dividend	SOUTHERN CO		319.73
12/6	Qualified Dividend	SHERWIN WILLIAMS COMPANY OHIO		146.00
12/9	Qualified Dividend	ATMOS ENERGY CP		275.65
12/9	Qualified Dividend	QUESTAR CORP		252.00
12/10	Qualified Dividend	JOHNSON & JOHNSON		271.92
12/10	Qualified Dividend	CHEVRON CORP		262.00
12/10	Qualified Dividend	EXXON MOBIL CORP		190.26
12/10	Qualified Dividend	STANLEY BLACK & DECKER INC		169.00
12/11	Qualified Dividend	MCGRAW HILL FINANCIAL INC COM		186.20
12/12	Qualified Dividend	3M COMPANY		172.72
12/12	Qualified Dividend	PPG INDUSTRIES INC		172.02
12/13	Qualified Dividend	VALSPAR CORP		170.30
12/15	Qualified Dividend	CONS EDISON INC (HLDG CO)		310.68
12/16	Qualified Dividend	MC DONALDS CORP		267.30
12/16	Qualified Dividend	COCA COLA CO		220.08
12/16	Qualified Dividend	COMMERCE BANCSHARES		148.73
12/16	Qualified Dividend	DOVER CORP		140.63
12/20	Qualified Dividend	V F CORPORATION		302.40

Long Term CG Distributions										269		
Short Term CG Distributions										Amount		
		How Acquired	Date Acquired	Date Sold	Gross Sales Price	235,123	0	230,841	4,282	0	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		CUSIP #					Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis
1	Description of Property Sold					2				0	0	0
2	COMMERCE BANK SHARES	200525103	2/14/2011	12/18/2013	46,479				2	8,919	0	0
3	SPDR S&P DIVIDEND	78464A763	2/28/2012	7/19/2013	19,738				37,950	-5,237	0	0
4	DEBOLD INC	253651103	2/14/2011	3/5/2013	23,658				24,975	-1,357	0	0
5	MERCURY GEN CORP NEW	589400100	2/14/2011	3/5/2013	102,449				98,621	3,828	0	0
6	SPDR BARCLAYS CAPITAL HIGH YIELD	784668R08	7/11/2012	1/30/2013	20,490				19,703	787	0	0
7	SPDR BARCLAYS CAPITAL HIGH YIELD	784668R08	6/29/2012	1/30/2013	22,307				24,965	-2,658	0	0
8	SONOCO PRODUCTS COMPANY	835495102	2/14/2011	3/5/2013							0	0

W BRUCE & MARY LOUISE COOK FOUNDATION

EIN: 65-6285872

ATTACHMENT TO 2013 FORM 990PF, PART X LINES 1(a) AND 1(b)

FYE 12/31/13

Ending Date	Cash	Bonds/Common Stock	TOTAL
01/31/13	\$125,611.00	\$1,987,609.00	\$2,113,220.00
02/28/13	\$127,194.00	\$2,009,453.00	\$2,136,647.00
03/31/13	\$140,396.00	\$2,065,619.00	\$2,206,015.00
04/30/13	\$124,498.00	\$2,151,656.00	\$2,276,154.00
05/31/13	\$58,154.00	\$2,229,186.00	\$2,287,340.00
06/30/13	\$19,296.00	\$2,240,682.00	\$2,259,978.00
07/31/13	\$32,543.00	\$2,259,738.00	\$2,292,281.00
08/31/13	\$44,468.00	\$2,232,328.00	\$2,276,796.00
09/30/13	\$47,235.00	\$2,203,146.00	\$2,250,381.00
10/31/13	\$50,631.00	\$2,288,843.00	\$2,339,474.00
11/30/13	\$51,557.00	\$2,355,739.00	\$2,407,296.00
12/31/13	\$44,152.00	\$2,383,805.00	\$2,427,957.00
Total	\$865,735.00	\$26,407,804.00	\$27,273,539.00
Average	\$72,144.58	\$2,200,650.33	\$2,272,794.92

Total of averages \$2,272,794.92

Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► 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 ☒
- 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

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
	W BRUCE & MARY LOUISE COOK FOUNDATION	65-6285872
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	C/O Mary Louise Cook - P O Box 160524	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Big Sky, MT 59716-0524	

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

04

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 ► Morgan Stanley Private Bank, N.A.

Telephone No ► 212-276-7988

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 8/15/2014 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 _____, and ending _____

- 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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	1,750
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	3b	\$	0
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	\$	1,750

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)

HTA