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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
KINGSBURY MEMORIAL FOUNDATION 50217170

A Employer identification number
81-6078134

Number and street (or P O box number if mail is not delivered to street address)
P O BOX 3168

Room/suite

B Telephone number (see instructions)
(503) 464-3580

City or town, state or province, country, and ZIP or foreign postal code
PORTLAND, OR 97208

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 1,392,877

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	28,635	28,635		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	109,019			
	b	Gross sales price for all assets on line 6a 552,556				
	7	Capital gain net income (from Part IV, line 2)		109,019		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	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	137,654	137,654		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	15,904	14,313		1,590
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,500	0	0	1,500
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	2,919	592		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,323	14,905	0	3,090
	25	Contributions, gifts, grants paid	60,781			60,781
	26	**Total expenses and disbursements.** Add lines 24 and 25	81,104	14,905	0	63,871
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	56,550			
	b	**Net investment income** (if negative, enter -0-)		122,749		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,706	520	520
	2	Savings and temporary cash investments	61,935	53,222	53,222
	3	Accounts receivable ▶ 1,859			
		Less allowance for doubtful accounts ▶	2,906	1,859	1,859
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	737,171	740,429	910,230
	c	Investments—corporate bonds (attach schedule)	372,465	436,754	426,246
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	1,522	1,522	800
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,177,705	1,234,306	1,392,877
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	1,177,705	1,234,306	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,177,705	1,234,306	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,177,705	1,234,306	

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	1,177,705
2	Enter amount from Part I, line 27a	2	56,550
3	Other increases not included in line 2 (itemize) ▶	3	51
4	Add lines 1, 2, and 3	4	1,234,306
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,234,306

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	109,019
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	62,965	1,292,397	0 04872
2011	67,488	1,308,200	0 051588
2010	52,916	1,248,599	0 04238
2009	50,005	1,139,766	0 043873
2008	74,127	1,326,935	0 055863

2	**Total** of line 1, column (d).	2	0 242424
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 048485
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,161,370
5	Multiply line 4 by line 3.	5	104,794
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,227
7	Add lines 5 and 6.	7	106,021
8	Enter qualifying distributions from Part XII, line 4.	8	63,871

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,455
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	2,455
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,455
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 1,436		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	1,436
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,019
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 0 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶US BANK Telephone no ▶(503) 464-3580

Located at ▶555 SW OAK PORTLAND OR ZIP +4 ▶97204

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 |

			Yes	No
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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☑ Yes ☐ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ 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		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,166,785
b	Average of monthly cash balances	1b	27,499
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,194,284
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,194,284
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,914
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,161,370
6	**Minimum investment return.** Enter 5% of line 5	6	108,069

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	108,069
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 2,455		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,455
3	Distributable amount before adjustments Subtract line 2c from line 1	3	105,614
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	105,614
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	105,614

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	63,871
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	63,871
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	63,871

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					105,614
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 2011 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	1,311				
b From 2009.	0				
c From 2010.	0				
d From 2011.	3,160				
e From 2012.	0				
f Total of lines 3a through e.		4,471			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 63,871					
a Applied to 2012, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					63,871
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		4,471			4,471
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					37,272
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2009. . . .	0				
b Excess from 2010. . . .	0				
c Excess from 2011. . . .	0				
d Excess from 2012. . . .	0				
e Excess from 2013. . . .	0				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

REBEKAH FINK - US BANK
PO BOX 5000
GREAT FALLS, MT 59403
(406) 455-1072

b The form in which applications should be submitted and information and materials they should include

CONTACT ABOVE REPRESENTATIVE

c Any submission deadlines

NO SUBMISSION DEADLINES

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

CHARITABLE AND EDUCATIONAL PURPOSES WITHIN MONTANA CONCENTRATING IN THE GREAT FALLS AREA

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* See Additional Data Table				
Total . . . . ▶ **3a**				60,781
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities			14	28,635	
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	109,019	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				137,654	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 137,654

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11	0

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.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2014-05-07	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name			Firm's EIN	
Firm's address			Phone no	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
DELL INC			2013-01-09
83 ABBOTT LABS			2013-01-23
83 ABBVIE INC			2013-01-23
58 APACHE CORP			2013-01-23
432 BANK OF AMERICA CORP		2012-08-22	2013-01-23
169 BRISTOL-MYERS SQUIBB CO			2013-01-23
100 EXELON CORP			2013-01-23
169 INTEL CORP			2013-01-23
354 418 NUVEEN SMALL CAP SELECT FD CL I			2013-01-23
118 328 NUVEEN SMALL CAP SELECT FD CL I		2011-12-16	2013-01-23
192 364 NUVEEN SMALL CAP SELECT FD CL I		2012-12-14	2013-01-23
268 PFIZER INC COMMON STOCK		2001-10-19	2013-01-23
102 STARBUCKS CORP		2010-10-18	2013-01-23
86 STATE STR CORP		2011-08-12	2013-01-23
65 TARGET CORP		2001-10-19	2013-01-23
8 DISNEY WALT CO		2012-08-07	2013-02-07
11 ECOLAB INC		2002-06-11	2013-02-07
39 EXXON MOBIL CORP		2001-10-19	2013-02-07
155 GENERAL ELEC CO		2001-10-19	2013-02-07
2 GENERAL MILLS INC		2010-02-10	2013-02-07
24 GILEAD SCIENCES INC		2011-10-12	2013-02-07
4 GOLDMAN SACHS GROUP INC		2009-12-11	2013-02-07
3 GOOGLE INC CL A		2008-11-04	2013-02-07
171 ISHARES S P U S PREFERRED STOCK ETF		2009-10-08	2013-02-07
23 JOHNSON & JOHNSON		2001-10-19	2013-02-07
11 JOHNSON & JOHNSON		2001-11-02	2013-02-07
13 JOHNSON & JOHNSON		2004-03-31	2013-02-07
11 MICROSOFT CORP		2001-10-19	2013-02-07
6 NIKE INC		2012-07-03	2013-02-07
193 447 NUVEEN MID CAP INDEX FUND CL I		2008-02-22	2013-02-07

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
40 823 NUVEEN MID CAP INDEX FUND CL I		2009-03-31	2013-02-07
49 PEPSICO INC		2001-10-19	2013-02-07
46 PROCTER & GAMBLE CO		2004-02-26	2013-02-07
40 UNITED TECHNOLOGIES CORP		2004-02-26	2013-02-07
88 ECOLAB INC			2013-03-01
138 GENERAL MILLS INC		2010-02-10	2013-03-01
19 00026 GOLDMAN SACHS GROUP INC			2013-03-01
25 99974 GOLDMAN SACHS GROUP INC			2013-03-01
88 ISHARES S P U S PREFERRED STOCK ETF		2009-10-08	2013-03-01
126 MICROSOFT CORP		2001-10-19	2013-03-01
30 NATIONAL OILWELL INC COM		2011-02-01	2013-03-01
1950 642 NUVEEN MID CAP INDEX FUND CL I		2009-03-31	2013-03-01
214 427 NUVEEN MID CAP INDEX FUND CL I		2009-05-07	2013-03-01
31 PRAXAIR INC		2004-05-26	2013-03-01
71 DISNEY WALT CO		2012-08-07	2013-03-07
94 NIKE INC		2012-07-03	2013-03-07
1807 788 NUVEEN MID CAP INDEX FUND CL I		2009-05-07	2013-03-07
252 526 NUVEEN SMALL CAP SELECT FD CL I		2012-12-14	2013-03-07
44 APACHE CORP		2004-11-01	2013-04-12
2 APACHE CORP		2013-03-01	2013-04-12
211 FIFTH THIRD BANCORP		2013-02-07	2013-04-12
86 GILEAD SCIENCES INC		2011-10-12	2013-04-12
25 MCKESSON CORPORATION		2013-01-23	2013-04-12
44 OCCIDENTAL PETE CORP COM		2011-10-12	2013-04-12
40 ROCKWELL AUTOMATION INC		2013-03-07	2013-04-12
46 SCHLUMBERGER LTD		2004-01-12	2013-04-12
55 WAL MART STORES INC		2006-11-29	2013-04-12
106 00095 ISHARES MSCI EMERGING MARKETS ETF			2013-05-01
93 99905 ISHARES MSCI EMERGING MARKETS ETF		2010-11-03	2013-05-01
418 ISHARES MSCI EMERGING MARKETS ETF		2012-12-18	2013-05-01

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
430 ISHARES MSCI EMERGING MARKETS ETF			2013-05-01
21 ISHARES MSCI EMERGING MARKETS ETF		2012-11-02	2013-05-01
529 377 TFS MARKET NEUTRAL FUND		2012-12-18	2013-05-01
649 887 TFS MARKET NEUTRAL FUND		2011-02-01	2013-05-01
36 466 TFS MARKET NEUTRAL FUND		2012-08-07	2013-05-01
281 27 TFS MARKET NEUTRAL FUND		2013-01-23	2013-05-01
285 BANK OF AMERICA CORP		2013-05-01	2013-05-08
1413 431 DRIEHAUS ACTIVE INCOME FUND		2011-05-23	2013-05-08
661 239 DRIEHAUS ACTIVE INCOME FUND		2011-11-29	2013-05-08
100 FREEPORT MCMORAN COPPER GOLD		2010-02-11	2013-05-08
322 ISHARES MSCI EMERGING MARKETS ETF			2013-05-08
94 ISHARES MSCI EMERGING MARKETS ETF		2010-10-15	2013-05-08
42 ROCKWELL AUTOMATION INC			2013-05-08
414 366 TFS MARKET NEUTRAL FUND			2013-05-08
74 UNITED PARCEL SERVICE INC CL B			2013-05-08
96 ROYAL CARIBBEAN CRUISES LTD		2013-05-01	2013-05-08
462 694 DRIEHAUS ACTIVE INCOME FUND			2013-05-15
43 EXXON MOBIL CORP			2013-05-15
150 GENERAL ELEC CO		2001-10-19	2013-05-15
902 186 HIGHLAND LONG SHORT EQUITY Z		2011-02-01	2013-05-15
219 391 HIGHLAND LONG SHORT EQUITY Z		2011-11-29	2013-05-15
6 203 HIGHLAND LONG SHORT EQUITY Z		2011-12-07	2013-05-15
12 INTEL CORP		2001-10-19	2013-05-15
129 INTEL CORP			2013-05-15
5 INTEL CORP		2006-03-08	2013-05-15
108 ISHARES MSCI EMERGING MARKETS ETF			2013-05-15
31 LIBERTY MEDIA CORP DELAWARE		2013-04-12	2013-05-15
422 773 NUVEEN MID CAP INDEX FUND CL I		2009-05-07	2013-05-15
105 ORACLE CORPORATION		2006-12-05	2013-05-15
50 WELLS FARGO & CO NEW		2002-11-08	2013-05-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
40 WELLS FARGO & CO NEW		2002-12-23	2013-05-15
5 WELLS FARGO & CO NEW		2003-02-20	2013-05-15
92 WILLIAMS COS INC		2013-05-01	2013-05-15
10000 BARCLAYS 3YR SPX KI 6/10/13		2010-06-04	2013-06-10
424 IPATH DOW JONES UBS COMMODITY		2007-07-16	2013-06-12
110 IPATH DOW JONES UBS COMMODITY		2007-12-11	2013-06-12
35 IPATH DOW JONES UBS COMMODITY		2010-11-02	2013-06-12
30 SPDR GOLD SHARES ETF		2012-12-18	2013-06-12
108 CVS CORP COM		2012-08-07	2013-07-10
296 359 HIGHLAND LONG SHORT EQUITY Z		2011-12-07	2013-07-10
8 MASTERCARD INC		2009-11-18	2013-07-10
655 283 LOOMIS SAYLES STRATEGIC ALPHA FUND Y		2013-05-15	2013-07-10
155 693 NUVEEN REAL ESTATE SECS I		2001-03-28	2013-07-10
119 073 T ROWE PRICE MID CAP GROWTH FD #64		2012-11-27	2013-07-10
214 481 T ROWE PRICE SC STOCK		2012-11-27	2013-07-10
165 641 LAUDUS INTL MARKETMASTERS FUND SEL		2010-09-28	2013-07-10
7 MALLINCKRODT PLC W I		2012-08-07	2013-07-10
625 MALLINCKRODT PLC W I		2012-08-07	2013-07-18
80 GLAXO SMITHKLINE P L C A D R		2013-03-01	2013-09-25
ENRON CORP			2013-10-15
134 BEST BUY CO INC		2013-05-08	2013-11-21
49 BORG WARNER INC		2013-05-01	2013-11-21
103 CONAGRA FOODS INC		2013-03-01	2013-11-21
45 POLARIS INDS INC		2013-05-01	2013-11-21
1 QUALCOMM INC		2002-09-20	2013-11-21
50 QUALCOMM INC		2003-04-30	2013-11-21
116 086 T ROWE PRICE MID CAP VALUE FD INC		2012-11-27	2013-11-21
149 253 LAUDUS INTL MARKETMASTERS FUND SEL		2010-09-28	2013-11-21
155 TYSON FOODS INC CL A		2013-03-01	2013-11-21
10 UNITED TECHNOLOGIES CORP		2004-02-26	2013-11-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
25 UNITED TECHNOLOGIES CORP		2004-07-15	2013-11-21
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
6			6
2,721		2,015	706
3,086		2,185	901
4,772		2,603	2,169
4,856		3,538	1,318
5,857		5,363	494
2,989		4,945	-1,956
3,549		4,213	-664
4,902		4,211	691
1,636		1,531	105
2,660		2,451	209
7,094		11,329	-4,235
5,546		2,805	2,741
4,708		3,053	1,655
3,979		2,074	1,905
428		400	28
801		254	547
3,425		1,586	1,839
3,453		5,799	-2,346
85		69	16
949		487	462
598		664	-66
2,304		1,105	1,199
6,833		6,148	685
1,721		1,346	375
823		649	174
973		656	317
298		316	-18
324		270	54
2,886		2,397	489

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
609		287	322
3,550		2,324	1,226
3,491		2,366	1,125
3,562		1,793	1,769
6,756		2,038	4,718
6,369		4,784	1,585
2,870		3,019	-149
3,927		4,253	-326
3,523		3,164	359
3,504		3,619	-115
2,011		2,233	-222
29,006		13,713	15,293
3,189		1,754	1,435
3,511		1,143	2,368
3,975		3,549	426
5,197		4,229	968
27,460		14,788	12,672
3,621		3,217	404
3,312		2,237	1,075
151		147	4
3,465		3,479	-14
4,438		1,745	2,693
2,708		2,616	92
3,632		3,645	-13
3,512		3,616	-104
3,449		1,240	2,209
4,315		2,597	1,718
4,521		3,377	1,144
4,009		4,462	-453
17,827		18,187	-360

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
18,339		14,135	4,204
896		878	18
8,285		8,200	85
10,171		9,813	358
571		558	13
4,402		4,469	-67
3,700		3,466	234
15,322		15,887	-565
7,168		6,559	609
3,245		3,677	-432
14,199		14,109	90
4,145		4,365	-220
3,702		3,581	121
6,530		6,473	57
6,538		4,076	2,462
3,578		3,513	65
5,020		4,836	184
3,913		1,734	2,179
3,468		5,612	-2,144
10,673		10,222	451
2,595		2,365	230
73		68	5
288		293	-5
3,091		2,802	289
120		101	19
4,672		4,696	-24
3,970		3,513	457
6,917		3,458	3,459
3,545		1,979	1,566
1,963		1,145	818

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,570		947	623
196		116	80
3,376		3,459	-83
17,254		10,000	7,254
16,197		21,882	-5,685
4,202		6,006	-1,804
1,337		1,571	-234
4,039		4,857	-818
6,473		4,812	1,661
3,518		3,254	264
4,712		1,826	2,886
6,540		6,907	-367
3,497		1,879	1,618
8,014		6,946	1,068
8,822		7,575	1,247
3,513		2,938	575
292		280	12
26		25	1
4,078		3,538	540
17			17
5,231		3,525	1,706
5,192		3,797	1,395
3,300		3,506	-206
6,010		3,788	2,222
71		13	58
3,545		788	2,757
3,531		2,872	659
3,515		2,648	867
4,856		3,588	1,268
1,094		448	646

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,736		1,134	1,602
			10,248

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			706
			901
			2,169
			1,318
			494
			-1,956
			-664
			691
			105
			209
			-4,235
			2,741
			1,655
			1,905
			28
			547
			1,839
			-2,346
			16
			462
			-66
			1,199
			685
			375
			174
			317
			-18
			54
			489

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			322
			1,226
			1,125
			1,769
			4,718
			1,585
			-149
			-326
			359
			-115
			-222
			15,293
			1,435
			2,368
			426
			968
			12,672
			404
			1,075
			4
			-14
			2,693
			92
			-13
			-104
			2,209
			1,718
			1,144
			-453
			-360

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,204
			18
			85
			358
			13
			-67
			234
			-565
			609
			-432
			90
			-220
			121
			57
			2,462
			65
			184
			2,179
			-2,144
			451
			230
			5
			-5
			289
			19
			-24
			457
			3,459
			1,566
			818

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			623
			80
			-83
			7,254
			-5,685
			-1,804
			-234
			-818
			1,661
			264
			2,886
			-367
			1,618
			1,068
			1,247
			575
			12
			1
			540
			17
			1,706
			1,395
			-206
			2,222
			58
			2,757
			659
			867
			1,268
			646

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,602

Form 990PF Part XV Line 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*				
MT SCHOOL FOR THE DEAF & BLIND FDN PO BOX 6576 GREAT FALLS, MT 59406	NONE	PUBLIC	GENERAL SUPPORT	4,000
SHODAIR CHILDREN'S HOSPITAL PO BOX 5539 HELENA, MT 59604	NONE	PUBLIC	GENERAL SUPPORT	4,000
SPECIAL OLYMPICS MONTANA PO BOX 3507 GREAT FALLS, MT 59403	NONE	PUBLIC	GENERAL SUPPORT	5,000
AMERICAN DIABETES ASSOCIATION 3203 3RD AVENUE NORTH STE 203 BILLINGS, MT 59101	NONE	PUBLIC	GENERAL SUPPORT	2,500
BENEFIS HEALTHCARE FOUNDATION PO BOX 7008 GREAT FALLS, MT 59406	NONE	PUBLIC	GENERAL SUPPORT	750
CENTER FOR MENTAL HEALTH PO BOX 1653 GREAT FALLS, MT 59403	NONE	PUBLIC	GENERAL SUPPORT	2,500
CHILDREN'S ONCOLOGY CAMP FOUNDATION PO BOX 1450 MISSOULA, MT 59806	NONE	PUBLIC	GENERAL SUPPORT	2,500
C M RUSSELL MUSEUM 400 13TH ST NORTH GREAT FALLS, MT 59401	NONE	PUBLIC	GENERAL SUPPORT	3,000
EAGLE MOUNT - GREAT FALLS 9 3RD STREET NORTH STE 1 GREAT FALLS, MT 59401	NONE	PUBLIC	GENERAL SUPPORT	6,500
EASTER SEALSGOODWILL-NRM 4400 CENTRAL AVE GREAT FALLS, MT 59405	NONE	PUBLIC	GENERAL SUPPORT	4,500
FLORENCE CRITTENTON HOME 901 N HARRIS HELENA, MT 59601	NONE	PUBLIC	GENERAL SUPPORT	1,531
GREAT FALLS AMERICAN LEGION BBALL PO BOX 2768 GREAT FALLS, MT 59403	NONE	PUBLIC	GENERAL SUPPORT	1,500
INTERMOUNTAIN CHILDREN'S HOME 500 S LAMBORN ST HELENA, MT 59601	NONE	PUBLIC	GENERAL SUPPORT	4,000
MCLAUGHLIN RESEARCH INSTITUTE 1520 23RD ST SOUTH GREAT FALLS, MT 59405	NONE	PUBLIC	GENERAL SUPPORT	4,500
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1629 AVE D STE 2-C BILLINGS, MT 59102	NONE	PUBLIC	GENERAL SUPPORT	3,000
Total . . . . ▶ **3a**				60,781

Form 990PF Part XV Line 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*				
NORTHWEST BURN FOUNDATION 1515 NW 52ND STREET STE A SEATTLE, WA 98107	NONE	PUBLIC	GENERAL SUPPORT	2,000
OVARIAN CANCER SURVIVORS FOUNDATION 416 COVENTRY COURT HELENA, MT 59601	NONE	PUBLIC	SCHOLARSHIP	2,500
PARIS GIBSON SQUARE MUSEUM OF ART 1400 1ST AVENUE NORTH GREAT FALLS, MT 59401	NONE	PUBLIC	GENERAL SUPPORT	2,500
SCOTTISH RITE CHILDHOOD LANGUAGE CTR 1304 13TH STREET SOUTH GREAT FALLS, MT 59405	NONE	PUBLIC	GENERAL SUPPORT	4,000
Total . . . . ▶ **3a**				60,781

TY 2013 Accounting Fees Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

TY 2013 Investments Corporate Bonds Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ISHARES S&P PREF STK INDX FD	29,631	28,727
PIMCO TOTAL RETURN FUND	201,400	187,906
OPPENHEIMER SR FLOAT RATE Y	24,552	24,886
NUVEEN HIGH INCOME BOND FD	27,054	26,783
CISCO SYSTEMS 2.900 11/17/2014	15,254	15,328
BARCLAYS BANK 06/10/2013		
BARCLAYS BANK 04/10/2015	10,000	16,756
AMERICAN CENTY INTL BOND	39,272	38,191
DREIHAUS ACTIVE INCOME FUND		
ISHARES BARCLAYS TIPS BOND	25,342	25,277
ISHARES JPMORGAN EM BOND	13,719	13,520
PACCAR FINL CORP 1.6 3/15/2017	25,110	24,964
BHP BILLION FIN 2.875 2/24/22	25,420	23,908

TY 2013 Investments Corporate Stock Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS		
EMERSON ELEC CO	4,340	5,965
IBM CORP	3,597	3,376
APACHE CORP	3,378	3,954
APPLE INC	644	10,098
BANK OF AMERICA CORP	3,661	4,204
MARATHON OIL CORP	4,006	4,342
PYXIS LONG SHORT EQUITY Z		
T ROWE PRICE MID-CAP GROWTH FD	35,687	43,696
ECOLAB INC	3,766	3,649
EXELON CORPORATION		
EXXON MOBIL CORP	2,956	8,501
GENERAL ELEC CO	5,266	5,774
GOOGLE INC	5,055	12,328
INTEL CORP	3,940	4,334
J P MORGAN CHASE & CO	7,494	9,883
JOHNSON & JOHNSON	4,930	8,426
MCDONALDS CORP	4,677	7,859
MICROSOFT CORP	3,534	5,163
ORACLE CORPORATION	2,988	6,657
PEPSICO INC	4,872	7,879
PFIZER INC	8,830	8,025
PRAXAIR INC	1,575	4,421
PROCTOR & GAMBLE CO	4,959	7,245
QUALCOMM INC	993	4,678
STATE STR CORP	2,272	4,697
TARGET CORPORATION	1,714	3,606
UNITED PARCEL SERVICE INC		
UNITED TECHNOLOGIES CORP	2,359	5,918
VERIZON COMMUNICATIONS	4,022	6,290

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WAL MART STORES INC	2,921	4,721
WELLS FARGO & CO	4,315	7,491
3M CO	3,304	7,575
SCHLUMBERGER LTD	3,981	7,029
SPDR GOLD TRUST	10,685	7,664
T ROWE PRICE SC STOCK	31,132	38,173
ISHARES MSCI EMERGING MKTS		
LAUDUS INTL MRKTMASTERS INV	92,613	118,522
COACH INC	4,401	4,210
GOLDMAN SACHS GROUP INC	3,820	4,077
MASTERCARD INC CL A	1,597	5,848
CVS CAREMARK CORP		
NIKE INC		
ACCENTURE PLC CL A	3,254	4,112
COVIDIEN PLC	3,179	4,154
MERCK & CO INC	3,629	4,254
DISNEY WALT CO	3,749	5,730
T ROWE PRICE MID-CAP VALUE FD	40,007	47,111
FREEPORT MCMORAN COPPER GOLD		
GENERAL MILLS INC		
STARBUCKS	2,420	6,898
IPATH DOW JONES UBS COMMODITY	39,188	32,634
SCOUT INTERNATIONAL FUND	97,700	114,613
BAXTER INTL INC	4,462	5,634
BOEING CO	3,579	7,507
BRISTOL MYERS SQUIBB CO		
DOW CHEM CO	3,532	4,529
CHEVRON CORPORATION	4,721	6,121
MONSANTO CO	3,547	4,079
ABERDEEN FDS EMERGN MKT INSTL	57,651	52,574

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LOOMIS SAYLES STRATEGIC ALPHA	17,173	16,375
ROBECO BOSTON PARTNERS LS RSCH	48,660	53,938
EXPRESS SCRIPTS	2,596	4,425
GILEAD SCIENCES INC	1,380	5,107
NATIONAL OILWELL VARCO INC		
OCCIDENTAL PETROLEUM CORP		
P G E CORP	3,529	3,061
PRUDENTIAL FINANCIAL INC	4,378	7,839
CITIGROUP INC	4,138	7,087
ACE LTD	3,768	5,488
NUVEEN MID CAP INDEX FUND		
NUVEEN REAL ESTATE SECURITY CL	56,798	61,460
NUVEEN SMALL CAP SELECT FD		
SPDR DJ WILSHIRE INTERNATIONAL	37,107	39,222
TFS MARKET NEUTRAL FUND		

TY 2013 Other Assets Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BENBOW MINES LLP	1,522	0	0

TY 2013 Other Increases Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Description	Amount
PRIOR YR PURCHASED ACCRUED INTEREST	51

TY 2013 Taxes Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170

EIN: 81-6078134

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	891	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,436	0		0
FOREIGN TAXES ON QUALIFIED FOR	535	535		0
FOREIGN TAXES ON NONQUALIFIED	57	57		0