



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



Form 990-PF

## 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](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>NOTTINGHAM ROZELLA MEMORIAL CHAR</b>			A Employer identification number <b>82-6075509</b>	
Number and street (or P O box number if mail is not delivered to street address)		Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>	
<b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>				
City or town <b>Winston Salem</b>	State <b>NC</b>	ZIP code <b>27101-3818</b>		
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 type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" 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) <b>\$ 169,809</b>		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"/>	

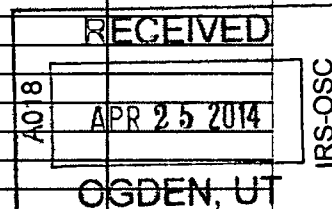
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis 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	3,396	3,308		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,710			
	b Gross sales price for all assets on line 6a <b>62,637</b>				
	7 Capital gain net income (from Part IV, line 2)		3,710		
	8 Net short-term capital gain				
	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	7,106	7,018	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,776	2,082		694
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	359			359
	b Accounting fees (attach schedule)	1,098			1,098
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	322	49		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	4,555	2,131	0	2,151
	25 Contributions, gifts, grants paid	6,000			6,000
26 Total expenses and disbursements. Add lines 24 and 25	10,555	2,131	0	8,151	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-3,449				
b Net investment income (if negative, enter -0-)		4,887			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

HTA

SCANNED MAY 02 2014



IRS-OSC

2

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash—non-interest-bearing	308	443	443
	2 Savings and temporary cash investments	5,907	7,833	7,833
	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)			
	11 Investments—land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	149,673	144,345	161,532	
14 Land, buildings, and equipment, basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	155,888	152,621	169,808	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	155,888	152,621	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b> (see instructions)	155,888	152,621		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	155,888	152,621		

**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	155,888
2 Enter amount from Part I, line 27a	2	-3,449
3 Other increases not included in line 2 (itemize) <input type="checkbox"/> Mutual Fund & CTF Income Additions	3	527
4 Add lines 1, 2, and 3	4	152,966
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	345
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	152,621

**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.)
<b>1a</b>	See Attached Statement			
<b>b</b>	See Attached Statement			
<b>c</b>	See Attached Statement			
<b>d</b>	See Attached Statement			
<b>e</b>	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)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			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))
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

<b>2</b> 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 }	<b>2</b>	3,710
<b>3</b> 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 }	<b>3</b>	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.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	8,219	159,071	0.051669
2011	7,135	163,395	0.043667
2010	10,408	157,997	0.065875
2009	8,368	144,605	0.057868
2008	9,911	170,329	0.058187

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.277266
<b>3</b> 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	<b>3</b>	0.055453
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	165,997
<b>5</b> Multiply line 4 by line 3	<b>5</b>	9,205
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	49
<b>7</b> Add lines 5 and 6	<b>7</b>	9,254
<b>8</b> 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.	<b>8</b>	8,151

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1a</b>	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>b</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			
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0
<b>3</b>	Add lines 1 and 2			98
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			98
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	194	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	<b>Total credits and payments.</b> Add lines 6a through 6d			194
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>			0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>			96
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 96 <b>Refunded</b>			0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</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
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> 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
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NV, ID		
<b>b</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>	X	
<b>9</b> 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
<b>10</b> 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? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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 VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No  
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) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No  
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? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

**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
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4.00	2,776	

**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		

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

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

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	161,835
<b>b</b>	Average of monthly cash balances	<b>1b</b>	6,690
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	168,525
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	168,525
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	2,528
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	165,997
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	8,300

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	8,300
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	98
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	98
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	8,202
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	8,202
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	8,202

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	8,151
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	8,151
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	8,151

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				8,202
<b>2</b> Undistributed income, if any, as of the end of 2013:				
<b>a</b> Enter amount for 2012 only			1,330	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 8,151				
<b>a</b> Applied to 2012, but not more than line 2a			1,330	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2013 distributable amount				6,821
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,381
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

WELLS FARGO PHILANTHROPIC SERVICES, GRANTADMINISTRATION@WELLSFARGO.COM 1-888-746-5889

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

ONLINE AT WWW.WELLSFARGO.COM/PRIVATEFOUNDATIONGRANTS

- c** Any submission deadlines:

JUNE 30

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

CHARITIES LOCATED IN ADA COUNT IDAHO WHICH BENEFIT THE ELDERLY (AGE 60 OR OLDER)

**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
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	6,000
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0

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	
		14	3,396	
		18	3,710	
	0		7,106	0

13
7,106

Form **990-PF** (2013)

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

- |     |   |    |
|-----|---|----|
| 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  | 1b |
| (2) | Other assets  | 1b |
| b   | Other transactions  |    |
| (1) | Sales of assets to a noncharitable exempt organization  | 1b |
| (2) | Purchases of assets from a noncharitable exempt organization  | 1b |
| (3) | Rental of facilities, equipment, or other assets  | 1b |
| (4) | Reimbursement arrangements  | 1b |
| (5) | Loans or loan guarantees  | 1b |
| (6) | Performance of services or membership or fundraising solicitations  | 1b |
| c   | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  |    |
| 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 |    |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

- b** If "Yes," complete the following schedule

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

**Sign  
Here**

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

John A. Senter SVP Wells Fargo Bank N.A.  
Signature of officer or trustee

4/21/2014  
Date

**SVP Wells Fargo Bank N A**  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name  
JOSEPH J. CASTRIANO

Preparer's signature

Date

4/21/2014

Check ☒ if self-employed

PTIN	
P01251603	

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

**Name**

FRIENDS IN ACTION, A PROGRAM OF MOUNTAIN STATES GROUP, INC.

**Street**

1607 W JEFFERSON STREET

**City**

BOISE

**State**

ID

**Zip Code**

83702

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,000

**Name**

IN-HOME SERVICES PROGRAM, SENIOR SOLUTIONS INC

**Street**

60 FENTON STREET, SUITE 4

**City**

LIVERMORE

**State**

CA

**Zip Code**

94550

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,000

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount				
Short Term CG Distributions										1,767				
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		Other sales			
									Gross Sales	Cost, Other Basis and Expenses	Depreciation	Adjustments	Net Gain or Loss	
									62,637	58,927				3,710
									0	0				0
1	X	DIAMOND HILL LONG-SHORT	25264S833		5/3/2010	27/2013	27/2013	256	209				47	
2	X	DIAMOND HILL LONG-SHORT	25264S833		5/3/2010	7/10/2013	7/10/2013	1,131	869				262	
3	X	DIAMOND HILL LONG-SHORT	25264S833		8/1/2012	12/26/2013	12/26/2013	203	158				45	
4	X	DODGE & COX INT'L STOCK F	256208103		11/1/2012	7/10/2013	7/10/2013	781	700				81	
5	X	DODGE & COX INT'L STOCK F	256208103		11/1/2012	10/9/2013	10/9/2013	561	467				94	
6	X	DODGE & COX INT'L STOCK F	256208103		11/1/2012	12/26/2013	12/26/2013	424	333				91	
7	X	DODGE & COX INCOME FD CC	256210105		2/1/2013	7/10/2013	7/10/2013	2,337	2,426				-89	
8	X	DODGE & COX INCOME FD CC	256210105		2/1/2013	12/26/2013	12/26/2013	176	180				-4	
9	X	ISHARES CORE S & P 500 ETF	464287200		11/1/2012	7/10/2013	7/10/2013	456	427				29	
10	X	ISHARES CORE S & P 500 ETF	464287200		11/1/2012	7/10/2013	7/10/2013	3,317	2,845				472	
11	X	ISHARES CORE S & P 500 ETF	464287200		11/1/2012	12/26/2013	12/26/2013	370	284				86	
12	X	ISHARES RUSSELL 2000 GRO	464287648		11/16/2012	27/2013	27/2013	2,246	1,926				320	
13	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012	27/2013	27/2013	2,144	2,003				141	
14	X	KALMAR GR W VAL SM CAP-I	483438305		2/1/2013	12/26/2013	12/26/2013	602	449				153	
15	X	KEELEY SMALL CAP VAL FD CC	487300808		11/1/2012	27/2013	27/2013	1,836	1,646				190	
16	X	KEELEY SMALL CAP VAL FD CC	487300808		11/1/2012	12/26/2013	12/26/2013	349	251				98	
17	X	LAUDUS MONDRIAN INT'L FUND	518550655		11/1/2012	27/2013	27/2013	299	323				-24	
18	X	AQR MANAGED FUTURES ST	00203H659		7/12/2013	10/9/2013	10/9/2013	1,574	1,630				-56	
19	X	ARTISAN INTERNATIONAL FU	04314H204		11/1/2012	7/10/2013	7/10/2013	636	569				67	
20	X	ARTISAN INTERNATIONAL FU	04314H204		11/1/2012	10/9/2013	10/9/2013	364	308				56	
21	X	ARTISAN INTERNATIONAL FU	04314H204		11/1/2012	12/26/2013	12/26/2013	511	403				108	
22	X	ARTISAN MID CAP FUND-INS	04314H600		7/12/2013	10/9/2013	10/9/2013	469	451				18	
23	X	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012	10/9/2013	10/9/2013	69	56				13	
24	X	CREDIT SUISSE COMM RET S	22544R305		8/1/2011	10/9/2013	10/9/2013	463	579				-116	
25	X	CREDIT SUISSE COMM RET S	22544R305		10/9/2010	10/9/2013	10/9/2013	1,060	1,303				-243	
26	X	HUSSMAN STRATEGIC GROW	448108100		5/1/2009	27/2013	27/2013	118	144				-26	
27	X	HUSSMAN STRATEGIC GROW	448108100		7/23/2009	27/2013	27/2013	21	26				-5	
28	X	HUSSMAN STRATEGIC GROW	448108100		10/19/2009	27/2013	27/2013	657	807				-150	
29	X	HUSSMAN STRATEGIC GROW	448108100		5/3/2010	27/2013	27/2013	229	271				-48	
30	X	HUSSMAN STRATEGIC GROW	448108100		10/8/2010	27/2013	27/2013	250	315				-65	
31	X	HUSSMAN STRATEGIC GROW	448108100		11/19/2010	27/2013	27/2013	177	218				-41	
32	X	HUSSMAN STRATEGIC GROW	448108100		2/4/2011	27/2013	27/2013	812	700				-88	
33	X	HUSSMAN STRATEGIC GROW	448108100		4/28/2011	27/2013	27/2013	99	115				-16	
34	X	HUSSMAN STRATEGIC GROW	448108100		2/13/2012	27/2013	27/2013	569	669				-80	
35	X	HUSSMAN STRATEGIC GROW	448108100		3/5/2008	27/2013	27/2013	94	138				-44	
36	X	DREYFUS EMG MKT DEBT LO	261880494		10/8/2010	27/2013	27/2013	1,177	1,146				31	
37	X	DREYFUS EMG MKT DEBT LO	261880494		10/8/2010	10/10/2013	10/10/2013	1,665	1,764				-98	
38	X	DREYFUS EMG MKT DEBT LO	261880494		8/1/2011	10/10/2013	10/10/2013	854	892				-38	
39	X	JP MORGAN MID CAP VALUE	339128100		8/1/2011	12/26/2013	12/26/2013	280	175				105	
40	X	GATEWAY FUND - Y #1886	367829884		8/1/2012	7/10/2013	7/10/2013	4,038	3,923				115	
41	X	GATEWAY FUND - Y #1886	367829884		8/1/2012	7/10/2013	7/10/2013	28	27				1	
42	X	GATEWAY FUND - Y #1886	367829884		2/1/2013	7/10/2013	7/10/2013	1,765	1,744				21	
43	X	HARBOR CAPITAL APRTION	411511504		2/1/2013	7/10/2013	7/10/2013	3,121	2,883				238	
44	X	HARBOR CAPITAL APRTION	411511504		11/1/2012	7/10/2013	7/10/2013	252	220				32	
45	X	HARBOR CAPITAL APRTION	411511504		11/1/2012	10/9/2013	10/9/2013	609	504				105	
46	X	HARBOR CAPITAL APRTION	411511504		11/1/2012	12/26/2013	12/26/2013	1,133	840				293	
47	X	HUSSMAN STRATEGIC GROW	448108100		4/29/2009	27/2013	27/2013	131	167				-36	
48	X	MFS VALUE FUND-CLASS I #8	552983694		2/1/2013	7/10/2013	7/10/2013	1,177	1,063				114	
49	X	MFS VALUE FUND-CLASS I #8	552983694		11/1/2012	7/10/2013	7/10/2013	1,488	1,259				229	
50	X	MFS VALUE FUND-CLASS I #8	552983694		11/1/2012	12/26/2013	12/26/2013	597	461				136	
51	X	OPPENHEIMER DEVELOPING	683974505		2/1/2013	10/9/2013	10/9/2013	1,248	1,215				33	
52	X	PIMCO TOTAL RET FD-INST #	683390700		11/16/2012	27/2013	27/2013	9,187	9,924				-337	
53	X	PIMCO TOTAL RET FD-INST #	683390700		11/1/2012	7/10/2013	7/10/2013	1,645	1,704				-59	
54	X	PIMCO TOTAL RET FD-INST #	683390700		11/1/2012	7/10/2013	7/10/2013	2,134	2,318				-184	
55	X	PIMCO FOREIGN BD FD USD	683390882		8/1/2011	27/2013	27/2013	421	414				7	
56	X	RIDGEMOUNT SEIX HY BD-I #	766281645		11/1/2012	7/10/2013	7/10/2013	978	959				19	
57	X	VANGUARD FTSE EMERGING	922042858		2/7/2013	10/9/2013	10/9/2013	1,188	1,275				-87	
58	X	VANGUARD REIT VIPER	922908553		11/16/2012	27/2013	27/2013	274	246				28	



**Part I, Line 16a (990-PF) - Legal Fees**

		359	0	0	359
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	359			359

**Part I, Line 16b (990-PF) - Accounting Fees**

		1,098	0	0	1,098
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,098			1,098

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

		322	49	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	49	49		
2	PY EXCISE TAX DUE	79			
3	ESTIMATED EXCISE PAYMENTS	194			

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

		149,673	144,345	161,532
Asset Description		Book Value Beg of Year	Book Value End of Year	FMV End of Year
Basis of Valuation				
1			0	
2	ARTISAN INTERNATIONAL FUND 661		5,924	7,615
3	DODGE & COX INCOME FD COM 147		11,916	11,634
4	HARBOR CAPITAL APRCTION-INST 2012		8,258	11,167
5	MERGER FD SH BEN INT 260		4,859	4,916
6	PIMCO TOTAL RET FD-INST 35		12,533	11,649
7	PIMCO FOREIGN BD FD USD H-INST 103		3,383	3,353
8	T ROWE PRICE SHORT TERM BD FD 55		8,475	8,420
9	ARTISAN MID CAP FUND-INSTL 1333		5,354	6,661
10	FID ADV EMER MKTS INC- CL I 607		2,526	2,484
11	ISHARES S & P 500 INDEX FUND		2,264	2,970
12	LAUDUS MONDRIAN INTL FI-INST 2940		3,669	3,309
13	EATON VANCE GLOBAL MACRO - I		1,634	1,595
14	DODGE & COX INT'L STOCK FD 1048		5,867	7,582
15	MFS VALUE FUND-CLASS I 893		5,789	7,548
16	DREYFUS EMG MKT DEBT LOC C-I 6083		5,949	5,748
17	DRIEHAUS ACTIVE INCOME FUND		8,350	8,464
18	JP MORGAN MID CAP VALUE-I 758		2,374	4,341
19	ASG GLOBAL ALTERNATIVES-Y 1993		4,898	4,868
20	VANGUARD REIT VIPER		2,767	5,746
21	VANGUARD EMERGING MARKETS ETF		4,851	5,554
22	OPPENHEIMER DEVELOPING MKT-Y 788		5,145	5,646
23	SPDR DJ WILSHIRE INTERNATIONAL REA		4,261	5,850
24	DIAMOND HILL LONG-SHORT FD CL I 11		2,404	3,313
25	RIDGEWORTH SEIX HY BD-I 5855		8,414	8,229
26	KALMAR GR W/VAL SM CAP-INS #4		2,360	3,117
27	CREDIT SUISSE COMM RT ST-CO 2156		7,861	6,607
28	KEELEY SMALL CAP VAL FD CL I 2251		2,260	3,146

### Part III (990-PF) - Changes in Net Assets or Fund Balances

---

#### Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	527
2	Total	2	527

---

#### Line 5 - Decreases not included in Part III, Line 2

1	Cost Basis Adjustment	1	44
2	Mutual Fund & CTF Income Subtraction	2	242
3	PY Return of Capital Adjustment	3	59
4	Total	4	345

---

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount	Short Term CG Distributions										Amount
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	1,943	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	1,943						
1 DIAMOND HILL LONG-SHORT FD CL #1	25284S833	5/3/2010	2/7/2013	256	209	0	0	262	0	47	0	0	0	47	1,943						
2 DIAMOND HILL LONG-SHORT FD CL #2	25284S833	5/3/2010	7/10/2013	1,131	869	0	0	262	0	262	0	0	0	262	1,943						
3 DIAMOND HILL LONG-SHORT FD CL #3	25284S833	8/1/2012	12/28/2013	203	158	0	0	45	0	45	0	0	0	45	1,943						
4 DODGE & COX INTL STOCK FD #1048	256208103	11/1/2012	7/10/2013	781	700	0	0	81	0	81	0	0	0	81	1,943						
5 DODGE & COX INTL STOCK FD #1048	256208103	11/1/2012	10/9/2013	561	467	0	0	94	0	94	0	0	0	94	1,943						
6 DODGE & COX INTL STOCK FD #1048	256208103	11/1/2012	12/28/2013	424	333	0	0	91	0	91	0	0	0	91	1,943						
7 DODGE & COX INCOME FD COM #147	256210105	11/1/2012	7/10/2013	2,337	2,426	0	0	-89	0	-89	0	0	0	-89	1,943						
8 DODGE & COX INCOME FD COM #147	256210105	2/11/2012	12/28/2013	176	180	0	0	-4	0	-4	0	0	0	-4	1,943						
9 SHARES CORE S & P 500 ETF	464287200	11/1/2012	2/7/2013	456	427	0	0	29	0	29	0	0	0	29	1,943						
10 SHARES CORE S & P 500 ETF	464287200	11/1/2012	7/10/2013	3,317	2,845	0	0	472	0	472	0	0	0	472	1,943						
11 SHARES CORE S & P 500 ETF	464287200	11/1/2012	12/28/2013	370	284	0	0	86	0	86	0	0	0	86	1,943						
12 SHARES RUSSELL 2000 GROWTH	464287848	11/18/2012	2/7/2013	2,246	1,926	0	0	320	0	320	0	0	0	320	1,943						
13 SHARES RUSSELL 2000 GROWTH	464287848	12/19/2012	2/7/2013	2,144	2,003	0	0	141	0	141	0	0	0	141	1,943						
14 KALMAR GR VAL SM CAP-INS #4	483438305	2/11/2013	12/28/2013	602	449	0	0	153	0	153	0	0	0	153	1,943						
15 KEELLY SMALL CAP VAL FD CL #2251	487200808	11/1/2012	2/7/2013	1,838	1,846	0	0	190	0	190	0	0	0	190	1,943						
16 KEELLY SMALL CAP VAL FD CL #2251	487200808	11/1/2012	12/28/2013	349	251	0	0	98	0	98	0	0	0	98	1,943						
17 LAUDIS MONOPRIAL INTL FUND #2940	015195Q655	11/1/2012	2/7/2013	299	323	0	0	-24	0	-24	0	0	0	-24	1,943						
18 AGR MANAGER FUTURES STR #1521	000203H69	7/12/2012	10/9/2013	574	1,330	0	0	56	0	56	0	0	0	56	1,943						
19 ARTISAN INTERNATIONAL FUND #681	04314H204	11/1/2012	7/10/2013	636	569	0	0	67	0	67	0	0	0	67	1,943						
20 ARTISAN INTERNATIONAL FUND #681	04314H204	11/1/2012	10/9/2013	384	308	0	0	56	0	56	0	0	0	56	1,943						
21 ARTISAN INTERNATIONAL FUND #681	04314H204	11/1/2012	12/28/2013	511	403	0	0	108	0	108	0	0	0	108	1,943						
22 ARTISAN MID CAP FUND-INS #1333	04314H800	7/12/2012	10/9/2013	469	451	0	0	18	0	18	0	0	0	18	1,943						
23 ARTISAN MID CAP FUND-INS #1333	04314H800	4/10/2012	10/9/2013	69	56	0	0	13	0	13	0	0	0	13	1,943						
24 CREDIT SUISSE COMM RET ST-1#2158	22544R305	8/11/2011	10/9/2013	463	579	0	0	-116	0	-116	0	0	0	-116	1,943						
25 CREDIT SUISSE COMM RET ST-1#2158	22544R305	10/8/2010	10/9/2013	1,060	1,303	0	0	-243	0	-243	0	0	0	-243	1,943						
26 HUSSMAN STRATEGIC GROWTH FUND	448108100	5/11/2008	2/7/2013	118	144	0	0	-26	0	-26	0	0	0	-26	1,943						
27 HUSSMAN STRATEGIC GROWTH FUND	448108100	7/23/2009	2/7/2013	21	26	0	0	-5	0	-5	0	0	0	-5	1,943						
28 HUSSMAN STRATEGIC GROWTH FUND	448108100	10/19/2009	2/7/2013	657	807	0	0	-150	0	-150	0	0	0	-150	1,943						
29 HUSSMAN STRATEGIC GROWTH FUND	448108100	5/3/2010	2/7/2013	229	277	0	0	-48	0	-48	0	0	0	-48	1,943						
30 HUSSMAN STRATEGIC GROWTH FUND	448108100	10/8/2010	2/7/2013	250	315	0	0	-65	0	-65	0	0	0	-65	1,943						
31 HUSSMAN STRATEGIC GROWTH FUND	448108100	11/19/2010	2/7/2013	218	218	0	0	-41	0	-41	0	0	0	-41	1,943						
32 HUSSMAN STRATEGIC GROWTH FUND	448108100	2/4/2011	2/7/2013	612	700	0	0	-88	0	-88	0	0	0	-88	1,943						
33 HUSSMAN STRATEGIC GROWTH FUND	448108100	4/28/2011	2/7/2013	99	115	0	0	-16	0	-16	0	0	0	-16	1,943						
34 HUSSMAN STRATEGIC GROWTH FUND	448108100	2/13/2012	2/7/2013	589	669	0	0	-80	0	-80	0	0	0	-80	1,943						
35 HUSSMAN STRATEGIC GROWTH FUND	448108100	3/5/2008	2/7/2013	94	138	0	0	-44	0	-44	0	0	0	-44	1,943						
36 OREYFUS EMG MKT DEBT LOC C1 #608	261880484	10/8/2010	2/7/2013	1,177	1,148	0	0	31	0	31	0	0	0	31	1,943						
37 OREYFUS EMG MKT DEBT LOC C1 #608	261880484	8/11/2011	10/10/2013	1,655	1,764	0	0	-99	0	-99	0	0	0	-99	1,943						
38 OREYFUS EMG MKT DEBT LOC C1 #608	261880484	8/11/2011	10/10/2013	854	892	0	0	-38	0	-38	0	0	0	-38	1,943						
39 JP MORGAN MID CAP VALUE-1759	367823884	8/11/2011	12/28/2013	280	175	0	0	105	0	105	0	0	0	105	1,943						
40 GATEWAY FUND - Y #1866	367823884	8/1/2012	7/10/2013	4,038	3,933	0	0	115	0	115	0	0	0	115	1,943						
41 GATEWAY FUND - Y #1866	367823884	8/13/2012	7/10/2013	28	27	0	0	1	0	1	0	0	0	1	1,943						
42 GATEWAY FUND - Y #1866	367823884	2/11/2013	7/10/2013	1,765	1,744	0	0	21	0	21	0	0	0	21	1,943						
43 HARBOR CAPITAL APRICTION-INST #20	411511504	2/11/2012	7/10/2013	3,121	2,883	0	0	238	0	238	0	0	0	238	1,943						
44 HARBOR CAPITAL APRICTION-INST #20	411511504	11/1/2012	7/10/2013	252	220	0	0	32	0	32	0	0	0	32	1,943						
45 HARBOR CAPITAL APRICTION-INST #20	411511504	11/1/2012	10/9/2013	609	504	0	0	105	0	105	0	0	0	105	1,943						
46 HARBOR CAPITAL APRICTION-INST #20	411511504	11/1/2012	12/28/2013	1,133	840	0	0	293	0	293	0	0	0	293	1,943						
47 HUSSMAN STRATEGIC GROWTH FUND	448108100	4/28/2009	2/7/2013	131	187	0	0	-56	0	-56	0	0	0	-56	1,943						
48 MFS VALUE FUND-CLASS #4883	523983684	2/11/2012	7/10/2013	1,177	1,083	0	0	94	0	94	0	0	0	94	1,943						
49 MFS VALUE FUND-CLASS #4883	523983684	11/1/2012	7/10/2013	1,486	1,486	0	0	0	0	0	0	0	0	0	1,943						
50 MFS VALUE FUND-CLASS #4883	523983684	11/1/2012	12/28/2013	597	481	0	0	116	0	116	0	0	0	116	1,943						
51 OPPENHEIMER DEVELOPING MKT-Y #7	693974505	2/11/2012	10/9/2013	1,248	1,215	0	0	33	0	33	0	0	0	33	1,943						
52 PMCO TOTAL RET FD-INST #35	693390700	11/18/2012	2/7/2013	9187	9,524	0	0	-337	0	-337	0	0	0	-337	1,943						
53 PMCO TOTAL RET FD-INST #35	693390700	11/1/2012	2/7/2013	1,645	1,704	0	0	-59	0	-59	0	0	0	-59	1,943						
54 PMCO FOREIGN BD FD USD-INST #1	693390882	8/11/2012	2/7/2013	421	414	0	0	7	0	7	0	0	0	7	1,943						
55 RIDGEWORTH SEIX HY BDJ #5855	692210445	11/1/2012	2/7/2013	978	959	0	0	19	0	19	0	0	0	19	1,943						
56 VANGUARD FTSE EMERGING MARKET	622047658	2/7/2013	10/9/2013	1,186	1,275	0	0	-87	0	-87	0	0	0	-87	1,943						
57 VANGUARD RET VBIER	622004553	11/18/2012	2/7/2013	274	246	0	0	28	0	28	0	0	0	28	1,943						

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VII, Line 1 (500-11) Compensation of Officers, Directors, Trustees and Foundation Members													
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	2,776			
											2,776		0

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date		Amount
1 Credit from prior year return . . . . .		1	0
2 First quarter estimated tax payment . . . . .	5/7/2013	2	194
3 Second quarter estimated tax payment . . . . .		3	
4 Third quarter estimated tax payment . . . . .		4	
5 Fourth quarter estimated tax payment . . . . .		5	
6 Other payments . . . . .		6	
7 Total . . . . .		7	194



**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	1,330
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	1,330